

**Bylaws of the Rotary Club of
The Evansville Morning Rotary Club**

Article 1 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. RI: Rotary International.
5. 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 11 members of this club, namely, the president, immediate past president, president-elect (or president-nominee, if no successor has been elected), vice-president, secretary, treasurer, and the sergeant-at-arms. At the discretion of the board, also added can be the committee directors elected in accordance with article 3, section 1 of these bylaws.

Article 3 Election of Directors and Officers

Section 1 – At a regular meeting one month prior to the meeting for election of officers, the presiding officer shall ask for nominations by members of the club for president, vice-president, secretary, treasurer, and committee directors. The nominations may be presented by a nominating committee or by members from the floor, by either or by both as a club may determine. If it is determined to use a nominating committee, such committee shall be appointed as the club may determine. The nominations duly made shall be placed on a ballot in alphabetical order under each office and shall be voted for at the annual meeting. The candidates for president, vice-president, secretary, and treasurer receiving a majority of the votes shall be declared elected to their respective offices. The nominated candidates for director receiving a majority of the votes shall be declared elected as directors. The candidate for president elected in such balloting shall be the president-nominee. The president-nominee shall take the title of president-elect on the first day of July next following the election, and shall serve as an officer during that year. On 1 July immediately following that year, the president-elect shall assume office as president.

Section 2 – The officers and directors shall constitute the board. Within one week after their election, the directors-elect shall meet and elect some member of the club to act as sergeant-at-arms.

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

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

Section 2 – *Immediate Past President.* It shall be the duty of the immediate past president to

serve as a director and to perform such other duties as may be prescribed by the president or the board.

Section 3 – *President-elect.* It shall be the duty of the president-elect to serve as a director and to perform such other duties as may be prescribed by the president or the board.

Section 4 – *Vice-President.* It shall be the duty of the vice-president to preside at meetings of the club and the board in the absence of the president and to perform other duties as ordinarily pertain to the office of vice-president.

Section 5 – *Secretary.* It shall be the duty of the secretary to keep membership records; record attendance at meetings; send out notices of club, board, and committee meetings; record and preserve the minutes of such meetings; report as required to RI, including the semiannual reports of membership on 1 January and 1 July of each year, which shall include per capita dues for all members and prorated dues for active members who have been elected to membership in the club since the start of the July or January semiannual reporting period; report changes in membership; provide the monthly attendance report, which shall be made to the district governor within 15 days of the last meeting of the month; collect and remit RI official magazine subscriptions; and perform other duties as usually pertain to the office of secretary.

Section 6 – *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.

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.

Article 5 Meetings

Section 1 – *Annual Meeting.* An annual meeting of this club shall be held in the first week of July in each year, at which time the election of officers and directors to serve for the ensuing year shall take place.

Section 2 – The regular weekly meetings of this club shall be held on Thursday at 7:00am CST. Due notice of any changes in or canceling of the regular meeting shall be given to all members of the club. All members excepting an honorary member (or member excused pursuant to 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 9, sections 1 and 2.

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 last Tuesday of each month. Special meetings of the board shall be called by the president, whenever deemed necessary, or upon the request of two (2) directors, due notice having been given.

Section 5 – A majority of the directors shall constitute a quorum of the board.

Article 6 Fees and Dues

Section 1 – The admission fee shall be \$ 0.00 to be paid before the applicant can qualify as a member, except as provided for in the standard Rotary club constitution, article 11.

Section 2 – The membership dues shall be \$ 240.00 per annum, payable semiannually on the first day of July and of January, with the understanding that a portion of each semiannual payment shall be applied to each member's subscription to the RI official magazine.

Article 7 Method of Voting

The business of this club shall be transacted by *viva voce** vote except the election of officers and directors, which shall be by ballot. The board may determine that a specific resolution be considered by ballot rather than by *viva voce* vote.

Article 8 Avenues of Service

The 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 New Generations Service. This club will be active in each of the Avenues of Service.

Article 9 Committees

Club committees are charged with carrying out the annual and long-range strategic goals of the club. 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:

- **Membership**
This committee should develop and implement a comprehensive plan for the recruitment and retention of members.
- **Public Image**
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.
- **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.

(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 10 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 reference appropriate RI materials and the Avenues of 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 no longer than twelve (12) months.

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 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 by the treasurer or other authorized officer only when approved by two other officers or directors.

Section 4 – A thorough review of all financial transactions by a qualified person shall be made once each year.

Section 5 – Officers having charge or control of club funds shall give bond as required by the board for the safe custody of the funds of the club, cost of bond to be borne by the club.

Section 6 – The fiscal year of this club shall extend from Jan 1-Dec 31 and for the collection of members' dues shall be divided into two (2) semiannual periods extending from Jan 1-

June 30 and July 1-December 31. The payment of per capita dues and RI official magazine subscriptions shall be made on Jan 1 & July 1 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, shall be submitted to the board in writing, through the club secretary. A transferring or former member of another club may be proposed to active membership by 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.

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

Section 4 – If the decision of the board is favorable, the prospective member shall be informed of the purposes of Rotary and of the privileges and responsibilities of membership, following which the prospective member shall be requested to sign the membership proposal form and to permit 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 such 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 (if not honorary membership), shall be considered to be elected to membership.

Section 6 – Following the election, the president shall arrange for the new member's induction, membership card, and new member Rotary literature. In addition, the president or secretary will report the new member information to RI and the president will assign a member to assist with the new member's assimilation to the club as well as assign the new member to a club project or function.

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.

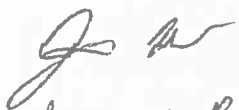
Any unfinished business.


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 have been mailed to each member at least ten (10) days before such meeting. 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.

