

# Bylaws of the Rotary Club of Las Vegas Summerlin, United States of America

Revised: July 22, 2024

*\*NOTE: These bylaws are recommended only and may be changed by any Rotary club to meet its own conditions, provided such changes are not out of harmony with the Standard Rotary Club Constitution and with the RI constitution, RI bylaws, and the Rotary Code of Policies. If any doubt exists, the proposed changes should be submitted to the general secretary for the consideration of the Board of Directors of RI.*

## Article I Definitions

1. Board: The Board of Directors of this club.
2. Director: A member of this club's Board of Directors.
3. Member: A member, other than an honorary member, of this club.
4. RI: Rotary International.
5. Year: The twelve-month period that begins on 1 July.
6. Quorum The minimum number of participants who must be present when a vote is taken.

## Article 2 Board

The governing body of this club shall be the board consisting of 11 members of this club, namely, the president, president-elect, secretary, treasurer, and the immediate past president. These are the club's officers. The balance of the Board shall be composed of six directors in accordance with article 3, section 1 of these bylaws.

## Article 3 Election of Directors and Officers

**Section 1** – Section 1 –At a regular meeting, at least one month prior to the meeting for election of officers, the presiding officer shall ask the nominating committee chair for nominations for, president-elect, secretary, treasurer, and three directors. Nominations by members from the floor will also be accepted. The nominations duly made shall be placed on a ballot in alphabetical order under each office and shall be voted for at the annual meeting. Nominations from the floor shall also be accepted at the annual meeting. The candidates for president-elect, secretary and treasurer shall be elected for one- year terms. Directors shall be elected for two-year terms.

**Section 2** – The officers and directors, so elected, together with the President (immediate President-Elect), and immediate Past President shall constitute the board.

**Section 3** – A vacancy in the board or any officer shall be filled by action of the remaining directors.

**Section 4** – A vacancy in the position of any officer-elect or director-elect shall be filled by action of the remaining officers-elect and directors–elect.

**Section 5** - Vacancies filled by the board shall be for the term of the vacant position.

**Section 6** - The six director positions shall be filled by electing three directors to two-year terms each year.

## **Article 4 Duties of Officers**

**Section 1 – *President*.** It shall be the duty of the president to preside at meetings of the club and the board and to perform other duties as ordinarily pertain to the office of president.

**Section 2 – *President-elect*.** It shall be the duty of the president-elect to prepare for the position of club president, serve as a director, chair the nominating committee and perform other duties as may be prescribed by the president or the board.

**Section 3 – *Secretary*.** It shall be the duty of the secretary to keep membership records; record attendance at meetings; send out notices of club, board, and committee meetings; record and preserve the minutes of such meetings; report as required to RI, including the semiannual reports of membership on 1 January and 1 July of each year, which shall include per capita dues for all members and prorated dues for active members who have been elected to membership in the club since the start of the July or January semiannual reporting period; report changes in membership; provide the monthly attendance report, which shall be made to the district governor within 15 days of the last meeting of the month; collect and remit RI official magazine subscriptions; and perform other duties as usually pertain to the office of secretary.

**Section 4 – *Treasurer*.** It shall be the duty of the treasurer to have custody of all funds, providing a report at each board meeting, and the club's annual meeting and at any other time called upon by the board. To perform other duties as pertain to the office of treasurer. Upon retirement from office, the treasurer shall turn over to the incoming treasurer or to the president all funds, books of accounts, or any other club property.

**Section 5 – *Sergeant-at-Arms*.** The duties of the sergeant-at-arms shall be such as are usually prescribed for such office and other duties as may be prescribed by the president or the board.

## **Article 5 Meetings**

**Section 1 – *Annual Meeting*.** An annual meeting of this club shall be held no later than December 31 in each year, at which time the election of officers and directors to serve for the next Rotary year shall take place.

**Section 2 –** The regular meetings of this club shall be held at a time decided by the board. Due notice of any changes in or canceling of the regular meeting shall be given to all members of the club.

**Section 3 –** One-third of the membership shall constitute a quorum at the annual and regular meetings for all matters of this club.

**Section 4 –** Regular meetings of the board shall be held monthly on a day determined by the board on its first board meeting in July. Special meetings of the board shall be called by the president, whenever deemed necessary, or upon the request of two (2) directors, due notice having been given.

**Section 5 –** A majority of the directors shall constitute a quorum of the board.

## **Article 6 Fees and Dues**

**Section 1 –** The admission/initiation fee shall be set by the Board, reviewed periodically, published to the Club, and must be paid before the applicant can qualify as a member, except as provided for in the standard Rotary club constitution, Article 11.

