

Bylaws of the Rotary Club of West Little Rock

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. Young Member: A member less than 35 years old
5. RI: Rotary International.
6. 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 12 members of this club, namely, the president, president-elect, vice-president, secretary, treasurer, the immediate past president, the sergeant-at-arms and the committee chairs as prescribed in the Club Leadership Plan including membership, club public relations, club administration, service projects and the Rotary, elected in accordance with article 3, section 1 of these bylaws.

Article 3 Election of Directors and Officers

Section 1 – The president shall appoint a nominations committee composed of the immediate past president as chairman, a second past president, and three members of the club who are not current officers. A nominee for president-elect, will have served as an elected officer or director for two (2) years, which need not be consecutive, and will have attended a Rotary District 6150 Conference.

Section 2 – Candidates for the board of directors will be recommended by the nominations committee as follows: president-elect, vice-president, secretary, treasurer, committee chairs as prescribed in the Club Leadership Plan including membership, club public relations, club administration, service projects, and the Rotary Foundation, and a sergeant-at-arms.

Section 3 – The nominations committee shall present its slate of officers at a regularly scheduled club meeting in the first week of December and the proposed slate shall be printed in two weekly newsletters. Election shall take place during the last scheduled meeting in December, providing a quorum of 30% of the membership is present and nominations from the floor have been requested. Unless otherwise determined by the members present, voting shall be by ballot with nominees listed in alphabetical order by position.

Section 4 – A vacancy in the board of directors shall be filled by action of the remaining board members. A vacancy in the position of any officer-elect or director-elect shall be filled by action of the remaining members of the board of 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 pertains to the office of president.

Section 2 – President-elect: It shall be the duty of the president-elect to preside at meetings of the club and the board in the absence of the president and to perform such other duties as may be prescribed by the president or the board.

Section 3 – Vice President: It shall be the duty of this vice-president to act on the direction of the board of directors and perform such duties as ordinarily pertain to the office of vice president.

Section 4 – Secretary: It shall be the duty of the secretary to assure that the following documentation and reports are accurate and timely: records of membership, attendance at meetings, meeting notices of the club, board, and committees, record and preserve minutes of such meetings. The secretary shall also assure that required reports to RI, including semiannual reports of membership which shall be made to the general secretary of RI on 1 October and 1 April of each active member who has been elected to membership in the club since the start of July or January semiannual reporting period, the report of

changes in membership which shall be made to the general secretary of RI, 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 RI subscriptions to The Rotarian magazine, and perform such other duties as usually pertain to the office of secretary

- a) The executive secretary, an independent contractor with the Rotary Club of West Little Rock will perform any or all of the aforementioned duties as authorized each year by the board.

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 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. Should the president or board of directors deem it necessary, an audit committee can be formed.

Section 6 – Directors of the Four Avenues of Service: The directors of Club Service, Vocational Service, Community Service, and International Service shall take their direction from the most recent RI Manual of Procedure.

Section 7 – 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.

Section 8 – Immediate Past President: It shall be the duty of the immediate past president to attend board meetings of the club and provide advice and counsel to the club president.

Article 5 Meetings

Section 1 – Annual Meeting: An annual meeting of this club shall be held on the last meeting date of each 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 Wednesday at 12:15 pm. Due notice of any changes or cancellation of the regular meeting shall be given to all members of the club. All members excepting an honorary member excused by the board of directors of this club (pursuant to Article VII, 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 8, 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 each month at the date determined by the president. 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, after due notice having been given.

Section 5 – Special meetings of the board concerning a single issue may be held via e-mail and/or fax with voting authorized in like manner provided that all board members can be accessed in this way.

Section 6 – A majority of the directors shall constitute a quorum of the board.

Article 6 Fees and Dues

Section 1 – The admission/new member fee shall be determined by the board and is to be paid before the applicant can qualify as a member. Former Rotarians transferring from other clubs will be exempt from this fee. In addition to the admission/new member fee, the applicant will be charged a pro-rated amount of the annual dues and lunches based upon the remaining months in the fiscal year.

Section 2 – The membership dues shall be determined by the board and shall be payable on the first day of July with the understanding that a portion of each annual payment shall be applied to the member's subscription to The Rotarian magazine. Special consideration shall be given to Young Members in the form of a waiver of the initiation fee and reduced membership dues as determined by the board.

Section 3 – The cost of weekly meals at regular meetings is determined by the caterer rounded up to the next whole dollar. Members are responsible for pre-payment of the weekly meal cost to be collected semi-annually. Young Members and Members whose age and years of service total 85 or more are exempt from the pre-pay requirement and may pay on a weekly basis. The board directors will have the discretion to waive the prepaid requirement under special circumstances for a limited time.

Article 7 Method of Voting

The business of this club shall be transacted by voice vote or by a show of hands. The election of officers and directors will be done by ballot with candidates listed in alphabetical order by position, unless otherwise determined by the members present.

Article 8 Four Avenues of Service

The four Avenues of Service are the philosophical and practical framework for the work of this Rotary club. They are Club Service, Vocational Service, Community Service, and International Service. This club will be active in each of the four 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 four 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. Standing committees shall 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.
- **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, 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 Foundation through both financial contributions and program participation.

Additional ad hoc committees may be appointed as needed.

Section 1 – Appointment to Committees

- a) 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.

- b) Standing committee chairs shall be elected members of the board of directors.
- c) The president shall be an ex-officio member of all committees and as such shall have all privileges of membership thereon.
- d) The president shall appoint an attendance committee to insure all members comply with the member attendance requirement, responsibilities and duties of which are fully outlined in the constitution of the Rotary Club of West Little Rock.

Article 10 Duty 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 to appropriate RI materials. The service projects committee will consider the Avenues of Vocational Service, Community 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 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.

(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 provisions of article 8, sections 3 and 4 of the standard Rotary club constitution is not computed in the attendance record of the club.)

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, having been agreed to by the board, 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 shall be divided into two separate parts: club operations and service projects.

Section 3 – All bills shall be paid only by check by the treasurer or other authorized officer in the treasurer's absence.

Section 4 – The fiscal year of this club shall extend from 1 July to 30 June and the collection of members' dues shall be divided into two semi-annual periods extending from 1 July to 31 December, and from 1 January 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 Method of Electing Members

Section 1 – The name of a prospective member, proposed by an active member of the club, and submitted in writing on the appropriate form, shall be submitted to the board through the club secretary. In the case of a former member of another club, a proposal can be submitted by a club member or by request of 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 constitution. The prospective member shall sign the membership proposal form and by doing so gives permission for his or her name and proposed classification to be published to the club should the decision of the board be favorable.

Section 3 – The board shall approve or disapprove the proposal within 30 days of its submission, and shall notify the sponsoring club member, through the club secretary, of its decision.

Section 4 - If the decision of the board is favorable, the prospective member shall be oriented to the purposes of Rotary and of the privileges and responsibilities of membership and 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 considered to be elected to membership. If any 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 shall be considered to be elected to membership.

Section 6 – Following the election, the president shall arrange for the new member's induction, membership pin, a copy of the club's constitution and bylaws, and printed information explaining Rotary.

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 Order of Business

Meeting called to order
Introduction of visitors
Correspondence, announcements and Rotary information
Committee reports if any
Any unfinished business
Any new business
Address or other program features
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 be distributed to each member at a regular meeting up to 14 days prior to the vote with e-mail distribution to absent members. 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.