



Rotary Club of Hanover County

Bylaws of the Rotary Club of Hanover County

(Updated August 24, 2024)

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. HRC Hanover Rotary Club.
7. HRCF Hanover Rotary Club Foundation.
8. 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 president, vice president, secretary, and treasurer and sergeant at arms.

Standing Committee Chairs, immediate past President, and the President of the HRCF shall be ex-officio members of the Board.

Article 3 Elections and Terms of Office

Section 1 — One month before elections, members nominate candidates for all director positions. The nominations may be presented by a nominating committee consisting of the past three HRC presidents, by members from the floor, or both.

Section 2 — The candidate who receives a majority of the votes for each office is declared elected to that office.

Section 3 — If any board director vacates their position, the remaining directors of the board will appoint a replacement.

Section 4 — If any director-elect vacates a position, the remaining members of the board-elect will appoint a replacement.

Section 5 — The terms of office for each role shall be one year.

Article 4 Duties of the Directors

Section 1 — The president or their designee presides at club and board meetings.

Section 2 — The president-elect prepares for his or her year in office and serves as a director.

Section 3 — A director attends club and board meetings.

Section 4 — The secretary keeps membership and attendance records.

Section 5 — The treasurer oversees all funds and provides an accounting of them.

Section 6 — The sergeant-at-arms maintains order in club meetings.

Article 5 Meetings

Section 1 — An annual meeting of this club is held no later than 31 December to elect the officers and directors who will serve for the next Rotary year.

Section 2 — This club meets as follows: Regular meetings will be held two times per month on Wednesdays. Reasonable notice of any change or cancellation of the regular meeting will be given to all club members.

Section 3 — Board meetings are held at a minimum every six weeks and are open to all members. Special meetings of the board are called with reasonable notice by the President or upon the request of two directors. The President has the authority to move the board into a closed session to discuss confidential matters.

Article 6 Dues

The membership dues shall be determined by the Board on an annual basis and shall be payable quarterly. See "HRC Billing Procedures and Payment Policy" for member fiscal responsibilities. Members must be current on dues and charges to participate and vote on the Board of Directors.

Article 7 Method of Voting

The business of this club is conducted by voice vote or a show of hands except in the election of directors, which is conducted by ballot when more than one name is in nomination. The board may also provide a ballot for a vote on some resolutions.

Article 8 Committees

Section 1 — This club's standing committees are: Membership/New Generations, Public Image, Rotary Foundation and Service Projects.

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.

Article 9 Finances

Section 1 — No later than end of the first month in the fiscal year, the board prepares an annual budget of estimated income and expenditures.

Section 2 — The treasurer or designee deposits club funds in a financial institution or

institutions designated by the board.

Section 3 — Bills are paid by the treasurer or another authorized director. Any expenditure outside purview of budget requires board approval.

Section 4 — Any club member upon request and approval by the Board can contact the Treasurer and arrange a time to inspect any financial record, receipt, disbursement, and related documentation.

Section 5 — Club members will receive an annual financial report of the club.

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

Article 10 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, complete with formal written RI application for membership.

Section 2 — The board will inform all members of the club of the potential member so that they have an opportunity to vet the candidate. The board approves or rejects the candidate's membership within 30 days of application and notifies the proposing member of its decision. Meetings to discuss prospective members shall be closed and the board shall keep any specific complaints confidential.

Section 3 — If the board approves the candidate's membership, the prospective member is invited to join the club.

Article 11 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 12 Dissolution

In the event the club should dissolve, the club funds will be allocated by the board to one or more 501(c)(3) with a priority for similar community mission.