**Bylaws of the Rotary Club of Hot Springs Village, Arkansas**

**Article 1 Definitions**

1. Board: The board of directors of this club.

2. Director: A director on this club’s board.

3. Member: A member, other than an honorary member, of this club.

4. Quorum: The minimum number of participants who must be present when a vote is taken: one-third of the club’s members for club decisions and a majority of the directors for club board decisions.

5. RI: Rotary International.

6. Year: The 12-month period beginning 1 July.

**Article 2 Board**

Section 1 -- The governing body of this club is its board of directors, consisting of the president, immediate past president, president-elect, secretary, treasurer, a morning vice president, and an after-hours vice president.

Section 2 – The chairs of committees identified in Article 8 are non-voting members of the board of directors.

Section 3 – Recognizing that almost all members of the club will routinely attend only one of the two meeting groups identified in Article 5, effort should be made to ensure that the office of president alternates between the groups and that both groups are well represented on the board of directors and in the club’s standing committees.

**Article 3 Elections and Terms of Office**

Section 1 — Before the annual election in December, the president-elect will solicit members to serve in the officer positions for the next year, including the next president-elect, and will present those candidates on a written ballot at a December meeting. Members may nominate additional candidates for the officer positions at that meeting before the election is held.

Section 2 —The candidate who receives a majority of the votes for each office is declared elected to that office.

Section 3 — If **any officer vacates a position, the remaining members of the board will appoint a replacement.**

Section 4 — **If any officer-elect vacates a position, the remaining members of the board-elect will appoint a replacement.**

Section 5 —The term of office for each role is one year. Any officer may serve additional years if nominated and elected in accordance with these bylaws.

**Article 4 Duties of the Officers**

Section 1 — The president presides at club and board meetings. The president will also serve as the president of the HSV Rotary Charity Corporation.

Section 2 —The immediate past president serves as a director on the club board.

Section 3 —The president-elect prepares for his or her year in office and serves on the club’s board and the board of HSV Rotary Charity Corporation.

Section 4 —The secretary keeps membership and attendance records and serves as a director on the club board.

Section 5 —The treasurer oversees all funds and provides an accounting of them as described in Article 9 and serves as a director on the club board. The treasurer will also serve as treasurer of the HSV Rotary Charity Corporation.

Section 6 —The morning vice president presides over the morning meeting group if the president is not present to preside and serves as a director on the club board.

Section 7 – The after-hours vice president presides over the after-hours meeting group if the president is not present to preside and serves as a director on the club board.

Section 8 – Expanded job descriptions with additional details about roles and responsibilities for all officers are available on the club’s website.

**Article 5 Meetings**

Section 1 —An annual meeting of this club is held no later than 31 December to elect the officers and directors who will serve for the next Rotary year.

Section 2 —This club has two meeting groups, a morning meeting held each Thursday at 7:30 AM and an after-hours meeting held on the first and third Wednesdays at 5:30 PM. All members are encouraged to attend either or both groups. Time will be allocated in each meeting format once every month for conducting club business. This time will normally be during a club assembly meeting. Reasonable notice of any change or cancellation of the regular meetings will be given to all club members. Club meetings are not held on federal holidays or in the week between Christmas and New Years Day. However, this does not preclude having a club social event or service project on any of those days.

Section 3 —Board meetings are held each month. Special meetings of the board are called with reasonable notice by the president or upon the request of two directors.

**Article 6 Dues**

**Club dues are set by the incoming board of directors in the process of approving its annual budget. Dues are paid quarterly in July, October, January, and April and are due at the beginning of each of those months.** Club dues are used to pay members’ **RI per capita dues, subscriptions to an official magazine, district per capita dues, and any other Rotary or district per capita assessments.**

**Article 7 Method of Voting**

The business of this club is conducted by voice vote or a show of hands except in the election of officers and directors, which is conducted by ballot. For any matter to be determined by voice vote or a show of hands, a member who is unable to attend the meeting may submit a vote electronically to the secretary not later than the day before the scheduled vote.

**Article 8 Committees**

Section 1 —This club’s standing committees include Membership, Public Image, RI Foundation, Scholarships, Social Events, and Programs. The president may appoint ad hoc committees as needed to manage club activities not related to any of the standing committees. Such ad hoc committees will remain active for the duration of their assigned projects.

Section 2 – The HSV Rotary Charity Corporation standing committees include Grants, Service Projects, and Fund Raising. Their activities are governed by the bylaws of the Charity Corporation and its board of directors.

Section 3 —The president is an ex officio member of all committees.

Section 4 — Each committee’s chair is responsible for the regular meetings and activities of the committee, supervises and coordinates its work, and reports to the board on all committee activities.

**Article 9 Finances**

Section 1 — Before each fiscal year starts, the incoming board prepares an annual budget of estimated income and expenditures. This budget may be amended as necessary by the board throughout the fiscal year. Club funds and the budget for club operations will at all times be kept separate from funds of the HSV Rotary Charity Corporation. Charity Corporation funds will be managed by the Charity Corporation board of directors.

Section 2 — The treasurer deposits club funds in a financial institution or institutions designated by the board and files annual reports as required by the Internal Revenue Code.

Section 3 — All bills charged to either account must be documented by a check request form with supporting documentation presented to the treasurer for payment. Any requests for expenditures not covered in the budget or exceeding the amount budgeted must be approved by the board before payment may be made.

Section 4 — Checks written on the club operations account may be signed by the president, club secretary, or treasurer.

Section 5 — The president should appoint a qualified person conduct a thorough annual review of all financial transactions.

Section 6 —Club members will receive monthly financial statements of the club. These statements may be in the form of a verbal report given at a club meeting and as a document posted on the club website.

Section 7 — The fiscal year is from 1 July to 30 June.

**Article 10 Method of Electing Members**

Section 1 — A member of this club or another club proposes a candidate for membership to the board and the membership committee.

Section 2 — The board approves or rejects the candidate’s membership within 30 days and notifies the proposing member of its decision.

Section 3 — If the board approves the candidate’s membership, the prospective member is invited to join the club.

**Article 11 Amendments**

These bylaws may be amended at any regular club meeting. Changing the club bylaws requires sending notice to each member at least seven days before the meeting, having a quorum present for the vote, and having two-thirds of the votes support the change.