

Bylaws of the Rotary Club of Bearden

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Bylaws of the Rotary Club of Bearden

Club bylaws supplement the Rotary Club Constitution with common club practices.

Article 1 Definitions

1. Board: The board of directors of this club.
2. Director: A director on this club's board.
3. Member: A member, other than an honorary member, of this club.
4. 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.
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 following officers, namely: President, President-elect, Vice President, Secretary, Treasurer; and Immediate Past President; and directors, namely: Membership; Public Image; Club Administration; Service Projects; Rotary Foundation; Youth Services; Diversity, Equity and Inclusion (DEI); and Director-at-Large elected in accordance with Article 3 of these by laws.

Article 3 Elections and Terms of Office

Section 1 — The club has a three-year progression to the office of President, with the individual being elected Vice President in the first year, progressing to President-elect in the second year, and then to President the third year. As such, the candidate for President and President-elect are not officially on the ballot for election, as those individuals were elected in the first year of their prospective progression.

Election of officers and directors shall be held annually during the first week of December of each year.

The first week of November, the nominating committee will announce candidates for Vice President, Secretary, Treasurer, and Director positions.

The nominations shall be presented by a nominating committee comprised of the current President-elect, and two Past Presidents selected by the President-elect to serve on the nominating committee. Additional nominations may be presented by members from the floor, or in writing, during the four-week period leading up to the election.

If two or more candidates are nominated for the same position, then the nominations duly made shall be placed on a paper ballot during the December annual meeting.

Section 2 — The candidates for officer or director who receives a majority of the votes for each office is declared elected to that office, and shall comprise the next year's Board.

The winning candidates for Vice President, Secretary, Treasurer, together with next year's President and President-elect, and immediate Past President shall be declared next year's club officers.

The winning candidates for director, namely: Membership, Public Image, Club Administration, Service Projects, Rotary Foundation, Youth Services, Diversity, Equity and Inclusion and Director-at-Large, shall be declared next year's club directors.

Section 3 — The results of the election shall be submitted by the Club Secretary to Rotary International (RI) no later than December 31.

Section 4 — If any officer or board member vacates their position, the remaining members of the board will appoint a replacement.

Section 5 — If any officer-elect or director-elect vacates a position, the remaining members of the board-elect will appoint a replacement.

Section 6 — The terms of office for each role are: **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 an officer on the club board.

Section 3 — The President-elect prepares for his or her year in office, and performs such other duties as may be prescribed by the President or the board. The club encourages the President-elect to attend the current year's Rotary International Convention. The club will reimburse up to 50% of reasonable travel expenses such as transportation, lodging, and conference fees, specific amounts to be approved by the Board.

Section 4 — The Vice President presides at club and board meetings when the president is absent and leads the club's annual fund-raising efforts.

Section 5 — The Secretary serves as an officer on the board, keeps membership and attendance records, records and preserves the minutes of board meetings; reports 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; and perform other duties as usually pertain to the office of secretary.

Section 6— The Treasurer serves as an officer on the board, and oversees all funds and provides an accounting of them to the club annually and at any other time upon demand by the board, and to perform other duties as pertains 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 – A director attends board meetings.

Section 8 – All Officers and Directors are expected to retain records as appropriate to help ensure the smooth transition and succession of office. It is recommended that Treasurer reports be maintained a minimum of five years on file at DacDB or until such time the Treasurer with the approval of the Board decides to remove them.

Any club committee records should be retained and passed on to the succeeding club committee chair.

Article 5 Meetings

Section 1 – An annual meeting of this club shall be held the first week in December of each year to elect the officers and directors who will serve for the next Rotary year.

Section 2 – This club meets as follows: weekly, Fridays at 12:15 p.m. Reasonable notice of any change or cancellation of the regular meeting will be given to all club members, except possibly in inclement weather.

Section 3 – Inclement weather policy: If the University of Tennessee cancels classes due to inclement weather on the day of the scheduled Rotary Club meeting, the Rotary Club of Bearden meeting shall also be cancelled.

Section 4 – 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 10.

Section 5 – Board meetings are held each month. Special meetings of the board may be called with reasonable notice by the president or upon the request of two or more directors.

Article 6 Dues

The admission fee shall be **\$100.00** to be billed in the quarter that the new member joins. Of the **\$100.00** admission fee, **\$25.00** is contributed to the Rotary Foundation for the new member. Current Rotarians transferring from other Rotary Clubs are exempt from the admission fee.

Annual club dues are **\$200.00**. They are paid as follows: **Quarterly at \$50.00 per Quarter**. Annual club dues include RI per capita dues, subscriptions to an official magazine, district per capita dues, club fees, and any other Rotary or district per capita assessment.