 9/5/2013
Jarett Buch President

 Past President 9/5/2013

Proposal for Organizational Membership

Premise

Feedback from numerous Rotary surveys and focus groups has repeatedly shown that prospective members and current younger Rotarians require flexibility in their Rotary Club membership. A business, corporate, or organizational membership category will:

- Increase our Club's ability to attract and retain a qualified and diverse professional base within the community;
- Allow for flexibility and recognizes the tremendous mobility that is the norm within the current business environment;

For the organization, this membership opportunity will:

- Recognize the growing importance that corporations place on corporate social responsibility by providing an avenue for participation in community service;
- Provide the ability to have greater involvement and deeper connections with other business/community leaders;
- Leverage time, see improved results in community outreach, and make a difference in the lives of others;
- Offer on-going leadership training;
- Increase positive exposure in the community.

Purpose

This membership is a tool which allows corporations and non-profit agencies to affiliate with Rotary without attaching the membership to a specific individual. The Organizational Membership Program will allow a business or other organization to become a member of the Rotary Club of Evansville-Morning and to appoint up to three (one Primary Member and up to two Designee Members) as the individuals attending Club meetings, serving on committees, and voting on club matters. The Primary Member is the "member of record" per Rotary International requirements and will be considered a Regular Active Member of the club. That individual may also serve as a committee chairperson.

Designees

Once there is a Primary Member, the Eligible Organization may designate up to two Designee Members, each of whom shall be individuals employed by the Eligible Organization.

Attendance

The attendance requirement for any Eligible Organization is the same as an Active Regular Member of the Club. The attendance requirement can be met by a combination of attendance from the Primary Member and the Designee Members.

Fees

- 1) **Initiation Fee:** \$120.00 *
- 2) **Dues – Primary Member:** Annual dues of \$360.00 * which covers:
 - a. Rotary International Dues (\$65);
 - b. The Rotarian Magazine (\$12);
 - c. Miscellaneous Rotary International Charges (\$5);
 - d. District Dues(\$35);
- 3) **Dues - Designee Members:** Annual dues of \$0.00 *
- 4) **Sustaining Membership:** \$100 suggested annual donation to The Rotary Foundation of Rotary International is encouraged.(Will apply towards a Paul Harris Fellowship for the Primary Member.)

**This amount will be reviewed by the Board of Directors annually*

GENERAL CONSIDERATIONS:

1. **Approval:** A business entity, organization, institution or any formally organized entity (hereafter known as an "Eligible Business"), may become a member of the Club by designating a Primary Member, who will, per Rotary International requirements, be the member of record and will be considered a Regular Active Member of the club. The Primary Member of the Eligible Business must be a member of the Eligible Business's senior executive group.
2. **Designees:** Once there is a Primary Member, the Eligible Business may designate up to two Designees Members, each of whom shall be individuals employed by the Eligible Business.
3. **Changing Designees:** The Eligible Business may change any of its Designees so long as at all times one of them is a Primary Member.
4. **Inductions:** The Primary Member will be formally inducted into the Club, as is done for any other Active Regular Member or Active Excused Member (hereafter, "Member").
5. **Attendance:** The attendance requirement for any Eligible Business is the same as an Active Regular Member of the Club. The attendance requirement can be met by a combination of attendance from the Primary Member and the Designee Members.
6. **Classification:** Because the Primary Member is the official member of the Club, their classification will be counted toward the classification limits set by the Club.
7. **RI registration:** Each Designee Member will be listed as an official member of the Club and will be noted in the roster that they are Designees Member of the Eligible Business.
8. **Badges:** Badges will be the same as any other Member of the Club.
9. **Votes and Quorum:** For the purpose of Special Meetings, where a vote of the membership will be required, Primary Members and Designee Members voting will be the same as any other Member; however, one vote will be counted if multiple members from same corporation are in attendance with precedence given to the Primary Member. As the official member of the Club, the Primary Member would apply toward RI election voting.
10. **Holding office:** All Designees Members are eligible to serve on club committees. Only the Primary Corporate Member is eligible to serve as a Club Officer. Other Designees are encouraged to pursue a personal membership if they desire to serve as a Club Officer.
11. **Financial obligations:**
The financial obligations of an Eligible Business shall be as follows (subject to the By-Laws of the Rotary Club of Evansville-Morning):
 - a. **Initiation Fee:** \$125.00 *
 - b. **Dues – Primary Member:** Annual dues of \$275.00 * which covers:
 - i. Rotary International Dues
 - ii. District Dues;
 - iii. The Rotarian Magazine;
 - iv. Miscellaneous Rotary International Charges
 - c. **Dues - Designee Members:** Annual dues of \$0.00 (*This amount will be reviewed by the Board of Directors annually.*)

- e. **Note:** If a Primary Member or a Designee Members chooses to become a regular member of the club, they will need to pay the standard New Member Initiation Fee and will be invoiced for meals just as any regular club member would be. Their membership into the club will require approval by the Board of Directors.
 - f. **Note:** All invoices from the club will be sent directly to the Eligible Business who will be responsible for payment.
12. **Weekly Bulletins & Other Communication:** The Primary Member and each Designee Member will receive the club's Weekly Bulletin and other club communications.
 13. **Receipt of The Rotarian or Rotary regional magazine:** Only the Primary Member will receive the RI magazine.
 14. **Public Liability Coverage:** The Primary Member and both Designee Members will be included under the respective club liability insurance while participating in any approved club activities or projects.
 15. **Participation in Youth Activities:** The Primary Member and both Designee Members are expected to abide by all restrictions, policies, and procedures with respect to club activities involving youth.
 16. **Termination:** The process for terminating the membership of the Primary Member and the two Designee Members is the same as any other regular club member.
 17. **Rotary International Foundation:** The Primary Member and both Designee Members are encouraged to give to the Foundation in their own names.