

**Bylaws of the Rotary Club of
Lake Ridge, Virginia**

Purpose: Club bylaws supplement the Rotary Club constitution and establish common club practices.

**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: 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 twelve-month period that begins on 1 July.

**Article 2
Board**

Section 1 – Governing Body. The governing body of this club shall be the board consisting of 14 (fourteen) members of this club, namely the president, immediate past president (who serves as vice-president), president-elect, secretary, treasurer, and the sergeant-at-arms, and 8 (eight) directors elected in accordance with article 3.

Section 2 – Removal. Any officer or director may be removed by two-thirds (2 /3) vote of the Board of Directors whenever in its judgment, the best interests of the Club would be served thereby.

**Article 3
Elections of Directors and Officers**

Section 1 – At a regular Club meeting in December, designated the Annual Meeting of the Club, officers and directors for the coming year shall be elected by the club members in attendance that day.

Section 2 - At a regular meeting in mid-October, sixty days prior to the Annual Meeting, the president will announce that a Nominating Committee, chaired by the immediate past president of the club, has been appointed and that nominations for directors and officers would be accepted in writing to the Nominating Committee Chairman.

Section 3 - At a regular meeting in mid-November, members nominate candidates for president, vice president, secretary, treasurer, and any open director positions. The nominations may be presented by a nominating committee, by members from the floor, or both.

Section 4 – The terms of office for each role are a minimum of one year, but may be extended for additional years based on the desire of the individual in role and the concurrence of the Board of Directors.

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Section 5 – The Board of Directors will identify and approved a replacement, for the unexpired portion of the term, for any vacancy in an office or directorship, either current or –elect, due to death, resignation, removal, disqualification or other cause.

**Article 4
Duties of Officers**

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

Section 2 – The immediate past president serves as a director and performs such other duties as may be prescribed by the president or the board.

Section 3 - The president-elect serves as a director and performs such other duties as may be prescribed by the president or the board.

Section 4 - The vice-president presides at meetings of the club and the board in the absence of the president and performs other duties as ordinarily pertain to the office of vice-president.

Section 5 - The secretary keeps membership records; record attendance at meetings; sends out notices of club, board, and committee meetings; records and preserves the minutes of such meetings; reports as required to RI, including the semiannual reports of membership on 1 January and 1 July of each year; reports changes in membership; provides the monthly attendance report, which shall be made to the district governor within 15 days of the last meeting of the month; collects and remits RI official magazine subscriptions; and performs other duties as usually pertain to the office of secretary.

Section 6 - The treasurer oversees all funds and provides an annual accounting of them. 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 - The sergeant-at-arms maintains order in club meetings and conducts additional as may be prescribed by the president or the board.

**Article 5
Meetings**

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

Section 2 -- The regular weekly meetings of this club shall be held on Wednesdays at 7:30 AM. Due notice of any changes in or canceling of the regular meeting shall be given to all members of the club. 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. In the event of Inclement weather, the club shall

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follow the guidance provided by the Prince William County government (www.pwcgov.org). If the PWC government is closed or delayed beyond the club's regular meeting time, the club's meeting will be automatically cancelled.

Section 3 – Board meetings are held each month. 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.

Section 4 -- A majority of the directors shall constitute a quorum of the board.

Section 5 - The directors may participate in and act at any meeting of the board through the use of a conference telephone, internet, or other communications equipment by means of which all persons participating in the meeting can communicate with each other. Participation in such a meeting shall constitute attendance and presence in person at the meeting of the person or persons so participating.

Article 6 Dues

Annual dues are \$740.00. They are paid \$185.00 quarterly on the first day of July, September, January, and April. Annual club dues include RI per capita dues, a subscription to The Rotarian regional 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 shall be transacted by voice vote or show of hands except the election of officers and directors, which shall be by ballot if there is more than one nominee per office. The board may determine that a specific resolution be considered by ballot rather than by voice vote. At the discretion of the president, voting may include the use of electronic mail (e-mail) and internet technology in order to increase timeliness and reduce costs.

Article 8 Committees

Club committees are charged with carrying out the annual and long-range strategic 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 the year in office. It is recommended that the chair has previous experience as a member of the committee. Standing committees should be appointed as follows:

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- Administration. This committee should conduct activities associated with the effective operation of the club, including the scheduling of guest speakers at club meetings.
- Fundraising. This committee is responsible for the strategic direction and management of the fundraising activities of the club.
- International Service. This committee develops and implements educational, humanitarian, and vocational projects that address the needs communities in other countries.
- Membership. This committee should develop and implement a comprehensive plan for the recruitment and retention 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.
- Service Projects. This committee develops and implements educational, humanitarian, and vocational projects that address the needs of its community.
- The Rotary Foundation. This committee develops and implements plans to support The Rotary Foundation through both financial contributions and program participation.
- Youth Service. This committee develops and implements the Club's relationships and joint efforts with youth, to include Interact and Rotaract

Additional ad hoc committees may be appointed as needed.

(a) The president shall be *ex officio* a member of all committees and, as such, shall have all the privileges of membership thereon.

(b) 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 take action until a report has been made and approved by the board.

(c) 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 Duties of Committees

Section 1 - 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 appropriate RI materials and the Avenues of Service when developing plans for the year.