Article 7 Method of Voting

The business of this club is conducted by voice vote or a show of hands except as otherwise determined by the board that a specific resolution be considered by ballot rather than by voice vote. A possible exception would be to use a ballot for the election of officers and directors, when there is more than one candidate for ~~any~~ the same officer or director position.

Typically, board voting is conducted by voice vote at board meetings, however voting via email or text is allowed as needed when appropriate.

Article 8 Committees

Section 1 —This club’s committees comprise those listed in article 11, section 7, of the Standard Rotary Club Constitution, as well as the following: Youth Services, and Diversity, Equity & Inclusion.

Club committees are charged with carrying out the annual and long-range 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 their 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 attraction and engagement 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 through social media, club webpage and/or multiple media outlets.
- **Club Administration**
This committee should conduct activities associated with the effective operation of the club.
Activities include Sergeant-at-Arms, attendance, meeting participation, programs, club newsletter, and directory, fellowship, historian, etc.
- **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.

- **Youth Service**

This committee recognizes leadership development activities, community and international service projects and exchange implemented by youth and young adults.

- **Diversity, Equity and Inclusion**

This committee recognizes the value of diversity, equity and inclusiveness and how its principles can help to foster a vibrant Rotary club. It encourages exposing club members to embrace diverse people, ideas and cultures to increase our opportunities for service. When all viewpoints are heard, thoughtfully considered, and respectfully responded to, everyone benefits, and this helps us to reach our club goals. Diversity, Equity, and Inclusion unites us with the wider professional and global community.

Additional ad hoc committees may be appointed as needed.

Section 2 — The President 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.

Section 4 — 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 to appropriate RI materials. The Service Projects Committee will consider the Avenues of Vocational Service and Community Service when developing plans for the year. The Foundation Committee will consider International Service in its plans. The Youth Services Committee will work in conjunction with the Service Projects and Foundation Committees in formulating its plans.

Section 5 — Each committee should 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 is 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 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 for a specified length of time. A leave of absence is not to exceed 90 days. If additional leave is justified, a second leave may be granted. During a leave of absence, the member is responsible for payment of dues and contributions to the Rotary Foundation; only meal charges are waived.

(Note: Such leave of absence does operate to prevent a forfeiture of membership; it does not operate to give the club credit for the member's attendance. Unless the member attends a regular meeting of some other club, the excused member must be recorded as absent except that absence authorized under the provisions of the Standard Rotary Club Constitution is not computed in the attendance record of the club.)

Article 10 Finances

Section 1 — Before each fiscal year starts, the board, led by the Treasurer, prepares an annual budget of estimated income and expenditures 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 and the Treasurer deposits club funds in a financial institution or institutions designated by the board, differentiating between club operations and service projects.

Section 2 — Bills are paid by the Treasurer and approved by one other officer or director for expenses exceeding \$500.

Section 3 — A qualified person conducts a thorough annual review of all financial transactions.

Section 4 — Officers having charge or control of club funds are included in the Directors & Officers insurance, paid for by the club.

Section 5 — 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. Monthly Financial Reports are posted in DacDB under Club Files.

Section 6 — The fiscal year is from 1 July to 30 June, and for the submission of members' dues shall be divided into two (2) semiannual periods extending from 1 July to 31 December, and from 1 January to 30 June. The payment of per capita dues and RI official magazine subscriptions shall be made in July and January of each year on the basis of the membership of the club on those dates. Payment of District dues shall be made annually in January, based on July 1 membership numbers.

Article 11 Method of Electing Members

Section 1 — A member of this club or another club proposes a candidate for membership to the board and/or the membership committee. A transferring or former member of another club, having left in good standing, financially and such that the former club would welcome the member back into their club, may be proposed to active membership by the former club or a member of the Rotary Club of Bearden. The proposal for any new member shall be kept confidential except as otherwise provided in this procedure.

Section 2 — The board approves or rejects the candidate's membership proposal within 30 days and the membership committee notifies the proposing member of its decision.

Section 3 — Upon approval by the board, 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 4 — 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 shall be considered to be elected to membership. The admission fee (if not honorary membership), as prescribed in these bylaws, will be paid by the new member as part of his/her first billing.

If any such objection has been filed with the board, the board 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 5 — Following the election, the President shall arrange for the new member's induction, New Member Packet of Rotary literature, and club badge. In addition, the 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 6 — The club may elect, in accordance with the standard Rotary club constitution, honorary members proposed by the board.

Article 12 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 13 Amendments

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

Article 4, initiated by voice vote by motion amendment per Gerry Eastman, and seconded by Ron Justice. Members, having provided sufficient a quorum attending at club meeting, unanimously approved by show of hands approval Club Documents amended March, 2023.

As amended and approved by Club member show of hands – March 31, 2023