**Rotary Club of Tifton**

**By-Laws**

**Adopted XX/XX/2019**

**Article 1     Voting Governing Body**

The ***Governing Body*** of this club shall be the ***officers*** and ***directors***. The ***officers and board*** shall have voting authority and responsibility. A simple majority of the quorum will ratify recommendations by the governing body.

1. **Officers** shall consist of the following: president, immediate past president, president-elect, president nominee, secretary and treasurer.
2. **Directors** shall consist of at least six (6) but not more than ten (10) elected directors.

**Article 2     Elections and Terms of Office**

**Section 1 — Election of the Governing Body**

The president-elect will serve as chair of the nominating committee for the board –elect. Board-elect recommendations shall be submitted to the nominating committee and recommendations will be made by the nominating committee no later than April 1st. The board- elect will be ratified by membership no later than at the annual meeting of the membership.

**Section 2- Term of Office**

The president and president-elect will serve a one- year term.

Term limits for all other officers and directors that are included in the governing body shall be a three -year term. After a break of one- year, a former officer or director may serve an additional three year term.

**Section 3 — Club Leadership**

The governing body shall select and appoint the leadership. Leadership consists of club members selected to serve on required committees including Club Administration, Membership, Public Image, Rotary Foundation, and Service Project committees. The governing body and/or the president may form additional committees as needed. There are no term limits for club leadership as they serve at the pleasure of the governing body.

**Section 4 — Vacancies**

A vacancy in the governing body, i.e., officers, directors, and leadership, including -elect or -nominee, may be filled by majority vote of the governing body.

**Section 5- Removal of Director**

(1) A director may be removed by an affirmative vote of two-thirds of the remaining directors.

(2) Any director who has not participated in any meeting of the Board of Directors during a period of no less than four months (121 ) days may be removed by an affirmative vote of the remaining board of directors due to such absence.

**Article 3     Duties of Officers**

The current Rotary club leader manual provides details of the roles and responsibilities of club officers. These by-laws summarize the officer positions. Duties of officers may be adjusted by approval of the governing body.

**Section 1 — President**

It shall be the duty of the president to preside at meetings of the club and board and shall in general perform all duties incident to the office of president and such other duties as may be prescribed by the directors from time to time

**Section 2 — Immediate past president**

 The immediate past president serves as a director on the board.

**Section 3 — President-elect**

The president-elect prepares for his or her year in office and serves as a director.

 **Section 4 — Secretary**

 The secretary shall keep the membership and attendance records, the minutes of the directors meetings in one or more books provided for that purpose, see that all notices are duly given in accordance with the provisions of these by-laws or as required, and in general perform all duties incident to the office of secretary and such other duties as may be prescribed by the president or by the directors.

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**Section 5 — Treasurer**

The treasurer shall have charge and custody of and be responsible for all funds and securities of the club, receive and give receipts of moneys due and payable to the club from any source whatsoever, and deposit all such moneys in the name of the club in such banks, trust companies or other depositaries as shall be selected by the directors, provide periodic accounting as requested by the Governing body or in accordance with these by-laws and in general perform all of the duties incident to the office or treasurer and such other duties as from time to time may be assigned by the president or by the directors. .

**Section 6- Sergeant-at-arms**

The sergeant-at-arms maintains order in club meetings. The sergeant-at-arms does not serve as part of the Governing Body unless specifically nominated and approved through the election process.

**Article 4     Meetings**

**Section 1 — Annual Meeting**

An annual meeting of this club shall be held at the last regular meeting date of each fiscal year-ending June 30. Notice of 15 days will be given to membership of any recommendations or actions to be voted upon by the membership.

**Section 2 — Regular Meetings**

The regular weekly meetings of this club shall be held at such time and place as the board may determine and announce. Notice of any changes in or cancellation of the regular meeting shall be given to all members of the club. Members, excepting honoraries, in good standing in this club on the day of the regular meeting must be counted as present or absent for each meeting. One-third (1/3rd) of the membership (excluding honoraries) shall constitute a quorum at the annual and regular meetings of this club.

Meeting formats may include regular weekly meetings, online meetings, club member activities and other alternative meeting structures as the governing body may approve.

 **Section 3 — Officers and Board Meetings**

Regular meetings of the officers and board shall be held at such time and place as the board may determine and announce. 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. A majority of the officers and directors shall constitute a quorum of the officers and board.

**Article 5     Fees and Dues**

**Section 1- Dues and Fees**

The Governing Body sets annual dues and fees and presents them for membership approval at the annual meeting. The club’s operating manual will be updated annually for current dues and relates fees.

Annual dues include RI per capita dues, a subscription to The Rotarian or a Rotary regional magazine, district per capital dues, club fees, and any other Rotary or district per capita assessment.

The Governing body may establish additional special assessments which will be communicated to membership thirty (30) days before assessment.

In addition to dues and fees, fines are assessed for missed meetings without make-ups

Active members who have been members 20 years and whose aggregate years of age and years of membership in Rotary is 85 years or more may notify the club secretary in writing of the member’s desire for R85 status, Upon acceptance of the Board, member shall be entitled to the benefits of R85 including excused from attendance and club meetings and therefore not subject to fines assessed.

