

Bylaws of the Rotary Club of Fairmont, West Virginia
District 7545 – Club 5683
Chartered April 1, 1918

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Article I. Definitions

Section 1	Board:	The board of directors of this club.
Section 2	Director:	A director on this club's board.
Section 3	Member:	A member, other than an honorary member, of this club.
Section 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, including amendments to the Bylaws, and a majority of the directors for club board decisions.
Section 5	RI:	Rotary International
Section 6	Year:	The 12-month period beginning 1 July.

Article II. Board

Section 1 The governing body of this club is its board of directors of not fewer than seven members and no more than 13 members, consisting of the president, immediate past president, president-elect, secretary, treasurer, and directors at large.

Article III. Elections and Terms of Office

- Section 1 On or before April 1 of each year, any member who is interested in serving on the Board shall make their interest known to the president-elect.
- Section 2 On or before May 1, the president-elect shall appoint officers and directors at large for the coming RI Year.
- Section 3 If any officer or board member vacates their position, the president of the Board will appoint a replacement.
- Section 4 If any officer-elect or director-elect vacates a position, the president-elect will appoint a replacement.
- Section 5 Each year a president nominee-designate is nominated and selected to replace the outgoing president in the leadership chain of succession. This process ensures a leadership succession is in place at all times within the club. The following procedure will be followed in selecting the president nominee-designate:
- (a) By December 1st of each year, the president shall notify the membership to submit recommendations for consideration as a candidate.
 - (b) By December 31 of that year, club members shall notify the president of their interest in serving as president nominee-designate.
 - (c) The Board shall convene between January 7th and January 31st for the purpose of considering all candidates and selecting the president nominee-designate.
 - (d) If no member has expressed interest in becoming president nominee-designate the Board shall meet and select the best qualified Rotarians from the club.

- (e) Within seven days following the Board meeting, the president shall personally notify each candidate and inform them of the decision regarding their candidacy.

Section 6 The terms of office for each role is one year.

Article IV. Duties of the Officers

Section 1 The president presides at club and board meetings and performs other duties that ordinarily pertain to the office of president.

Section 2 The immediate past president serves as a director on the board.

Section 3 The president-elect prepares for his or her year in office and serves as a director. He or she also performs the following duties: coordinating the weekly meeting program schedule, presiding at club and board meetings when the president is absent, and any other duties that ordinarily pertain to the office of president-elect.

Section 4 The secretary keeps membership records, keeps attendance records, and records the minutes of board meetings. The secretary provides information to and submits reports to RI as required and performs duties that ordinarily pertain to the office of the secretary.

Section 5 The treasurer oversees all funds and provides an accounting of them. He or she also performs the following duties: sending invoices to members for dues; remitting dues to RI, the District, and the RI Foundation, as required; and any other duties that ordinarily pertain to the office of the treasurer.

Section 6 A director attends club and board meetings.

Article V. Meetings

Section 1 An annual meeting of this club shall be held on the last regular weekly club meeting in the month of June of each year.

Section 2 The club meets on Thursdays at 12:00 p.m. 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 VI. Dues

Section 1 Annual club dues are \$2.00 per week. Dues are paid quarterly.

Section 2 Rotary International dues are set by the Council on Legislation and District dues are set by the District. International and District dues are paid quarterly.

Section 3 The collection of members' dues shall be divided into four (4) quarterly periods, each beginning July 1, October 1, January 1, and April 1. The payment of per capita dues to Rotary International shall be made on July 1 and January 1 of each year on the basis of the membership of the club on such dates.

Article VII. Method of Voting

- Section 1 The business of this club is conducted by voice vote or a show of hands except in the election of officers and directors, which is conducted by ballot or other acceptable written means. The board may also provide a ballot for a vote on some resolutions.
- Section 2 In lieu of a meeting, Directors may take action by means of written consent executed by all directors entitled to vote on such action.

Article VIII. Committees

- Section 1 Club committees are charged with carrying out the annual and long-range goals of the Club based upon the five (5) Avenues of Service. 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. The President, President-Elect, and Immediate Past President should work together to ensure continuity of leadership and succession planning. The President shall be an ex officio member of all committees and, as such, shall have all the privileges of membership thereon. 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 act until a report has been made to and approved by the Board.
- Section 2 Committee members serve a one-year term. The committee chair is responsible for appointing committee members to fill vacancies if they should arise during the Club's year or if a committee member chooses to resign prior to the expiration of the term.
- Section 3 Committee chairs are appointed by the President to serve one-year terms. 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. The President is responsible for appointing committee chairs to fill any vacancies if they should arise during the Club year.
- Section 4 The President shall, subject to the approval of the Board, appoint standing committees, including but not limited to:
- (a) Membership: (1) Devise and carry into effect plans to give existing and prospective members information about the privileges and responsibilities of membership in a Rotary club, an adequate understanding of the privileges and responsibilities of membership, information about Rotary, its history, object, scope, activities, and information as to developments in the administrative operation of Rotary International; consider all proposals for membership; thoroughly investigate the character, business, social and community standing, and general eligibility of all persons proposed for membership; and report decisions on all applications to the Board. (2) Devise means for encouraging attendance at all Rotary meetings, including District conferences, intercity meetings, regional conferences, and international conventions by all club members; encourage attendance at regular meetings of this Club and attendance at regular meetings of other clubs when unable to attend meetings of this Club; keep all members informed on attendance requirements; promote better incentives for good attendance; and seek to ascertain and remove the conditions that contribute to unsatisfactory attendance.