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Section 2 - 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. It shall be 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 10 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 no longer than twelve months. The member granted Leave of Absence shall be responsible for club dues during the period the member is on leave (see Article 6). In the case of a Leave of Absence being granted by the Board, the President shall have the authority to also waive the member's dues payments either in its entirety or in any part thereof for a period not to exceed six (6) months.

Article 11 Finances

Section 1 -- Prior to the beginning of each fiscal year, the board 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 board. The budget shall be broken into two separate parts: one in respect of club operations and one in respect of charitable/service operations.

Section 2 -- The treasurer shall deposit all club funds in a bank, named by the board. The club funds shall be divided into two separate categories: club operations and service projects. A separate account through T. Rowe Price will house monies that were donated to fund 501(c) (3) organizations.

Section 3 -- All bills shall be paid by the treasurer or other authorized officer only when approved by two other officers or directors.

Section 4 -- A thorough review of all financial transactions by a qualified person shall be made once each year within 60 days of the year end.

Section 5 -- 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 bond to be borne by the club.

Section 6 -- The fiscal year of this club shall extend from 1 July to 30 June, and for the collection of members' dues shall be divided into four (4) quarterly periods extending from 1 January to 31 March, 1 April to 30 June, 1 July to 30 September, and 1 October to 31 December. The payment of per capita dues and RI official magazine subscriptions shall be made on 1 July and 1 January of each year on the basis of the membership of the club on those dates.

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**Article 12
Method of Electing Members**

Section 1 -- The name of a prospective member, proposed by an active member of the club, shall be submitted to the board in writing, through the club membership chair and coordinated with the club secretary. New members are expected to have attended a minimum of 3 (three) club meetings before submitting a new member application. A transferring or former member of another club may be proposed to active membership by the former club. The proposal shall be kept confidential except as otherwise provided in this procedure.

Section 2 -- The board shall ensure that the proposal meets all the classification and membership requirements of the standard Rotary club constitution.

Section 3 -- The board shall approve or disapprove the proposal within 30 days of its submission and shall notify the proposer, through the club secretary, of its decision.

Section 4 -- If the decision of the board is favorable, 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 5 -- 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, upon payment of the admission fee (if not honorary membership), 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 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 6 -- Following the election, the president shall arrange for the new member's induction, and new member Rotary literature. In addition, the president or 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 7 -- Club members are expected to engage in regular meetings, services, and other club activities to the greatest extent possible.

Section 8 -- The Rule of 35 allows for up to 10% of the total club membership to be admitted to full membership with their costs subsidized if they are under the age of 35. After the month in which they turn 35 they are to be charged regular dues and meal costs.

**Article 13
Corporate Membership**

Section 1 -- Approval. A corporate entity or organization can become eligible for corporate membership of the Rotary Club of Lake Ridge through the existing member approval process.

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Section 2 - RI Registration. One corporate designee will be listed as the official member of the Rotary Club of Lake Ridge and will be noted in the club roster that that individual is the primary designee of the named eligible corporation.

Section 3 - Votes and Quorum. For general meetings and club matters, voting by the corporate member will be as an official member of the Rotary Club of Lake Ridge (one vote per corporate membership will be recognized). Membership would apply toward RI election voting (only one vote per corporate membership). Only one designee from a corporate membership may hold an office at any one time.

Section 4 - Financial Obligations. The financial obligations of an eligible corporation will be as follows:

- (a) RI dues: Payable for each corporate accommodation member as stipulated in the RI Bylaws 18.030.
- (b) Corporate membership dues are \$1,200 annually, to be paid \$300 quarterly.
- (c) Corporate members will participate as a Silver-level Sponsor at the Celebrity Luncheon.

Article 14 Resolutions

Section 1 - No resolution or motion to the assembled Club membership 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. The Board, after having given consideration to a matter, shall submit its recommendations to the Club. Having received the recommendations of the Board, the Club may then proceed to take such action as may seem proper to the majority.

Section 2 - Any appeal to the Club or to its members as Rotarians for charitable or other subscriptions shall be handled in accordance with the procedure prescribed in Section 1 of this Article.

Section 3 - In no event shall the sale of tickets, direct subscriptions for funds, dues or other solicitation for causes or organizations other than Rotary take place within the regular meeting period of any meeting of this Club unless approved by the President. Any such solicitation, sale, or other means of contacting the members of the Club shall be outside of the meeting room, either before or after the regular meeting.

Article 15 Order of Business

Section 1 – Rules of Order. Roberts' Rules of Order, in the most recent version at hand, shall be the parliamentary authority for all matters not resolved by general consensus or not specifically covered by the constitution, bylaws, or special rules of this Club or Rotary International.

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Section 2 – Weekly Meetings. The order of business for weekly meetings shall be as determined by the President and may include the following:

- Welcome
- Prayer & Pledge of Allegiance
- Announcements
- Birthdays, anniversaries
- Introduction of Guests
- Breakfast
- Happy Bucks
- Today's Program
- 50/50 Raffle
- 4-Way Test

Section 3 – Board of Directors Meetings. The order of business for Board of Directors meetings shall be as determined by the President and may include the following:

- Meeting called to order
- Introduction of visitors
- Correspondence, announcements, and Rotary information
- Committee reports if any
- Any unfinished business
- Any new business
- Address or other program features
- Adjournment

**Article 16
Amendments**

These bylaws may be amended at any regular club meeting. Changing the club bylaws requires sending written notice to each member 10 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.