**Bylaws of the Rotary Club of Mattoon, Illinois**

# Article 1 Definitions

1. Board: The club’s board of directors
2. Director: A member of the club’s board of directors
3. Member: A member of the club, excluding alternate and honorary members as defined in Articles

 11 and 12

1. 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
2. RI: Rotary International
3. Year: The 12-month period that begins on 1 July

# Article 2 Board

The governing body of this club is its board of directors, consisting of, at a minimum, the president, immediate past president, president-elect, secretary, and treasurer, sergeant-at-arms, and five directors.

# Article 3 Elections and Terms of Office

Section 1 — One month before elections, members nominate candidates for president nominee, vice president, secretary, treasurer, sergeant-at-arms, and any open director positions. The nominations may be presented by a nominating committee, by members from the floor, or both. The nominations shall be voted on at the Annual Mid-Year meeting to be held prior to December 31.

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 or board member vacates his or her position, the remaining members of the board will appoint a replacement.

Section 4 — If any officer-elect or director-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:

 President – one year

 Immediate Past President – one year

 President Elect – one year

 President Nominee – one year

 Treasurer – one year

 Secretary - one year

Sergeant-at-Arms - one year

Director - one year

 **Article 4 Duties of the Officers**

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

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 as a director.

Section 4 — The president nominee presides at club and board meetings when the president

 is absent.

Section 5 — The treasurer oversees all funds and provides an annual accounting of them.

Section 6 — The secretary keeps membership records, record attendance, and perform other

 duties as usually pertain to the office of secretary.

 Section 7 — The sergeant-at-arms maintains order in club meetings.

 Section 8 — A director attends club and board meetings and shall be assigned a set of

 committees to oversee.

**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 meets every Wednesday at noon at Mattoon Golf & Country Club. 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. Special meetings of the board are called with reasonable notice by the president or upon the request of two directors.

# Article 6 Dues

Annual club dues are set by the board and are billed quarterly. Quarterly dues include RI per capita dues, a subscription to The Rotarian or a Rotary regional magazine, district per capita dues, club fees, and any other Rotary or district per capita assessment. Any additional charges may be placed on the quarterly bill and shall be paid by the due date.

# Article 7 Method of Voting

The business of this club is conducted by voice vote or a show of hands. A member can demand a paper ballot be used in place of a show of hands. The board may also provide a ballot for a vote on some resolutions.

# Article 8 Committees

Section 1 — Club committees coordinate their efforts to achieve the club’s annual and long- term goals. The Club’s committees shall include those listed in article 11, section 7, of the Standard Rotary Club Constitution.

Section 2 — The president is an ex officio member of all committees and, as such, has all the privileges of membership.

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 9 Finances

Section 1 — Before each fiscal year starts, the board prepares the annual budget of estimated income and expenditures.

Section 2 — The treasurer deposits club funds in a financial institution or institutions designated by the board.

Section 3 — Bills are paid by the treasurer or another authorized officer and approved by two other officers or directors.

Section 4 — A qualified person conducts a thorough annual review of all financial transactions.

Section 5 — Club members will receive an annual financial statement of the club.

Section 6 — The fiscal year is from 1 July to 30 June.

# Article 10 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 approves or rejects a 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 candidate’s information is publicized to the full club. If no written objection is received within 7 days following publication, the candidate shall be considered to be elected to membership.

Section 4 — Any objection filed by any club member will be presented at the next board meeting and the board will vote on the membership. If approved, the candidate shall be considered elected to membership.

# Article 11 Corporate Membership

# The Rotary Club of Mattoon offers a corporate membership program for businesses, nonprofits and government entities.

 Section 1 — Corporate Member: A business, nonprofit, or government entity is recognized as a

 corporate member if they establish an agreement with the Rotary Club of Mattoon to identify at

 least two employees and pay for their dues and/or meal costs as noted in the following sections

 regarding primary and alternate members.

 Section 2 — Primary members: Subject to the standard membership approval process through the

 club’s board, the corporate member identifies one or more employees as Primary Member(s).

 Primary members are considered to be official members of the Rotary Club of Mattoon and Rotary

 International and will be registered as active members in the Rotary database. Rotary

 International, District 6490 and Club dues/meals will be charged to the corporate member for

 each identified primary member(s).

 Section 3 — Alternate members: In addition to the primary member(s), the corporate member may

 identify two additional alternate members. Each alternate member will submit an application, with

 recommendation of the sponsoring primary member, for approval by the club’s board. Alternate

 members have the opportunity to attend club meetings and events and participate in service

 activities, along with, or in place of, primary members. Alternate members are not considered to

 be official Club members, are not registered as active members in the Rotary database and are not

 charged Rotary International, District 6490 or Club dues.

 Section 4 — Attendance: Attendance and participation requirements of the primary club member(s)

 may be met by that member or any of the alternate members. All members (primary and

 alternates) may attend any regular meeting of the Club or any other Rotary club as allowed by

 other clubs.

 Section 5 — Dues: The corporation will be billed quarterly for dues for each primary member.

 Section 6 — Meal Charges: The corporation will be billed a flat fee quarterly for the meal cost to

 cover one corporate member each meeting. The corporation will be billed the additional cost for

 any additional primary or alternate member who attends a meeting, based on meal charge.

 Section 7 — Other Charges: Primary members will be expected to meet requirements of full

 membership such as selling raffle tickets, sponsorships, and other fundraising activities. Alternate

 members will not be expected to meet these requirements but may assist their corporate primary

 members in doing so.

 Section 8 — Votes and quorum. For the purpose of general meetings and club matters, primary

 members are eligible to vote. Alternate members vote only if serving as a designee for a primary

 member at the meeting at which the vote is taken.

 Section 9 — Holding office. Any primary member is eligible to hold office. Alternate members are not

 eligible.

# Article 12 Honorary Membership

# In accordance with Rotary International guidelines, honorary membership is used to recognize individuals who have distinguished themselves by meritorious service and embody Rotary ideals, and those considered friends of Rotary for their support of Rotary causes. Honorary members are not recognized as active members in the Rotary International database, and therefore, are exempt from paying dues, have no vote in Rotary matters, and are not eligible to hold any Club office. Honorary members are welcome to serve to Club committees and participate in Club meetings, activities and events.

# Article 13 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 meeting of the club for a specific length of time in accordance with the Standard Rotary Club Constitution. Dues, assessments, and expenses shall continue to be paid.

# Article 14 Amendments

These bylaws may be amended at any regular club meeting. Changing the club bylaws requires sending written notice to each member 10 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.

Amended by vote of membership on August 9, 2023