***Rotary Satellite Club of Bloomington – Moraine View***

***Illinois, USA Bylaws***

**January 25, 2022**

**Article 1 Definitions**

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

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

4. Quorum: A simple majority of the club members constitutes a quorum. Majority rules for club decisions.

5. RI: Rotary International.

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

**Article 2 Board**

The governing body of this club is its board of directors, consisting of the chair, immediate past chair, chair-elect, secretary, and treasurer.

**Article 3 Sponsoring Club**

Section 1- The Bloomington Rotary Club shall serve as the sponsoring club and shall provide general oversight and support of a satellite club as deemed appropriate by the Bloomington Rotary Club board.

Section 2 – The satellite board shall be responsible for the day-to-day organization and management of the satellite club and its activities, in accordance with Rotary rules, requirements, policies, aims, and objectives, under the guidance of this club. It shall have no authority within, or over, the Bloomington Rotary Club.

Section 3 - The board of the sponsor club has the final authority when there are disagreements.

Section 4 - The satellite club shall annually submit to the Bloomington Rotary Club president and board a report on its membership, activities, and programs, accompanied by a financial statement and audited or reviewed accounts, for inclusion in the Bloomington Rotary Club reports on both December 31 and June 30 of each year. Other reports may, from time to time, be required by the Bloomington Rotary Club.

**Article 4 Elections and Terms of Office**

Section 1 — One month before elections, members nominate candidates for chair, chair elect, secretary, treasurer, and any other open positions. The nominations are made by members from the floor.

Section 2 — The nominations shall be placed on a ballot in alphabetical order by last name under each office and shall be voted for at the annual meeting. The candidate who receives a majority of the votes for each office is declared elected to that office.

Section 3 — If any officer vacates their 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 terms of office for each role are:

Chair — 1 year

Chair-elect — 1 year

Treasurer — 1 year

Secretary — 1 year

Immediate Past Chair — 1 year

**Article 5 Duties of the Officers**

Section 1 — The chair presides at club and board meetings.

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

Section 3 — The chair-elect prepares for his or her year in office and serves as a director and presides at club and board meetings when the chair is absent.

Section 6 — The secretary keeps membership and attendance records.

Section 7 — The treasurer oversees all funds and provides an accounting of them.

Section 8 — Upon resignation/retirement from any office, the officer shall turn over to the incoming officer or to the chair all club funds, club records, and any other club property.

**Article 6 Meetings**

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

Section 2 — This club meets as follows: Monthly on the 3rd Thursday, alternating mornings and evenings. Reasonable notice of any change or cancellation of the regular meeting will be given to all club members.

Section 3 — Board meetings are held each month on the 1st Thursday at 8:00am local time. Special meetings of the board are called with reasonable notice by the chair or upon the request of two officers.

**Article 7 Dues**

Annual club dues will be set by January 1 of each year and due June 30th. Annual club dues include RI per capita dues, subscriptions to the RI official magazine, district per capita dues, and club fees.

**Article 8 Method of Voting**

The business of this club is conducted by voice vote or a show of hands except in the election of officers, which is conducted by ballot. The board may also provide a ballot for a vote on some decisions, such as the annual dues levy.

Resolutions of the board may be made via voice or by other means. Failure to comply with all formalities of Roberts Rules of Order shall not cause a motion to fail if it was adopted by a process which follows the bylaws and rules adopted by the board. Quorums may be established by responses received or by roll call. Telephone and electronic meetings may include email, facsimile (fax), video conference or other similar means. All messages shall be sent and received in a format which is available to all members of the meeting. This may require a “reply to all” function or such similar means. The presiding official over the meeting shall indicate whether votes are to be sent to all, or only to that presiding official. In all events a record of all motions, second, discussion, and votes must be available to the secretary for recording in the minutes. At the secretary’s discretion, the record of an electronic meeting may be included in the minutes for the next regularly scheduled board meeting.

**Article 9 Committees**

Section 1 —This club’s committees comprise those listed in article 11, section 7, of the Standard Rotary Club Constitution.

Section 2 — The chair is an ex officio member of all committees.

Section 3 — 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 10 Finances**

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

Section 2 — Before each fiscal year starts, the board prepares an annual budget of estimated income and expenditures.

Section 3 — The treasurer deposits club funds in a financial institution or institutions designated by the board, divided into two accounts: one for club operations and one for service projects.

Section 4 — Bills are paid by the treasurer or chair.

Section 5 — The board may decide to have a careful examination of the club’s financial transactions, using agreed upon procedure, conducted by a certified public accountant or other qualified member of the club.

Section 6 — Club members will receive an annual financial statement of the club. A mid-year financial report, with current and previous year income and expenses, is presented at the annual meeting.

**Article 11 Method of Electing Members**

Section 1 — A member proposes a candidate for membership to the board, or another club proposes one of its transferring or former members.

Section 2 — The board shall approve or disapprove the application in a timely manner.

Section 3 — If the board approves the application, the club President shall announce a seven (7) day comment period at the next regular club meeting.

Section 4 — If no written objection to the prospective member is received during the comment period, he/she shall be admitted to membership.

If any such objection has been filed with the board, the board shall vote on whether to proceed with the acceptance of the prospective member at its next meeting. If approved despite the objection, the prospective member, shall be considered to be accepted to membership.

Section 5 — After a member has been accepted, the president shall arrange for the induction of the new member, and the club secretary shall report the new member to RI and shall provide appropriate literature for presentation at the induction. The new member’s sponsor will assist in the assimilation of the new member to the club.

**Article 12 Amendments**

These bylaws may be amended at any regular club meeting. Changing the club bylaws requires sending written notice to the Rotary Club of Bloomington board, each member 21 days before the meeting, having a quorum present for the vote, and having two-thirds of the votes support the change. Changes to these bylaws must be consistent with the Standard Rotary Club Constitution, the RI Constitution and Bylaws, and the Rotary Code of Policies.