**BYLAWS OF THE ROTARY CLUB OF JOPLIN, MISSOURI**

**REVISED May 11, 2023**

**Article I: Election of Directors and Officers**

**Section 1** - At a regular meeting of the board of directors at least two months prior to February, the president shall appoint a nominating committee comprised of the president, president-elect, secretary, treasurer, president-nominee and one board member to develop nominations for president nominee, secretary, treasurer, and the names of nominees for each two year board position that will become vacated on the following June 30.

 At a regular meeting of the board of directors at least one month prior to February, the nominating committee shall present to the entire board of directors the names of the nominee for, president-nominee, secretary, treasurer, and the nominees for the two-year board positions for approval or modification.

 The nominations duly made for the 2 (two) year board position shall be placed on a ballot in alphabetical order under each office and shall be voted upon at the first general membership meeting in February. The nominees receiving the greatest number of votes for the number of board positions available shall be declared elected as directors.

 The president-nominee elected in such balloting shall assume the position of president-elect on the first day of July in the year following service as president-nominee.

 The president-elect previously elected shall assume the club presidency on the first day of July next.

**Section 2** - A vacancy in the board of directors or any office shall be filled by action of the remaining members of the board.

**Section 3** – The secretary and treasurer may be re-elected annually.

**Article II: Board of Directors**

**Section 1** - The governing body of this club shall be the board of directors consisting of twelve members of the club, namely, six directors elected for two-year terms in accordance with article I, section 1, of these bylaws, the president, president-elect, president-nominee, secretary, treasurer, and the immediate past president.

**Section 2** – A director may serve no more than 3 consecutive 2-year terms on the board. After a year’s absence from the board the director is eligible for re-election.

**Article III: Duties of Officers**

**Section 1** **– President.** It shall be the duty of the president to preside at meetings of the club and board and to perform such 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 member of the board of directors of the club and to perform such other duties as may be prescribed by the president or the board.

**Section 3 President-Nominee –** It shall be the duties of the president-nominee to serve as a member of the board of directors of the club and perform such duties as may be prescribed by the president or the board. The president-nominee may attend PETS (President Elect Training Seminar).

**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 and committees; record, preserve and make available to the members within 60 days the written minutes of such meetings; make the required reports to Rotary International, including the semiannual reports of membership, which shall be made to the General Secretary of Rotary International on January 1st and July 1st of each year, and including prorated reports to the general secretary 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, the report of changes in membership, which shall be made to the General Secretary of Rotary International and the monthly report of attendance at the club meetings which shall be made to the district governor within 15 days of the last meeting of the month; collect and remit to Rotary International subscriptions to THE ROTARIAN; and perform such other duties as usually pertain to the office. The secretary may hold office for successive years.

**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 demand by the board and to perform such other duties as pertain to this office. Upon retirement from office the treasurer shall turn over to the successor or to the president all funds, books of accounts or any other club property. The treasurer may hold office for successive years.

**Section 6** - If deemed advisable and appropriate, the board may retain the services of an executive secretary in a paid support position to perform those duties to assist the secretary and treasurer.

**Article IV: Meetings**

**Section 1** - Annual Meeting. An annual meeting of this club shall be held on the first Thursday in February in each year, at which time the election of president-nominee, secretary, treasurer, and directors to serve two-year terms shall take place.

**Section 2** - The regular weekly meetings of this club shall be held on Thursday at 12:00 PM. 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 by the board of directors of this club, pursuant to article VIII, section 2(b) 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, and attendance must be evidenced by the member's being present for at least sixty (60) percent of the time devoted to the regular meeting, either at this club or at any other Rotary club, or as otherwise provided in the standard Rotary club constitution, article VIII, section 1.

**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 at such other time as agreed to by the board of directors. Special meetings of the board shall be called by the president, whenever deemed necessary, or upon the request of two (2) members of the board, due notice having been given. All board members must attend eight (8) of twelve (12) regularly scheduled board meetings. Failure may result in removal as a director and the board may appoint a successor to serve out the remainder of the term.

**Section 5** - A majority of the board members shall constitute a quorum of the board. Any meeting of the club or of the board which has been called to order with a quorum present may continue to conduct the business of the club or board, respectively, until duly adjourned even though there may cease to be a quorum present.

**Article V: Fees and Dues**

**Section 1** - The admission fee, as determined by the board, shall be paid before the applicant can qualify as a member.

**Section 2** - The membership dues, as determined by the board, shall be payable semi-annually on the first day of July and of January.

**Article VI: Method of Voting**

The business of this club shall be transacted by either viva voce or electronic vote, except for the election of officers and directors, which shall be by written ballot or electronic vote. Electronic voting on matters before the membership of the club, Board or any committee is permitted. A quorum will be determined to exist for the purpose of conducting an electronic vote when the Nominations Committee receives completed ballots from one-third of the total number of the membership, as stated in Article IV, Section 3. In the event that a quorum exists for purposes of an electronic vote, but the matter has not been resolved, the Nominations Committee may continue to solicit additional responses in order to resolve the matter by electronic voting.

