

BY-LAWS OF THE ROTARY CLUB OF ALTON-GODFREY

amended May 1, 2023

ARTICLE 1 Election of Directors and Officers

Section 1 - The board shall consist of 9 members elected from its membership. The board members shall serve for a three-year period with not more than 3 new members elected annually. No member of this club shall serve on the board as a director more than six consecutive years. At a regular meeting prior to the election of officers, nominations shall be called for by the presiding officer for candidates for the board of directors; any number of nominations may be made by the members from the floor. These nominations shall be placed upon a ballot and voted for at the annual meeting and the 3 candidates securing the highest number of votes shall be declared elected.

Section 2 - The nominating committee shall meet prior to the annual meeting and shall nominate the following:

- (1) a president who shall serve as a member of the board as president-elect and vice president for the year commencing on the first day of July next following election as president-elect, and shall assume office as president on the first day of July immediately following the year of service on the board as president-elect and vice president;
- (2) a secretary/treasurer, who may or may not be members of the board. If not otherwise a member of the board, however, the secretary/treasurer elected at this meeting shall become ex officio members of the board in the year for which they are elected to serve with such responsibilities and privileges of membership as the board may determine.

These nominations shall be placed on a ballot and voted for at the annual meeting and the candidates securing the highest number of votes shall be declared elected.

Section 3 - A vacancy in the board of directors or any office shall be filled by action of the remaining members of the board.

Section 4 - 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 2 Board of Directors

The governing body of this club shall be the board of directors, elected in accordance with Article I, Section 1, of these by-laws.

ARTICLE 3 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 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 board in the absence of the president and to perform such other duties as ordinarily pertains to the office of vice-president/president-elect.

Section 3 - *Secretary/Treasurer*. It shall be the duty of the Secretary/Treasurer to monitor and supervise the executive secretary in performing his/her duties or to arrange for someone to assist the Executive Secretary to

keep the records of membership, record the attendance at meetings, send out notices of the club, board and committee meetings; record and preserve the minutes of such meetings; and to assist the Executive Secretary to make the required reports to Rotary International, and perform such other duties as usually pertain to the office of secretary. The Secretary/Treasurer shall collect or arrange for the collection of money at club meetings and activities, arrange for filing or file annual tax forms, and to perform such other duties as pertain to the office of Secretary/Treasurer.

Section 4 - Executive Secretary. It shall be the duties of the Executive Secretary to keep club records and provide appropriate information to the officers and Board of Directors of the Alton-Godfrey Rotary Club. The Executive Secretary will be required to have (or develop) a working knowledge of computers and current computer software programs necessary to perform the duties of this office. The Rotary Club Central system shall be utilized where appropriate to the administrative benefit of the Club. The Club will provide a computer and software.

The Board of Directors shall review the duties of the Executive Secretary annually.

This job description has two Sections:

- Those tasks which support the Club Secretary
- Those tasks which support the Club Treasurer

Duties to Support the Club Secretary

1) Member Records

- A) Maintain general membership records consisting of address' phone numbers, and other miscellaneous items outlined in the Alton-Godfrey Rotary Club database
- B) Track and record membership changes, additions, and terminations
- C) Track, update, and provide Rotary classifications for new and existing members and obtain concurrence of the Classification Chairman
- D) Provide the Paul Harris Fellowship Committee with a periodic list of Paul Harris Fellows
- E) The Executive Secretary will check the obituaries in the media and send a memorial upon the death of a member or member of the immediate family. The Executive will send a card upon the death of a former member or member of the immediate family of a former member.

2) Attendance Records

- A) Record regular club meeting attendance using worksheets provided by the Club Service director
- B) Track, record, and credit make-ups using worksheets provided by the Club Service director
- C) Provide associated reports as required by Rotary International, District 6460, and the Board including the semi-annual 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 and past service 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, the monthly report of attendance at the club meetings which shall be made to the district governor immediately following the last meeting of the month, collect and remit to Rotary International subscriptions to *THE ROTARIAN*.
- D) Provide periodic reports to the Board of members upon request not meeting attendance requirements

3) Meetings of the Board of Directors

- A) Attend all monthly Board meetings
- B) Record and distribute meeting minutes by email to board members within one week following the monthly board meeting.
- C) Provide copies of the attendance, last meeting minutes, and treasurers report (including special projects summaries) for the Board prior to each monthly meeting or as directed by the president.

