

BYLAWS OF THE ROTARY CLUB OF WEST LINN

Article 1 Definitions

- Board: The club's board of directors.
Director: A member of the club's board of directors.
Member: A member of the club, other than an honorary member.
Quorum: The minimum number of participants who must be present when a vote is taken: one-half of the club's members for club decisions and a majority of the directors for club board decisions. Members and Directors may vote by absentee ballot in advance of the meeting by providing their ballot to the club secretary.
RI: Rotary International.
Year: The 12-month period that begins on 1 July.

Article 2 Board

The governing body of this club shall be a Board of Directors, consisting of 5 (five) Officers, namely, the president, president-elect, secretary, treasurer, and the immediate past president. The Officers, at their discretion, may also nominate an even number up to six (6) additional Directors representing the committees of the club. Directors must be Members and be elected in accordance with article 3 of these bylaws.

Article 3 Elections and Terms of Office

A nominating committee shall consist of the, currently active, past Presidents of the club, chaired by the Immediate Past President. The nominating committee shall present Officer nominations along with nominations from individual members as follows:

Section 1 — On, or before, November 1st the Nominating Committee will ask active members for nominations for each office and committee via email, club newsletter, and verbally at a club meeting. One month before elections, reference Article 5 Section 1, the names of Officer nominees for president, president-elect, immediate past president, secretary, treasurer, and any open Director positions shall be presented to the membership.

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 Director vacates his or her 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
President-Elect	One Year
Immediate Past President	One Year
Treasurer	One Year
Secretary	One Year
Director(s)	One Year

Article 4 Duties of the Officers

Section 1 — The president presides at club meetings, board meetings, and oversees club activities. In the absence of the President the immediate past president, or any past president may preside.

Section 2 — The immediate past president serves as an Officer and director, on the club board.

Section 3 — The president-elect prepares for his or her year in office and serves as a director and Officer

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Section 4 — The secretary keeps membership records, attendance records, and meeting minutes.

Section 5 — The treasurer oversees all funds and provides periodic and annual accounting of them. See also Article 9 regarding the annual review of the club's finances.

Article 5 Meetings

Section 1— An annual meeting of this club is held no later than 31 December to elect the officers and directors who will serve for the next Rotary year.

Section 2 — This club meets as described below. A written notice of any change or cancellation of the regular meeting will be given to all club members.

- I. First Friday of each month, a social meeting, usually at a member's home, as announced in the weekly Club Newsletter.
- II. Second and Third Wednesday of each month, at noon, at a location decided and announced by the Board.
- III. Last Friday of each month, at 7:15am, at a location decided and announced by the Board.

Section 3 — Board meetings shall be held: at least 10 times per Rotary Year. Special meetings of the board are called with reasonable notice by the President or upon the request of two directors.

Article 6 Dues

- I. Individual and Family Memberships: Dues for the following Rotary Club year are recommended by the President-Elect and approved by the Board at its April meeting. Dues and fees shall be set to cover all administrative and operational costs and no Charitable Giving dollars will be used for these purposes. A one-time Initiation Fee of \$100 will be charged to new members. Dues may be prorated by the Board for new members. Dues will be billed on June 1 due by June 30th and considered delinquent on July 15th.
- II. Corporate and Government Memberships: Dues will be set annually as above. No Initiation Fee. Annual dues are for each corporate designee and may be paid in full, monthly, quarterly, or semi-annually.
- III. Satellite Club Memberships: Dues will cover administrative and operational costs. They may be paid annually or prorated throughout the year as agreed upon collectively by the satellite and sponsoring club officers.

Article 7 Method of Voting

The business of this club is conducted by voice vote or a show of hands except in the election of officers and directors, which is conducted by ballot. The board may also provide a ballot for a vote on some resolutions.

Article 8 Committees

Section 1— Club committees coordinate their efforts to achieve the club's annual and long-term goals.

Section 2 — The president is an *ex officio* member of all committees and, as such, has all the privileges of membership.

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.

Section 4 – Standing Club Committees include but are not limited to the following²:

- I. Community Service
- II. Vocational Service
- III. Youth Service

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- IV. Membership
- V. Rotary Foundation
- VI. Public Image
- VII. Additional Committees may be appointed as needed by the President.

Article 9 Finances

Section 1—The President Elect, should begin working with the Officers and Directors elect before each fiscal year starts, to prepare 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 individual authorized by the Board as a signatory and approved by two Officers as dual signatories on checks.

Section 4 — A qualified person conducts a thorough annual review of all financial transactions.

Section 5 — Club members will receive an annual financial statement of the club.

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

Article 10 Method of Electing Members

Section 1 – The name of a prospective member, proposed by an active member of the club, shall be submitted to the board in writing, through the membership chair. A transferring or former member of another club may be proposed to active membership by the former club. The proposal shall be kept confidential except as otherwise provided in this procedure.

Section 2 – The board shall approve or disapprove proposals either through regular board meetings or by unanimous survey and notify the proposer, through the membership chair, of its decision.

Section 3 – If the decision of the board is favorable, the Membership Chair will notify all Active Club Members, via email, and, if no written objection to the proposal of the club within seven (7) days following publication, ~~person,~~ shall be considered to be elected to membership subject to payment of the initiation fee and annual dues. If any such objection has been filed, the board, ~~shall~~ vote on this matter at its earliest opportunity and make final determination of membership status. (Note: Only Active Club Members should be included in the publication of proposed Members prior to final Board approval).

Section 4 – Following the election, the membership chair shall arrange for the new member's induction, and new member Rotary literature. In addition, the Membership chair will request the secretary to report the new member information to RI and the Membership chair will assign a mentor to assist with the new member's assimilation to the club.

Section 5 – The club may elect, in accordance with the standard Rotary club constitution, honorary members proposed by the board for a term of 1 year.

Article 11 Amendments

These bylaws may be amended at any regular club meeting. Changing the club bylaws requires sending notice to each member 10 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 Standard Rotary Club Constitution, the RI Constitution and Bylaws, and the Rotary Code of Policies.