**Section 2- Termination for non-payment of Dues**

The governing body, at its discretion, may terminate a member for non-payment of dues that are more than six (6) months delinquent.

**Article 6     Avenues of Service**

The *Avenues of Service* are the framework for service of the club. The *Avenues of Service* consist of the following five areas: Club Service, Vocational Service, Community Service, International Service, and Youth Service. Rotary’s five avenues of service are the philosophical and practical framework for the club and are further defined in Rotary International’s Manual of Procedure.

**Article 7     Committees**

**Section 1 — Standing Committees**

Club committees are charged with planning and carrying out the annual and strategic goals of the club. The Governing body shall work together to ensure the continuity of leadership and succession planning. Standing committees include those required by Rotary International as defined in the Manual of Procedure. Pursuant to the 2016 Manual of Procedure, the standing committees are as follows:

Club Administration; Membership; Public Image; Rotary Foundation; and Service Projects.

**Section 2 — Ad Hoc Committees**

Additional ad hoc committees may be appointed by the governing body as needed.

**Section 3 — Committee Function**

The president shall be *ex officio* a member of all committees and, as such, shall have all the privileges of membership thereon. Each committee shall transact business delegated to it in these bylaws and referred to it by the president or the board. Each committee chair shall be responsible for regular meetings and activities of the committee, supervision and coordination of the committee’s work, and reporting committee activities to the board.

**Section 4 —Duties of Committees**

The duties of all committees shall be established and reviewed by the president for his/her year. In declaring the duties of each, the president shall reference appropriate Rotary International 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.

**Article 8     Non - Attendance and Leave of Absence**

A member who fails to meet the attendance requirements set forth in Rotary International’s Constitution may be subject to termination of membership status.

Upon written application to the secretary, setting forth good and sufficient cause, a leave of absence may be granted excusing a member from attending the meetings of the club. Such leave of absence shall not extend beyond a term of twelve (12) months and shall not be considered attendance for the purpose of *Perfect Attendance* recognition.

Make-ups of absence will be allowed per the guidelines outlined in the Club Constitution and/ or Manual of Procedures.

Active members, who have 20 years of membership and the combined total of their years of membership in one or more Rotary clubs plus their age equals at least 85 by notifying the club secretary in writing of the member’s desire for R85 status. Upon Board approval, the requesting member shall be entitled to the benefits of R85 status which includes excused absence from meetings.

**Article 9     Finances**

**Section 1 — Budget**

Prior to the beginning of each fiscal year, the governing body 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 governing body.

 **Section 2 — Finance Committee**

The governing body shall serve as the finance committee.

 **Section 3 — Reporting**

The treasurer will submit, at a minimum, quarterly financial reports to the governing body on a recurring basis as determined by the governing body.

The treasurer will also report annually to the membership at the annual meeting.

The treasurer will make all records available, upon request, to any member of the governing body. Any membership request of financial records will be made through the governing body.

The treasurer will handle all required reporting by the organization to federal, state and/ or local authorities that the club is required to make reports to.

 **Section 4 — Bond**

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 same to be borne by the club.

**Section 5 — Fiscal Year**

The fiscal year of this club shall extend from 1 July to 30 June.

 **Article 10   Method of Electing Members**

**Section 1 — Prospective Member**

A prospective member, proposed to the membership committee by an active member of the club following introduction as guest at two (2) regular club meetings, shall be recommended to the board by the membership committee in writing on the club’s standard *New Member Proposal* form, *New Member Data* form, and *Prospective Member and Sponsor Agreement*. A transferring or former member of another club may be proposed for active membership in the same manner.

**Section 2 — Membership Committee**

The membership committee shall ensure that the proposal meets the membership and classification requirements of the club constitution and these bylaws.

**Section 3 — Board Approval**

The board shall immediately approve or disapprove the proposal and the membership chair shall notify the proposer of its decision. If the decision of the board is favorable, the prospective member shall be informed of the purposes of Rotary, along with the privileges and responsibilities of membership, and 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 — Publishing Proposed Member and Classification**

The club president or secretary shall publish the name of the proposed member and classification to all active members of the club. If no written objection to the proposal, stating reasons, is received within ten (10) days following publication, that person, upon payment of the admission fee, 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 by a two-thirds vote of all members present at said next meeting, despite the objection, the proposed member, upon payment of the admission fee shall be considered to be elected to membership.

**Section 5 — Membership Types**

Honorary

The club may elect, in accordance with the club constitution, honorary members proposed by the membership committee and board.

Active

Membership of all persons meeting the qualifications of Rotary’s constitution.

**Article 11 Methods of Voting**

For actions requiring approval by either the governing body or the membership, all standard methods of voting will be accepted including voice, show of hands, paper ballot (including electronic submission of such vote) or any other method approved by the governing body at least five (5) business days before the matter is called for vote .

**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 by board recommendation to membership and a two-thirds vote of all members present at a regular meeting, provided notice of such proposed amendment shall have been presented, by mail, e-mail, or otherwise, to each member at least five (5) days before such meeting. Amendments to these bylaws shall be materially consistent with the club constitution and with the constitution and bylaws of Rotary International.