4) Mail & Correspondence

- A) Open all mail picked up from the post office and care for those items covered in this outline. Other correspondence should be given to the appropriate officers or committee chairmen in time for action at the weekly meeting and/or monthly Board meeting
- B) Prepare timely correspondence at the direction of the Board and/or Officers and give the letter to the requesting party with a stamped envelope.
- C) The Club will furnish all supplies and postage.

Duties to Support the Club Treasurer

5) Dues

- A) Prepare and mail annual dues statements to all active members
- B) Upon receipt of dues payment, make appropriate entries, and make a bank deposit
- C) Track payments and provide a report to the monthly Board meeting of those members with outstanding dues
- D) Send reminders of dues owed to the club members at the direction of the Board

6) Payment of Bills:

- A) The Executive Secretary will open and record all bills at least once a week.
- B) Write checks and prepare for mailing at least once per week
- C) Secure appropriate signature(s) and mail payment

7) Meals

- A) Receive weekly from the treasurer, or the treasurer's designee, all moneys collected and a report including
 - Attendance report
 - Itemized report of moneys received
 - All moneys collected
- B) Post funds received and attendance to appropriate software
- C) Prepare and deposit the funds

8) Fundraisers

- A) Receive all bills and receipts for any fund raising activity from the activity chairman and/or Board member
- B) Post information to appropriate bookkeeping or database records
- C) Prepare checks for payment and moneys for deposit as outlined in prior Sections.

ARTICLE 4 Meetings

Section 1 - Annual Meeting. An annual meeting for the election of officers of this club shall be held not later than the thirty-first day of December in each year and can be part of the second quarterly club assembly.

Section 2 - The regular weekly meetings of this club shall be held on Monday at 6:00 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 except an honorary member (or member excused by the board of directors of this club, pursuant to Article 8, Section 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, and attendance must be evidenced by the member's being present for at least fifty (50) percent of the time devoted to the regular meeting, either at this club or at any other Rotary club or activity. Members whose combined years of age and membership exceeding 85 may be excluded from the attendance requirement.

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 on the 2nd Monday of each month. Special meetings of the board shall be called by the president, whenever deemed necessary, or upon the request of two members of the board, due notice having been given.

Section 5 - A majority of the board members shall constitute a quorum of the board.

ARTICLE 5 Fees and Dues

The membership dues shall be an amount as determined from time to time by the board of directors, payable on the first day of July, with the understanding that a portion of each annual payment shall be applied to each member's subscription to *THE ROTARIAN* magazine.

ARTICLE 6 Method of Voting

The business of this club shall be transacted by via voice vote except the election of officers and directors which shall be by ballot.

ARTICLE 7 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 8 Committees

Section 1 - 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 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:

(a) Membership

This committee should develop and implement a comprehensive plan for the recruitment and retention of members.

(b) 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.

(c) Club Administration

This committee should conduct activities associated with the effective operation of the club.

(d) 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.

(e) The Rotary Foundation

This committee should develop and implement plans to support The Rotary Foundation through both financial contributions and program participation.

Section 2 - 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 9 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 10 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. Vacation is not a suf-

ficient cause, and members are expected to attend weekly Rotary meetings as part of their vacation and exchange club banners.

ARTICLE 11 Finances

Section 1 - The 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 officers. A thorough audit by a certified public accountant or other qualified person(s) shall be made once each year of all club's financial transactions. An annual report of the financial transactions of the club shall be made to the club by December 31 of each year.

Section 3 - Officers 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. 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.

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 of the year, which, having been agreed to by the board, shall stand as the limit of expenditures for the respective purpose unless otherwise ordered by action of the board,

ARTICLE 12 Method of Electing Members

Section 1 - *Active members*

- (a) The name of a prospective member, proposed by an active or past service member of the club or by the membership committee, shall be submitted to the board in writing, through the club secretary.
- (b) The board shall request the membership committee to consider and report to the board on the eligibility of the proposed member from the standpoint of classification, and shall request the membership committee to investigate and report to the board on the eligibility of the proposed member from the standpoint of character, business and social standing, and general eligibility.
- (c) The board shall consider and approve or disapprove the recommendations of the classifications and shall then notify the proposer, through the club secretary, of its decision.
- (d) If the decision of the board is favorable, the proposer, together with one or more members of the Rotary information committee, shall inform the prospective member of the purposes of Rotary and of the privileges and responsibilities of membership in the club, following which the prospective member shall be requested to complete and submit an application for membership and to give permission for their name and proposed classification to be published to the club.
- (e) If no written objection to the proposal, stating reasons, is received by the Board from any member of the club within TEN (10) days following publication of the name of the proposed member, the proposed member, shall be considered for election to membership.

