ROTARY CLUB of RENTON

BY-LAWS

Adopted: 03-25-10

Article I – Election of Directors and Officers

Section 1:

At a regular meeting not less than one month prior to the annual meeting of the club, the President shall appoint, with the approval and consent of the Board of Directors, a nominating committee consisting of not less than three Past-Presidents of the club, who shall present nominations for President-Elect, Secretary, and Treasurer. The list of nominees shall be announced at a regular meeting of members at least seven days prior to the annual meeting. Those receiving a majority of the votes cast at the annual meeting of the club shall be deemed elected to serve in their respective offices.

The nominating committee shall also present nominations for open Director Positions no later than the last meeting in April. Those receiving a majority of the votes during an election held in May, following seven (7) days’ notice, shall be deemed elected to serve in their respective positions.

No nomination shall be made for the office of Past-President as this office is held by the immediate past president. No nomination shall be made for the office of President as this office is held by the immediate past President-Elect.

Section 2:

The Officers and Directors, so elected, together with the Past-President, President and the Directors whose terms have not expired, shall constitute the Board of Directors.

Section 3:

The Officers so elected, President and Past-President, will serve in their designated capacities for one (1) year, commencing July 1st of each year. The Directors so elected will serve two (2) year terms, staggered with Directors elected the prior year.

Section 4:

The Board of Directors shall consist of not less than twelve (12) members, with the number of Directors being adjusted by the then existing Board of Directors from time to time, as needed.

Section 5:

A vacancy in the Board of Directors, or any office except that of President-Elect and Past-President, shall be filled by the remaining members of the Board of Directors. A vacancy in the office of President-Elect shall be filled in the same manner as election of the President-Elect, as provided in Article I, Section 1. A vacancy in the office of Past-President shall be filled by the next preceding Past-President amenable to accepting the office, in order, until there be no Past-President, when the Board of Directors may then fill the vacancy.

Article II – Board of Directors & Executive Committee

Section 1:

The governing body of this club shall be the Board of Directors, consisting of not less than twelve (12) members of this club, namely: not less than seven (7) Directors elected in accordance with Article I, Section 1, of these By-Laws, the President, President-Elect, Past-President, Secretary and Treasurer.

Section 2:

The Executive Committee shall consist of the officers of the Board of Directors (President, Past-President, President-Elect, Treasurer, & Secretary).

Article III – Duties of Officers & Executive Committee

Section 1:

PRESIDENT. It shall be the duty of the President to preside at meetings of the club and Board of Directors and to perform such other duties as ordinarily pertain to the office of President.

Section 2:

PAST-PRESIDENT. It shall be the duty of the immediate Past-President to preside at meetings of the club and Board of Directors in the absence of the President and to perform such other duties as ordinarily pertain to the office of Vice-President.

Section 3:

PRESIDENT-ELECT. It shall be the duty of the President-Elect to acquaint himself/herself with the duties of President, and to perform such other duties as may be assigned to him/her by the President and/or Board of Directors.

Section 4:

SECRETARY. It shall be the duty of the Secretary to keep the records of membership, record the attendance at meetings, send out notices of meetings of the club, Board of Directors and committees, record and preserve the minutes of such meetings, make the required reports to Rotary International, including the semi-annual report of membership, which shall be made to the general secretary of Rotary International, the monthly report of the attendance at the club meetings which shall be made to the district governor immediately following the last meeting of the month and to perform such other duties as ordinarily pertain to the office of Secretary.

Section 5:

TREASURER. It shall be the duty of the Treasurer to have custody of all funds, accounting for same to the club annually and at any other time upon request by the Board of Directors, to collect and remit fees to Rotary International for subscriptions to THE ROTARIAN, for local District and Rotary International dues, maintain the annual Corporate registration of the Club, maintain the annual renewal of the Club’s Washington State Gambling Commission License, facilitate the timely filing of the annual Federal Return of Organization Exempt From Income Tax and to perform such other duties as ordinarily pertain to the office.

Upon his/her retirement from office, he/she shall turn over to his/her successor, or the President, all funds, books of accounts and any other club property in his/her possession.