- (b) Public Image: Devise and carry into effect, plans to give the public general information about Rotary, its history, object, and scope; and secure proper publicity for the Club using all media outlets, including, but not limited to, social media.
- (c) Communications: Endeavor, through the publishing of a weekly bulletin, to stimulate interest and improve attendance, announce the program of the forthcoming meeting, relate highlights of the previous meeting, promote fellowship, contribute to the Rotary education of all members, and report news of the Club, of its members and of the worldwide Rotary program.
- (d) Youth Services: Promotion and support of Interact, Rotaract, Youth Exchange, and RYLA.
- (e) Special Events/Fellowship: Promote fellowship and participation by members in organized Rotary recreational and social activities, such as fifth Thursday programs, interclub meetings, and/or district, zone, or international events.
- (f) Service, Fund Raising, and Philanthropic Endeavors: This committee focuses on fundraising and philanthropy, through initiatives including, but not limited to, Fly the Flag and scholarships.
- (g) The Rotary Foundation.

Section 5 The President shall, subject to the approval of the board, also create such further committees on an ad hoc basis on particular phases of club, vocational, community, generations, and international service as may be deemed necessary.

Article IX. Finances

Section 1 Before each fiscal year starts, the board shall prepare an annual budget of estimated income and expenditures.

Section 2 The Treasurer shall deposit club funds in a financial institution or institutions designated by the board.

Section 3 The Treasurer shall pay bills subject to approval by the Board.

Section 4 Officers having charge or control of funds shall give a bond as may be required by the board for the safe custody of the funds of the club. The cost of the bond shall be borne by the club.

Section 5 A qualified person shall conduct a thorough annual review of all financial transactions.

Section 6 Club members will receive an annual financial statement of the club. A mid-year financial report, with current and previous year income and expenses, shall be presented at the annual meeting.

Section 7 The fiscal year is from July 1 to June 30.

Article X. Method of Electing Members

- Section 1 A member of this club or another club may propose a candidate for club membership to the board and/or the membership committee, by submitting an application form with the requisite, refundable new member fee of \$25.
- Section 2 The membership committee shall consider and report to the board on the eligibility of the proposed member from the standpoint of character, business and social standing, and general eligibility without unnecessary delay.
- Section 3 The board shall consider and approve or disapprove the recommendation of the membership committee and shall then notify the proposer of its decision, as follows:
- (a) If the decision of the Board is favorable, the proposer, together with one or more members of the membership committee, shall inform the prospective member of the purposes of Rotary and of the privileges and responsibilities of membership in the club, following which the prospective members' application shall be published to the club. Any member having an objection to the proposed membership application must submit such objection, signed and in writing, setting forth the reasons for the objection to the board within ten (10) days. If no objections are submitted, the applicant shall be considered to be elected to membership.
 - (b) If the decision of the Board is not favorable, the proposer shall be notified by the board of such determination and the process of consideration shall immediately cease.
 - (c) If the decision of the Board is favorable, but objections pursuant to Article X Section 4(a) is filed with the Board, it shall consider the same at any regular or special meeting of the Board and shall ballot on the application of the proposed member unless two or more negative votes are cast by members of the Board.
- Section 4 At the next regular or special club meeting, the proposed member shall be inducted into membership and shall be formally introduced as a new member of the club.
- Section 5 Following the member's induction, the secretary shall issue standard new membership materials to the member and shall report such member's name to Rotary International.
- Section 6 Senior Active (R-85) and Honorary Members:
- (a) Rotarians may be considered "Senior Active" when the aggregate of the member's years of age and years of membership in one or more clubs is 85 years or more, the member has been a member of one or more clubs for at least 20 years, and the member has notified the club secretary in writing of the member's desire to be recognized as such.
 - (b) Honorary membership may be offered to people who have distinguished themselves by meritorious service in the furtherance of Rotary ideals. The name of a candidate for Honorary membership must be proposed to the board in writing, and the board shall determine the election. This status remains in effect until revoked by the board. Honorary members do not vote, cannot propose new members to the club, may not hold office, and are exempt from attendance requirements. An Honorary member is a member of the club, but not a member of Rotary and does not pay dues.

Article XI. Resolutions

Section I No resolution or motion to commit this Club on any matter shall be considered by the Club until it has been considered by the Board. Such resolutions or motions, if offered at a Club meeting, shall be referred to the Board without discussion.

Article XII. Amendments

Section I Amendments to these bylaws may be ratified at any regular club meeting, provided that written notice has been sent to each member no less than 21 days before the meeting. A quorum must be present for the vote, and a two-thirds majority of the votes must be in favor of the amendment(s). Changes to these bylaws must be consistent with the Standard Rotary Club Constitution, the RI Constitution and Bylaws, and the Rotary Code of Policies.

Adopted: July 13, 2023