Any objection to the proposed member must be filed with either the President, Vice President, or Secretary and shall be considered at any regular or special meeting of the Board of Directors who shall ballot on the proposed member.

Prior to balloting, it shall be the duty of the President, or Vice President in absence of the President, to inform the Proposer and the Objector of their right to present their respective cause for and against the proposed member to the Board of Directors.

A majority of the Board Members shall constitute a quorum of the Board (ARTICLE 4, Section 5). Unless a majority of a quorum of negative votes are received by ballot, the proposed member shall be considered to be elected to membership.

Following the member's election to membership as herein provided, the club secretary shall issue a membership card to the member and the executive secretary shall report the new member's name to the General Secretary of Rotary International.

(f) The member shall be formally introduced as a new member at a regular meeting of the club.

Section 2 - Honorary Members. The name of a proposed candidate for honorary membership shall be submitted to the board of directors in writing and the election shall be in the same form and manner as prescribed for the election of an active member provided, however, that such proposal may be considered at any regular or special meeting of the board and that the board may at its discretion waive any of the steps as set forth in Section 1 of this Article and proceed to ballot on the proposed member. A majority of the Board Members shall constitute a quorum of the Board (ARTICLE 4, Section 5). Unless a majority of a quorum of negative votes are received by ballot, the proposed member shall be considered to be elected to membership.

Section 3 - Re-election of Former Additional Active Member.

- (1) The application of a former active member of this club who was elected as such member under the constitution of this club and whose membership was terminated as provided in Article 11 of the constitution of this club shall be considered promptly by the board and in advance of any other application or proposal under the same classification or another classification.
- (2) The applicant is required to attend two regular meetings before the application for membership can be approved.
- (3) At its discretion the board may refer any application to the classifications and membership committees and the board may provide for a ten-day period during which any member objecting to the election of any proposed member shall notify the board in writing, stating reasons for their objection. At any regular or special meeting, the board shall proceed to ballot on any application taking into account, where applicable, reports from the classifications and membership committees and any objections filed. Unless a majority of a quorum of negative votes are received by ballot, the proposed member shall be considered to be elected to membership and shall be so notified by the secretary. In the event any application is rejected the applicant shall be so notified by the secretary.

Section 4 - Corporate Membership

The Rotary Club of Alton Godfrey offers a corporate membership for businesses and other large organizations, government entities, professional practices, and educational institutions. 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.

1. **Qualifications.** All corporate members must meet the regular requirements for membership in the club and in Rotary with the exception of the attendance expectation of 50%.

2. **Members.** Subject to the approval of the club's board, these organizations may designate a primary corporate member and up to three associate members, who must be employed by corporation or entity.
3. **Attendance.** The corporate member is expected to attend in person only once per month. The associate members will meet the club's other attendance and participation requirements.
4. **Dues.** Dues for the corporation shall be determined each year by the board of directors pro-rated upon acceptance which includes a primary corporate member and up to three associate members.
5. **RI registration.** All corporate members are full, active members of the club and count in the club's and in Rotary's database.
6. **Votes and quorum.** All corporate members are active, dues-paying members and are eligible to vote on club matters. Only one vote per membership is permitted.
7. **Holding office.** All corporate members are active, dues-paying members of the club and are eligible to hold office.

ARTICLE 13 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. Any resolution or motion to commit the club to a major service project, not listed in the approved budget, shall be brought before the general membership for hearing at the next club assembly.

ARTICLE 14 Order of Business

Meeting called to order with prayer and recitation of The Four Way Test
Introduction of visiting Rotarians.
Correspondence and announcements.
Committee reports if any.
Any unfinished business.
Any new business.
Address or other program feature.
Adjournment.

ARTICLE 15 Amendments

These by-laws may be amended at any regular meeting, a quorum (Article 4, Section 3) being present, by a two-thirds vote of all members present, provided that notice of such proposed amendment shall have been distributed to each member at least ten days before such meeting. No amendment or addition to these by-laws can be made which is not in harmony with the club constitution and with the constitution and by-laws of Rotary International.