**Article VII: 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 Youth Service. This club will be active in each of the five Avenues of Service.

**Article VIII: Committees**

Club committees are charged with carrying out the annual and long-range goals of the club based on the 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 appointing committee members to fill vacancies, appointing committee chairs and conducting planning meetings prior to the start of the year in office. It is recommended that the chair have previous experience as a member of the committee. Standing committees should be appointed as follows:

1. • Membership: This committee should develop and implement a comprehensive plan for the recruitment and retention of members.
2. • 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.
3. • Club Administration: This committee should conduct activities associated with the effective operation of the club.
4. • Service Projects: This committee should develop and implement educational, humanitarian and vocational projects that address the needs of its community and communities in other countries.
5. • The Rotary Foundation: This committee should develop and implement plans to support The Rotary Foundation through both financial contributions and program participation.

Additional ad hoc committees may be appointed as needed by the President.

(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 IX: 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 Rotary International (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 X: 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.

(Note: Such leave of absence does operate to prevent a forfeiture of membership; it does not operate to give the club credit for the member's attendance. Unless the member attends a regular meeting of some other club, the excused member must be recorded as absent except that absence authorized under the provision of article VIII, section 2(b) of the standard Rotary club constitution is not computed in the attendance record of the club.)

**Article XI: Finances**

**Section 1** - The treasurer or executive secretary shall deposit all funds of the club in a bank to be named by the board.

**Section 2** - All bills shall be paid only by checks signed by two of the following: The president, president-elect, treasurer or executive secretary.

**Section 3 -** Officers and/or the executive secretary having charge or control of funds shall give bond as may be required by the board for the safe custody of the funds of the club, cost of bond to be borne by the club.

**Section 4 -** The fiscal year of this club shall extend from July 1st to June 30th, and for the collection of members' dues shall be divided into two (2) semiannual periods extending from July 1st to December 31st, and from January 1st to June 30th. The payment of per capita dues and magazine subscriptions to Rotary International shall be made on July 1st and January 1st of each year on the basis of the membership of the club on those dates.

(Note: Magazine subscriptions for members joining during a semiannual period are payable upon invoice from the Secretariat.)

**Section 5** - At the beginning of each fiscal year the board 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, shall stand as the limit of expenditures for the respective purposes unless otherwise ordered by action of the board

**Article XII: 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 executive secretary or secretary~~.~~ A transferring or former member of another club may be proposed to active membership by the former club. The proposal for the time being 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 club constitution.

**Section 3** – The board shall approve or disapprove the proposal within 30 days of its submission, and shall notify the proposer, through the executive secretary or secretary, of its 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 ten (10) 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 considered to 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 admission fee (if not honorary membership), shall be considered to be elected to membership.

**Section 6** – Following the election, the president shall arrange for the induction of the new member; the executive secretary or secretary shall report the new member to RI.

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

**Article XIII: Corporate Members**

The Rotary Club of Joplin offers a corporate membership program for businesses, government entities, professional practices, educational institutions, and hospitals. Corporate membership must be requested in writing.

The corporate member will be an active, dues-paying member of the club and of Rotary. The Board of Directors will establish the dues for this membership type.

**Section 1 - Qualifications.** All corporate members must meet the regular requirements for membership in the club and in Rotary.

**Section 2 - Members.** Subject to the approval of the club’s board, these organizations may designate a primary corporate member, who is either the president, chief executive, department head, general manager, or other role, and alternate members, who must be employed by the organization to which the corporate membership shall apply.

**Section 3 Attendance.** The corporationmembers will meet the club’s attendance and participation requirements.

**Section 4 - Dues.** Dues for the corporation shall be the same as a regular member as per Article V, Section 2, per primary member and 50% of regular member per alternate member.

**Section 5 - RI registration.** All corporate members are full, active members of the club and count in the club’s and in Rotary’s database.

**Section 6 - Votes and quorum**. All corporate primary members are active, dues-paying members and are eligible to vote on club matters.

**Section 7 - Holding office.** All corporate primary members are active, dues-paying members of the club and are eligible to hold office.

**Article XIV Resolutions**

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. Such resolutions or motions, if offered at a club meeting, shall be referred to the board without discussion.

**Article XV: Order of Business**

* Meeting called to order.
* Invocation.
* Pledge of Allegiance.
* Introduction of visiting Rotarians and guests.
* Raffle drawing if desired
* Club singing if desired
* Announcements. if desired
* Committee reports, if any,
* Introduction of the Rotarian of the Day. if desired
* Program. if desired
* Adjournment.

**Article XVI: Amendments**

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

As amended 5/11/2023