Article IV – Meetings

Section 1:

Annual Meeting – An annual meeting of this club shall be held on any Thursday before December 31st, at which time the election of officers to serve for the ensuing Rotary year shall take place.

Section 2:

The regular meetings of this club shall be held on Thursday at noon. Due notice of any changes in, or cancelling of, the regular meeting shall be given to all members of the club.

Section 3:

One-third (1/3) of the membership shall constitute a quorum at the annual and regular meetings of this club.

Section 4:

Regular meetings of the Board of Directors shall be held each month at a time/place designated by the Board of Directors. Special meetings of the Board of Directors shall be called by the President, whenever deemed necessary, or upon the request of two (2) members of the Board of Directors. Not less than five days notice of such special meeting shall be provided to the members of the Board of Directors.

Section 5:

A majority of members of the Board of Directors shall constitute a quorum.

Article V – Fees and Dues

Section 1:

Prior to induction as a member, an applicant for membership shall pay an initiation fee set by the Board of Directors, and periodically adjusted, along with the annual membership fee.

Section 2:

The annual membership fee, comprised of Rotary International dues and magazine subscription, as well as facility fees, shall be set by the Board of Directors, payable to the Treasurer in four equal amounts on the first day of each quarter, provided, however, that the amount may be increased or decreased by the Board of Directors in such amounts as they may determine necessary for the ordinary operations of this club.

Article VI – Method of Voting

The business of this club shall be transacted by voice vote, except the election of Officers and Directors which shall be by ballot, or electronic –mail, as determined by the Board of Directors.

Article VII – Committees

Section 1:

The President shall, subject to approval of the Board of Directors, appoint the following standing committees:

 Community Service Committee

 International Service Committee

 Vocational Service Committee

 Club Service Committee (to include a permanent Finance sub-committee of qualified members)

Section 2:

The club shall maintain a fidelity bond for Officers having charge or control of funds, for the safe custody of the funds of the club, cost of the bond to be borne by the club.

Section 3:

All bills shall be paid by checks signed by the Treasurer. For checks drawn up to and including $1,500.00, only the Treasurer’s signature is required; checks in excess of $1,500.00 require the signature of the Treasurer and one additional Officer of the Club. Payments require approval of the Board of Directors, except regular, budgeted expenditures.

Section 4:

The Finance sub-committee (Article VII, Section 1) shall review the club’s financial transactions at least once each fiscal year and recommend, if appropriate, additional levels of financial services to be performed.

Section 5:

The fiscal year of this club shall extend from July 1st to June 30th, and the collection of members’ fees shall be collected quarterly, in equal payments. The payment of per capita dues and magazine subscriptions to Rotary International shall be based on membership of the club as of July 1st and January 1st of each year. If a member resigns prior to the end of the Rotary year, the remainder of his/her annual membership fees are due in full.

Section 6:

At the beginning of each fiscal year, the Board of Directors shall prepare, or cause to be prepared, a budget of estimated income and estimated expenditures for the year, which, having been agreed to by the Board of Directors, shall stand as the limit of expenditures for the respective purposes unless otherwise ordered by actions of the Board of Directors.

Article X – Method of Electing Members

The election of Active and Honorary members shall be conducted in accordance with the rules, regulations and procedures as the Board may, from time to time, establish, protecting in each event the obligation to publish the name of any such applicant for a minimum period of seven (7) days during which any member may file written objection, which the Board of Directors shall then consider in its ballot to accept or reject such candidate as a member of the club.

Article XI – Resolutions and Motions

No resolution or motion to commit this club on any matter shall be considered by the club until it has been considered by the Board of Directors. Such resolutions or motions, if offered at a club meeting, shall be referred to the Board of Directors without discussion.

Article XII – Amendments

These By-Laws may be amended at any regular meeting, a quorum being present, by a two-thirds (2/3) vote of all members present, provided that notice of such proposed amendment shall have been mailed to each member at least seven (7) days before such meeting. No amendment or addition to these By-Laws may be made which is not in harmony with the By-Laws of Rotary International.