

Bylaws of the Rotary Club of Okanogan-Omak District 5060

Article 1 Definitions

1. Board: The board of directors of this club.
2. Director: A director on this club's board.
3. Member: A member, other than an honorary member, of this club.
4. Quorum: The minimum number of participants who must be present when a vote is taken: one-third of the club's members for club decisions and a majority of the directors for club board decisions.
5. RI: Rotary International.
6. Year: The 12-month period beginning 1 July.

Article 2 Board

The governing body of this club is its board of directors, consisting of the president, immediate past president, president-elect, secretary, treasurer and three (3) at-large directors.

Article 3 Elections and Terms of Office

Section 1 — No more than one month before elections, a nominating committee consisting of past presidents of the club shall nominate candidates for president, president-elect, secretary, treasurer, and any open director positions. If the members present agree, the nominating committee may present a slate of candidates for multiple years. At the time of elections, the chair of the nominating committee shall first inquire of the club members whether there are other nominations from the floor for any of the positions before voting takes place. If there are multiple nominations duly made, the names of all candidates for any such positions shall be placed on a ballot in alphabetical order under each office and shall be voted upon by members.

Section 2 — The candidate who receives a majority of the votes for each office is declared elected to that office.

Section 3 — If any officer or board member vacates their position, the remaining members of the board will appoint a replacement.

Section 4 — If any officer-elect or director-elect vacates a position, the remaining members of the board-elect will appoint a replacement.

Section 5 — The terms of office for each role are:

President — One year (may be longer if
no President-Elect exists)

President-Elect—	<u>One year</u>
Treasurer —	<u>One year</u>
Secretary —	<u>One year</u>
Sergeant-at-arms —	<u>One year</u>
Director —	<u>Three years</u>
Past President --	<u>One year</u>

Article 4 Duties of the Officers

Section 1 — The president presides at club and board meetings.

Section 2 — The immediate past president serves as a director on the club board.

Section 3 — The president-elect prepares for his or her year in office, serves as a director and presides at club and board meetings when the president is absent.

Section 5 — A director attends club and board meetings.

Section 6 — The secretary keeps membership and attendance records.

Section 7 — The treasurer oversees all funds and provides an accounting of them.

Section 8 — The sergeant-at-arms maintains order in club meetings.

Article 5 Meetings

Section 1 — If an annual meeting of this club is held, it shall be no later than 31 December to elect the officers and directors who will serve for the next Rotary year. Alternatively, a monthly business meeting may be held, at which elections may be held and all other functions of the club addressed as necessary.

Section 2 — This club meets as follows: Every Thursday, at noon. Reasonable notice of any change or cancellation of the regular meeting will be given to all club members.

Section 3 — Board meetings are held each month. Special meetings of the board are called with reasonable notice by the president or upon the request of two directors.

Article 6 Dues

Annual club dues are set by the board and shall be paid as directed. Annual club dues include RI per capita dues, subscriptions to an official magazine, district per capita dues, club fees, and any other Rotary or district per capita assessment.

Article 7 Method of Voting

The business of this club is conducted by voice vote or a show of hands. The board may also provide a ballot for a vote on some resolutions, as it deems necessary, or if there are multiple candidates for election to board positions.

Article 8 Committees

Section 1 — This club's committees comprise those listed in article 11, section 5, of the club's Constitution, as well as any other committees established by the board or the club President.

Section 2 — The president is an ex officio member of all committees.

Section 3 — Each committee's chair is responsible for the regular meetings and activities of the committee, supervises and coordinates its work, and reports to the board on all committee activities.

Article 9 Finances

Section 1 — Before each fiscal year starts, the board prepares an annual budget of estimated income and expenditures.

Section 2 — The treasurer deposits club funds in a financial institution or institutions designated by the board.

Section 3 — Bills are paid by the treasurer or another authorized officer.

Section 4 — A qualified person or persons shall conduct a thorough annual review of all financial transactions.

Section 5 — Club members will receive, via email or through the club's online document management system, a monthly financial statement.

Section 6 — The fiscal year is from 1 July to 30 June.

Article 10 Method of Electing Members

Section 1 — A member of this club or another club proposes a candidate for membership to the club secretary who shall, after processing it as necessary, transfer the proposal to the chair of the membership committee. The membership committee shall consider the proposed membership and any objections before making its recommendation to the board for a final decision on the proposed candidate.

Section 2 — The board approves or rejects the candidate's membership within 60 days and notifies the proposing member of its decision.

Section 3 — If the board approves the candidate's membership, the prospective member is invited to join the club.

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Amended May 11, 2023 and replacing all previous club bylaws

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Article 11 Corporate Membership

Section 1 -- In addition to individual members as may be proposed above, a corporate entity or organization is also eligible to become a member of the Okanogan-Omak Rotary Club.

Section 2 -- Such membership shall be dependent on the entity or organization having business and operating philosophies, and a mission, which are congruent with Rotary values or ideals. The corporation or entity shall go through the same approval method as an individual, with a specific individual identified as the corporate designee. Once an entity becomes a corporate member it may appoint up to four (4) additional persons from the entity to become members pursuant to the corporate membership.

Section 3 -- Club membership shall be conditioned on board approval as in Article 10 and on such designees expressing interest and willingness to live up to the values of Rotary; acknowledging that all rules and protocols of Rotary shall apply to them; and understanding that if the corporate membership is terminated that they will be allowed to continue as members in their own right so long as they pay dues accordingly.

Section 4 --- All members of the corporate or business entity shall be formally inducted into the Club, with classifications established by the board.

Section 5 --The Corporate entity shall pay regular membership dues for itself and the dues of its designees in amounts set by the board.

Article 12 Attendance

Members should attend club regular meetings and activities in accordance with standards and guidelines recommended by the membership committee and adopted by the board, as consistent with Article 10 of the club's Constitution.

Article 13 Amendments

These bylaws may be amended at any regular club meeting. Changing the club bylaws requires sending written (email or via the club's online document management system) notice to each member 21 days before the meeting, having a quorum present for the vote, and having two-thirds of the votes support the change. Changes to these bylaws must be consistent with the club's Constitution, the RI Constitution and Bylaws, and the Rotary Code of Policies.

Article 14 Club Constitution

In the event of any conflict between the provisions of these bylaws and the club Constitution, the language of the Constitution shall take precedence.