**Section 2 –** The membership dues shall be set by the Board, reviewed periodically, published to the Club, and is payable according to the procedures set forth therein, with the understanding that a portion of each semiannual payment of RI dues shall be applied to each member's subscription

to the RI official magazine.

### **Article 7 Method of Voting**

The Chair of the Nominating Committee shall conduct the election process. The method of voting shall be by secret ballot unless there are no more candidates than positions to be filled, then election of officers and directors may be determined voice vote. The board may determine that a specific resolution be considered by ballot rather than by viva voce vote. Voting by viva voce and by ballot will include utilization of electronic mail (e-mail) and internet technology to increase responsiveness.

### **Article 8 Avenues of Service**

The Rotary International Avenues of Service are the philosophical and practical framework for the work of this Rotary Club. This club will be active in all Avenues of Service. They are Club Service, Vocational Service, Community Service, International Service, and Youth Service.

### **Article 9 Committees**

Club committees are charged with carrying out the annual and long-range goals of the Avenues of Service.

The Avenues of Service Committees are: Club Service, Vocational Service, Community Service, International Service, and Youth Service. The president-elect, president, and immediate past president should work together to ensure continuity of leadership and succession planning. When feasible, committee members should be appointed to the same committee for up to three years to ensure consistency. The president-elect is responsible for appointing committee members to fill vacancies, appointing committee chairs, and conducting planning meetings prior to the start of his or her year in office. It is recommended that the chairs have previous experience as a member of the committee. Standing committees should be appointed as follows:

- **Membership**  
This committee should develop and implement a comprehensive plan for the recruitment and retention of members.
- **Club Public Relations**  
This committee should develop and implement plans to provide the public with information about Rotary and to promote the club's service projects and activities. The position should also manage all the club's internal communications, including social media, newsletters, blast e-mails and p-mails, texts, website, and other means of contact with members.
- **Club Administration**  
This committee should conduct activities associated with the effective operation of the club.
- **Service Projects**  
This committee should develop and implement educational, humanitarian, youth, international, and vocational projects that address the needs of its community and communities in other countries.

- The Rotary Foundation  
This committee should develop and implement plans to support The Rotary International Foundation through both financial contributions and program participation.
- Nominating Committee  
The nominating committee shall be chaired by the president-elect and will consist of no more than four additional members; at least one of whom shall be a past president of the club. The responsibility of the committee is to establish a full slate of candidates for the positions to be filled.

Additional ad hoc committees may be appointed as needed.

(a) The president shall be ex officio member of all committees and, as such, shall have all the privileges of membership thereon.

(b) Each committee shall transact its business as is delegated to it in these bylaws and such additional business as may be referred to it by the president or the board. Except where special authority is given by the board, such committees shall not act until a report has been made and approved by the board.

(c) Each chair shall be responsible for regular meetings and activities of the committee, shall supervise and coordinate the work of the committee, and shall report to the board on all committee activities.

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*(Note: The above committee structure is in harmony with both the District Leadership Plan and the Club Leadership Plan. Clubs have the discretion to create any committees that are required to effectively meet its service and fellowship needs. A sample listing of such optional committees is found in the Club Committee Manual. A club may develop a different committee structure as needed.)*

## **Article 10 Duties of Committees**

The duties of all committees shall be established and reviewed by the president for his or her year. In declaring the duties of each, the president shall reference appropriate RI materials. The service projects committee will consider the Avenues of Vocational Service, Community Service, Youth Service, Club Service, and International Service when developing plans for the year.

Each committee shall have a specific mandate, clearly defined goals, and action plans established by the beginning of each Rotary year for implementation during the year. It shall be the primary responsibility of the president-elect to provide the necessary leadership to prepare a recommendation for club committees, mandates, goals, and plans for presentation to the board in advance of the commencement of the new Rotary year as noted above.

## **Article 11 Leave of Absence**

Upon written or email application to the board, setting forth good and sufficient cause, leave of absence may be granted, excusing a member from attending the meetings of the club for a specified length of time and having reduced dues.

## **Article 12 Finances**

**Section 1** – Prior to the beginning of each fiscal year, the board shall prepare a budget of estimated income and expenditures for the year, which shall stand as the limit of expenditures for these purposes, unless otherwise ordered by action of the board. The budget shall be broken into two separate parts: one in respect of club operations and one in respect of charitable/service operations.

**Section 2** – The treasurer shall deposit all club funds in a bank, named by the board. The club funds will be identified as either operational or charitable.

