

## Bylaws of the Rotary Club of Muskogee

### 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.

### Article II—Board

The governing body of this club shall be the board, consisting of fourteen (14) members of this club. This number includes 8 directors, 4 who are elected each year for a two-year term; the club officers - president, vice-president/president-elect, president-nominee, secretary, treasurer, and the immediate past president. All are elected in accordance with article III, section 1, of these bylaws.

### Article III—Election of Directors and Officers

**Section 1: Election Method.** 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, president-nominee, secretary, treasurer, and four (4) directors. The nominations may be presented by a nominating committee or by members from the floor, by either or by both, as this club may determine. If it is determined to have a nominating committee, such committee shall be appointed as the club may determine. [On October 21, 1999, the current board and membership voted to allow the committee to consist of the three most recent Past-Presidents in good standing with the club, and with the Immediate Past President acting as chair.] 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. Absentee ballots will be allowed for these elections, if submitted by the member to the secretary prior to the start of the meeting at which elections are held. The four (4) candidates for director receiving a majority of the votes shall be declared elected as directors. The candidates for president, president-elect/vice president, secretary, and treasurer receiving a majority of the votes shall be declared elected to their respective offices.

The candidate for president elected in such balloting shall continue to serve as a director in the capacity of vice-president/president-elect, and shall assume office as president commencing on July 1 immediately following the election. The candidate for vice-president/president-elect shall serve as a director in the capacity of president-nominee until July 1 immediately following the election at which time he/she shall take the title of vice-president.

**Section 2:** *Selection of Sergeant-at-arms.* The president-elect shall appoint a member to serve as sergeant-at-arms, with board approval

**Section 3:** *Vacancies.* A vacancy in the board or any office shall be filled by action of the remaining directors.

**Section 4:** *Vacancies in positions-elect.* A vacancy in the position of any officer-elect or director-elect shall be filled by action of the remaining directors-elect.

#### **Article IV—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 pertains to the office of president.

**Section 2:** *Vice-President/President-Elect.* It shall be the duty of the vice-president to preside at meetings of the club and the board in the absence of the president and to perform other duties as ordinarily pertains to the office of vice-president. It is anticipated that the vice-president shall be presented as a candidate for president at a future annual meeting of this club.

**Section 3:** *President-Nominee.* It shall be the duty of the president-nominee to prepare for their year in office, to serve as a director, and to perform such other duties as may be prescribed by the president or the board.

**Section 4:** *Secretary.* As 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, 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 and 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 pertains to the office of secretary.

**Section 4:** *Treasurer.* As treasurer, it shall be the duty of the (*treasurer*) to have custody of all funds, accounting for them 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 secretary/treasurer or to the president all funds, books of accounts, or any other club property.

**Section 6:** *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 V—Meetings**

**Section 1:** *Annual Meeting.* An annual meeting of this club shall be held on the 2<sup>nd</sup> Thursday prior to the end of the calendar year, at which time the election of officers and directors to serve for the ensuing year shall take place.

**Section 2: *Regular Meetings.*** The regular weekly meetings of this club shall be held on Thursdays at 12 noon. 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, Sections 3 and 4 of this club's 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 this club's constitution, Article VIII, Sections 1 and 2.

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

**Section 4: *Board Meetings.*** Regular meetings of the board shall be held on a monthly basis with advance notice having been given to the board members. 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: *Quorum for Board Meetings.*** A majority of the directors shall constitute a quorum of the board.

#### **Article VI—Fees and Dues**

**Section 1: *Admission Fee.*** The admission fee shall be \$50.00 to be paid before the applicant can qualify as a member.

**Section 2: *Membership Dues.*** The membership dues shall be \$920.00 per annum, payable quarterly by the 15<sup>th</sup> day following the start of each calendar quarter. Dues include RI per capita dues, subscription fees to *The Rotarian* magazine, district per capita dues, and \$100 for charitable projects/work within the community. A "Late Fee" of \$15 will be added every 30 days thereafter.

#### **Article VII—Method of Voting**

The business of this club shall be transacted by *viva voce* (by vocal assent) except the election of officers and directors, which shall be by ballot. The board may determine that a specific resolution be considered by ballot rather than by *viva voce* vote.

#### **Article VIII—Five Avenues of Service**

The five Avenues of Service are the philosophical and practical framework for the work of this Rotary club. The Avenues of Service are Club Service, Vocational Service, Community Service, International Service and Youth Service.

1) Club Service, the first Avenue of Service, involves action a member should take within the club to help it function successfully.

