**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. Quorum: One-third of the club membership; a majority of directors for the Board.
5. RI: Rotary International.
6. Year: The 12-month period that begins on 1 July.

**Article 2 Board**

The governing body of this club shall be the Board of Directors consisting of 6 At-large Directors, elected in accordance with article 3, section 1, of these bylaws, the president, president-elect, president nominee, secretary, treasurer, and the immediate past president.

**Article 3 Election of Directors and Officers**

Section 1 —

1. At the October meeting of the Board of Directors, the Board shall appoint a Nominating Committee (the chairman to be the president-elect, and two additional members consisting of not more than one current director) which Committee will publish a list of at least six nominations for Director in the first issue of the MarRotaGram in the month of November and request additional nominations from the Membership of the Club, in writing, to be submitted to the Nominating Committee within two weeks (name specific date). Arrangements must be made to see that all nominees have, previous to nomination, agreed to serve if elected.
2. All of the above nominations shall be placed on a ballot, alphabetically, and voted on at the last regular meeting in November, unless postponed by the current President with sufficient notice to the Club. The three candidates receiving the highest number of votes shall be declared elected to the Bard for a two (2) year term, beginning next July 1.

Section 2 — These three newly elected Directors, along with the current President, President-elect, President Nominee and the three carry over Board members shall constitute the Board of Directors for the new year beginning July 1. The Board of Directors-elect shall meet prior to March 31 and appoint a Secretary, Treasurer, and incoming President Nominee, any and all of whom may or may not be members of the Board. If not members of the Board, however, the Secretary and Treasurer when so appointed shall become Ex-Officio members of the Board with such responsibilities and privileges of membership thereon as the Board may determine.

Section 3 — A vacancy on the Board of Directors or any office shall be filled by the remaining members of the Board.

Section 4 — A vacancy of any officer-elect position or director-elect position shall be filled by the remaining members of the Board-elect.

**Article 4 Duties of the Board**

Section 1 — President. The president shall preside at club and Board meetings but shall have no vote, unless equally divided.

Section 2 — Immediate Past President. The immediate past president shall serve as a director.

Section 3 — President-elect. The president-elect shall prepare for their year in office, serve as a director and preside at meetings of the club and the board in the absence of the president.

Section 4 — President Nominee. The president nominee shall serve as a director and preside at club and Board meetings in the absence of the president and president-elect.

Section 5 — Director. A director shall attend club and Board meetings.

Section 6 — Secretary. The secretary shall keep membership and attendance records.

Section 7 — Treasurer. The treasurer shall oversee all funds and provide annual accounting of these funds.

Section 8 — Board members may perform additional duties as assigned.

**Article 5 Meetings**

Section 1 — Annual Meeting. An annual meeting of this club shall be held on at the last regular meeting in November, unless postponed by the current President with sufficient notice to the Club, to elect the officers and directors who will serve for the next Rotary year.

Section 2 — The regular weekly meetings of this club are held on Thursday at 12 noon. Reasonable notice of any change or cancellation of the regular meeting shall 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 Fees and Dues**

Section 1 — The admission fee of $50.00 shall be paid before the applicant can qualify as a member.

Section 2 — Membership dues shall consist of RI per capita dues, subscription fees to The Rotarian or Rotary regional magazine, district per capita dues, club annual dues, and any other Rotary or district per capita assessment. Club annual dues shall be determined by the Board of Directors each year. Membership dues shall be payable in accordance with the policies of the club as established by the Board.

Section 3 — Club Assessments. The Board of Directors shall determine club assessment fees on an annual basis.

Section 4 — Meals. Club membership shall be responsible for payment of weekly meals, regardless of attendance, unless subject to exclusions set forth in article 9, section 3(b) of the Club Constitution.

**Article 7 Method of Voting**

The business of this club is conducted by voice vote or show of hands except for the election of directors, which is conducted by ballot. The Board may provide a ballot for a vote on a specific resolution.

**Article 8 Committees**

Section 1 — Club committees coordinate their efforts in order to achieve the club’s annual and long-range goals. Each club should have the following committees:

* Club Administration
* Membership
* Public Relations
* Rotary Foundation
* Service Projects

Section 2 — Additional committees may be appointed as needed.

Section 3 — The president shall be ex officio a member of all committees and, as such, shall have all the privileges of membership.

Section 4 — Except where special authority is given by the Board, committees shall not take action until a report has been made and approved by the Board. The president or the Board shall refer additional business to a specific committee as needed.

Section 5 — 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 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, pursuant to article 9, section 3(b) of the Club Constitution

**Article 10 Finances**

Section 1 — Prior to each fiscal year, the Board shall prepare an annual budget of estimated income and expenditures.

Section 2 — The treasurer shall deposit club funds in financial institution(s) designated by the Board.

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

Section 4 — A thorough annual review of all financial transactions shall be completed by a qualified person.

Section 5 — An annual financial statement of the club shall be provided to club members, upon request.

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

**Article 10 Method of Electing Members**

Section 1 — The Membership Committee shall provide a candidate’s name to the Board. A transferring or former member of another club may also be proposed for membership by the former club. The proposal is kept confidential unless the Board instructs otherwise.

Section 2 — The Board shall ensure that the candidate meets all of Rotary’s membership requirements.

Section 3 — The Board shall approve or reject the candidate’s membership within 30 days and shall notify the Membership Committee of its decision.

Section 4 — If the decision of the Board is favorable, the prospective member is invited to join the club, educated about Rotary and membership requirements, and asked to sign the membership proposal form and to allow his or her name and proposed classification to be conveyed to the club.

Section 5 — If no member of the club submits a written objection including reasons for the objection, to the Board within seven days after the club is notified of the prospective member, that person, upon payment of the admission fee, is considered to be elected to membership. If an objection has been filed with the Board, the club shall vote on this matter at its next meeting. If approved despite the objection, the proposed member is elected to membership after admission fee payment.

Section 6 — The club may elect honorary members proposed by the Board.

**Article 11 Resolutions**

Any resolutions or motions to commit the club to any position or action shall first be reviewed and approved by the Board. If resolutions or motions are first offered at a club meeting, they shall be sent to the Board without discussion.

**Article 12 Amendments**

These Bylaws may be amended at any regular club meeting. Changing the club bylaws requires that written notice be sent to each member 10 days before the meeting, which a quorum be present for the vote, and that 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.