**Section 3** – “Non-budgeted bills in excess of a specific amount be subject to approval of two officers or directors”.

**Section 4** – A thorough review of all financial transactions by a qualified person shall be made once each year.

**Section 5** – The fiscal year of this club shall extend from 1 July to 30 June, and for the collection of members' dues shall be divided into two (2) semiannual periods extending from 1 July to 31 December, and from 1 January to 30 June. The payment of per capita RI and District dues and RI official magazine subscriptions shall be made on 1 July and 1 January of each year based on the membership of the club on those dates.

**Section 6** – The Club and its related IRC Section 501(c)(3) Charitable Foundation shall cooperate in all fundraising endeavors with the Foundation being the agent for the Club to sponsor events, enter into agreements, pay expenses and collect funds in accordance with the agreement with the Club, which may be amended from time to time. In addition, the funds raised by these fundraising events shall be held by the Foundation, but the use of said funds shall be directed by the Club through its Board of Directors provided it complies with all IRC 501(c)(3) rules and regulations. This shall apply to all funds raised even in prior years.

## **Article 13 Method of Electing and Removing Members**

**Section 1** – The name of a prospective member, proposed by a Rotarian in good standing, shall be submitted to the board in writing, through the club secretary. 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 ensure that the proposal meets all the classification and membership requirements of the standard Rotary Club and Rotary International club constitution and bylaws.

**Section 3** – The board shall approve or disapprove the proposal within 30 days of applicant's submission and shall notify the proposer, through the club secretary, of its Board's decision.

**Section 4** – If the decision of the board is favorable, the prospective member shall be informed of the purposes of Rotary and of the privileges and responsibilities of membership, following which the prospective member shall be requested to sign the membership proposal form and to permit his or her name and proposed classification to be published to the club.

**Section 5** – If no written objection to the proposal, stating reasons, is received by the board from any member (other than honorary) of the club within seven (7) days following publication of information about the prospective member, that person, upon payment of the admission fee (if not honorary membership), as prescribed in these bylaws, shall be elected to membership.

If any such objection has been filed with the board, it shall vote on this matter at its next meeting. If approved despite the objection, the proposed member, upon payment of the initiation fee and dues (if not honorary membership), shall be elected to membership.

**Section 6** – Following the election, the president shall arrange for the new member's induction, membership card, and Rotary literature. In addition, the president or secretary will report the new member information to RI and the president will assign a member to assist with the new

member's assimilation to the club as well as assign the new member to a club project or function.

**Section 7** – The club may elect, in accordance with the standard Rotary club constitution, honorary members proposed by the board.

**Section 8** - Members of the Club are expected to behave in an appropriate manner to all Club members, members of other Rotary Clubs, to the public, and follow the Rotary 4 Way Test at all times. Should the Club encounter a member who engages in inappropriate behavior, fails to comply with the Rotary 4 Way Test, or conducts themselves in a way detrimental to the Club, the President shall in an executive session prior to discussing the matter with the member brief the Board to discuss the matter and its potential resolution. Thereafter, the President shall explain to such member with specificity the inappropriate behavior, conduct, Rotary 4 Way Test failing, etc. and ask such member to take corrective action so the inappropriate behavior, conduct, etc. stops. Should such member not stop such inappropriate behavior, conduct, Rotary 4 Way Test failing, etc., the President shall inform the Board in an executive session of such concerns detailing the issues with specificity. The Board shall vote to have the President ask the member to resign, or should such member refuse to resign, remove a member because of inappropriate behavior, failing to comply with the Rotary 4 Way Test, or conduct detrimental to the well-being of the Club.

This action should not be taken lightly and only used is absolutely necessary. No minutes of the executive session shall be kept, and the only information given to Club members shall be that such a member is no longer a member of the Club. If any other rotary club contacts the Club asking about the member's history, nothing should be given except that the member was a Club member from date to date.

#### **Article 14 Resolutions**

The club shall not consider any resolution or motion to commit the club on any matter until the board has considered it. Such resolutions or motions, if offered at a club meeting, shall be referred to the board without discussion

#### **Article 15 Order of Business**

Meeting called to order.  
Introduction of visitors.  
Correspondence, announcements, and Rotary information.  
Committee reports if any.  
Unfinished business. New  
business.  
Address other programs or issues.  
Adjournment.

#### **Article 16 Amendments**

These bylaws may be amended at any regular meeting, a quorum being present, by a two-thirds vote of all members present, provided that notice of such proposed amendment shall have been mailed to each member at least ten (10) days before such meeting. No amendment or addition to these bylaws can be made which is not in harmony with the standard Rotary club constitution and with the constitution and bylaws of RI