- 2) Vocational Service, the second Avenue of Service, promotes high ethical standards in businesses and professions, recognizes the worthiness of all dignified occupations, and fosters the ideal of service in the pursuit of all vocations. The role of members includes conducting themselves and their businesses in accordance with Rotary's principles.
- 3) Community Service, the third Avenue of Service, comprises varied efforts that members make, sometimes in conjunction with others, to improve the quality of life of those who live within the club's locality or municipality.
- 4) International Service, the fourth Avenue of Service, comprises those activities that members do to advance international understanding, goodwill, and peace by fostering acquaintance with people of other countries, their cultures, customs, accomplishments, aspirations, and problems, through reading and correspondence and through cooperation in all club activities and projects designed to help people in other lands.
- 5) Youth Service, the fifth Avenue of Service, recognizes the positive change implemented by youth and young adults through leadership development activities, involvement in community and international service projects, and exchange programs that enrich and foster world peace and cultural understanding.

#### **Article IX—Committees**

**Section 1:** *General.* Club committees are charged with carrying out the annual and long-range goals of this 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 (3) 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 committee chairs have previous experience as a member of the committee.

**Section 2:** *Standing Committees.* Standing committees should be appointed as follows:

- a) *Membership.* This committee should develop and implement a comprehensive plan for the recruitment and retention of members.
- b) *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.
- c) *Programs.* This committee should conduct activities associated

- with the effective programs of this club.
- d) *Service Projects-Community/National and International*, These committees should develop and implement educational, humanitarian, and vocational projects that address the needs of this community and communities in other countries.
  - e) *The Rotary Foundation*. This committee should develop and implement plans to support The Rotary Foundation through both financial contributions and program participation.

**Section 3:** *Ad hoc Committees*. Additional ad hoc committees may be appointed as needed.

**Section 4:** *President as ex officio Member*. The president shall be an ex officio member of all committees and, as such, shall have all the privileges of committee membership thereon.

**Section 5:** *Committee business*. 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. Unless special authority has been given to a committee by the board, such committees shall not take action until a report has been made and approved by the board.

**Section 6:** *Committee Chair*. 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 X—Duties of Committees**

**Section 1:** *Presidential oversight*. The duties of all committees shall be established and reviewed by the president for his or her year. In declaring the duties of each committee, the president shall make reference to appropriate RI materials. The Service Project committees will consider vocational service, community service, international and youth service avenues, as relevant when developing plans for the year.

**Section 2:** *Committee Duties*. 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 Rotary year as noted above.

### **Article XI—Leave of Absence**

Upon written application to the board, setting forth good and sufficient cause, a leave of absence may be granted, excusing a member from attending the meetings of this club for a specified length of time. The member shall be recorded as absent, but this absence will not be computed in the attendance record of this club.

### **Article XII—Finances**

**Section 1: *Budget.*** 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 divided into two separate parts: one in respect of club operations and one in respect of charitable/service operations.

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

**Section 3: *Payments.*** All bills shall be paid by the treasurer or other authorized officer only when approved by one other officer or director. Two signatures are required to pay bills.

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

**Section 5: *Bonding.*** Officers having charge or control of club funds shall give bond as required by the board for the safe custody of the funds of this club, and the cost of this bond shall be borne by the club.

**Section 6: *Fiscal year.*** 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 commencing on 1 July and ending on 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 XIII—Method of Electing Members**

**Section 1: *Proposal.*** The name of a prospective member, proposed by an active member of the club, 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: *Board Review.*** The board shall ensure that the proposal meets all the classification and membership requirements of this club's constitution.

**Section 3: *Board Approval.*** The board shall approve or disapprove the proposal within thirty (30) days of its submission, and shall notify the proposer and club membership through the club secretary, of its decision.

**Section 4: *Objections.*** If no written objections (with stated reasons) to the proposal is received by the board from any member (other than honorary) of this club within seven (7) days following publication of information about the prospective member, that person, upon payment of the admission fee (if not an 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 the proposed is approved despite the objection, the proposed member, upon payment of the admission fee (if not an honorary membership), shall be considered elected to membership.

**Section 5: *Next Steps.*** If the decision of the board and membership 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 before the club.

**Section 6: *Induction.*** Following the election, the president shall arrange for the new member's induction, membership card, and new member Rotary literature. In addition, the president or secretary/treasurer will report the new member information to RI and the president should 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 of function.

**Section 7: *Honorary Membership.*** The club may elect, in accordance with this club's constitution, honorary members proposed by the board.

#### **Article XIV—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 XV—Order of Business**

- I. The order of business of the regular club meetings shall be as follows:
- II. Meeting called to order.
- III. Introduction of visitors.
- IV. Correspondence, announcements, and Rotary Information.
- V. Committee reports, if any.
- VI. Any unfinished business.
- VII. Any new business.
- VIII. Address or other program features.
- IX. Adjournment.

**Article XVI—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.

These Bylaws were approved by the Board of Directors on Tuesday January 2, 2018  
These Bylaws were approved by the Club on Thursday, January 4, 2018.

Signed: Signature on File, David G. Jones, Secretary/Treasurer.

Signature on File, Aaron George, President.