



## **Bylaws of the Rotary Club of Longmont Twin Peaks**

### **Article 1 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.

### **Article 2 Board**

The governing body of this club shall be the board consisting of up to 14 members of this club, namely, up to 8 additional directors, as deemed necessary by the Board of Directors, elected in accordance with article 3, section 1, of these bylaws, and the president, president-elect, president-elect nominee, secretary, treasurer, and the immediate past president.

### **Article 3 Election of Directors and Officers**

**Section 1** - At a regular meeting one month prior to the meeting for election of officers, the presiding officer shall ask for nominations by members of the club for president-elect nominee, secretary, treasurer, and up to 8 additional directors. The nominations may be presented by a nominating committee or by members from the floor, by either or by both as the club may determine. If it is determined to have a nominating committee, such committee shall be appointed as the club may determine. 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. The candidates for president-elect nominee, secretary, and treasurer receiving a majority of the votes shall be declared elected to their respective offices. The candidates for directors shall run for specific roles on the Board and the candidate for each role receiving a majority of the votes shall be declared elected as directors. The candidate for president-elect nominee elected in such balloting shall serve as a director for the year commencing on the first day of July next following the election, and shall assume office as president-elect on the first day of July immediately following that year and shall assume office as president on the first day of July the following year thereafter. The president-elect nominee shall take the title of president-elect upon the election of a successor.

**Section 2** - The officers and directors, so elected, together with the immediate past president shall constitute the board.

**Section 3** - A vacancy in the board or any office 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 directors-elect.

#### **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 serve as a director and to perform such other duties as may be prescribed by the president or the board. It shall also be the duty of the president-elect to preside at meetings of the club and the board in the absence of the president.

**Section 3** - *President-elect nominee*. It shall be the duty of the president-elect nominee to serve as a director and to perform duties as ordinarily pertain to the office of president-elect nominee.

**Section 4** - *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 as deemed necessary; 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, and prorated reports on 1 October and 1 April of each active member who has 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 5** - *Treasurer*. It shall be the duty of the treasurer to have custody of all funds, accounting for it to the club annually and at any other time upon demand by the board, and to perform other duties as pertains 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.

#### **Article 5 Meetings**

**Section 1** - *Annual Meeting*. An annual meeting of this club shall be called by the President each year, at which time the election of officers and directors to serve for the ensuing year shall take place.

**Section 2** - The regular weekly meetings of this club shall be held on Thursday at 12:00 p.m. Due notice of any changes in or canceling of the regular meeting shall be given to all members of the club. All members excepting an honorary member (or member excused pursuant to article 8, sections 3 and 4 of the standard Rotary club constitution) in good standing in this club, on the day of the regular meeting, must be counted as present or absent.

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

**Section 4** - Regular meetings of the board shall be held monthly as scheduled by Board consensus. 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 fee shall be determined by the board and be paid before the applicant can qualify as a member.

**Section 2** - The membership dues shall be proposed by the board and changed with a majority vote of all members present at any general meeting, a quorum being present, provided that notice of proposed changes has been made available to each member at least one week before such meeting. Dues shall be payable quarterly on the first day of July, October, January and April, with the understanding that a portion of each quarterly payment shall be applied to each member's subscription to the RI official magazine.

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

The business of this club shall be transacted by voice vote except that the board may determine that a specific resolution or election be considered by written ballot rather than by voice vote.

If an issue requires consideration by the board before the next scheduled board meeting, the board may determine that a specific resolution be considered by electronic ballot. The resolution shall be proposed by the President or at least two members of the Board of Directors in the President's absence. Board members shall be provided with at least five (5) days to respond. Responses received from a majority of the board members by the stated deadline shall constitute a quorum.

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

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

#### **Article 9 Committees**

Club committees are charged with carrying out the annual and long-range goals of the club based on the five Avenues of 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 three years to ensure consistency. The president-elect is responsible for ensuring that committee members are appointed to fill vacancies, committee chairs are appointed and planning meetings have been conducted prior to the start of the year in office, all under the direction of the appropriate member of the Board of Directors. It is recommended that the chair have previous experience as a member of the committee. Committees should be formed in each of the following areas:

- **Membership**  
These committees should develop and implement comprehensive plans for the recruitment and retention of members.
- **Club Administration**  
These committees should conduct activities associated with the effective operation of the club.
- **Service Projects**  
These committees should develop and implement educational, humanitarian and vocational projects that address the needs of its community and communities in other countries.
- **The Rotary Foundation and Grants**  
These committees should develop and implement plans to support The Rotary Foundation and Charity Fund, Inc. through both financial contributions and program participation.
- **New Generations**  
These committees should support leadership development activities, community and international service projects and exchange programs for youth and young adults.
- **Fundraising**  
These committees should develop and implement fundraising activities to support the work of the club.

Additional ad hoc committees may be appointed as needed.

(a) The president shall be ex officio a 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 take action 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.

### **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 make reference to appropriate RI materials. The service project committee will consider vocational service, community service and international service avenues 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 year for implementation during the course of 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 year as noted above.

### **Article 11 Leave of Absence**

Upon written 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.

## **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.

**Section 2** - The treasurer shall deposit all club funds in a bank, named by the board.

**Section 3** - All bills shall be paid by the treasurer or other authorized officer only when approved by at least one other authorized officers or directors.

**Section 4** - A review of financial transactions by a qualified person or persons 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 four (4) quarterly periods extending from 1 July to 30 September, from 1 October to 31 December, from 1 January to 31 March and from 1 April to 30 June. The payment of per capita dues and RI official magazine subscriptions shall be made on 1 July and 1 January of each year on the basis of the membership of the club on those dates.

## **Article 13 Membership**

**Section 1** – There shall be three categories of members:

- a. Individual (includes senior actives)
- b. Corporate
- c. Satellite

**Section 2** -The name of a prospective member, proposed by an active member of the club, shall be submitted to the Board of Directors. 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 3** - The Board of Directors shall ensure that the proposal meets all the classification and membership requirements of the standard Rotary club constitution.

**Section 4** - The prospective member shall be informed of the purposes of Rotary and 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 submitted to the Board.

**Section 5** -The Board shall approve or disapprove the proposal within 7 days of its submission, and shall notify the proposer of its decision. If the decision of the Board is favorable, the prospective member, upon payment of the admission fee (if not honorary membership), shall be considered to be elected to membership.

**Section 6** - Following the election, an authorized club representative shall arrange for the new member's orientation and induction. In addition, the president or secretary will report the new member information

to RI and the new member will be assigned a mentor to assist with the new member's assimilation to the club and assist the new member in becoming involved with a club project or functions.

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

**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 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 made available 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.

3/22/19