

Bylaws of the Rotary Club of Alexandria

Source: RI Recommended Rotary Club Bylaws

As amended by vote of the members on April 23, 2024

Contents

1	Definitions
2	Board
3	Elections and Terms of Office
4	Duties of the Officers.....
5	Meetings
6	Dues
7	Method of Voting.....
8	Committees.....
9	Finances.....
10	Method of Electing Members
11	Affiliated Organizations
12	Amendments.....

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, at a minimum, the president, immediate past president, president-elect, secretary, treasurer, vice-president, and the sergeant-at-arms. At the discretion of the board, also added can be the seven (7) directors elected in accordance with Article 3, and the president of the Alexandria Day Nursery and Children's Home.

Article 3 Elections and Terms of Office

Section 1 — One month before elections, members nominate candidates for president, president-elect, 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. If it is determined to have a nominating committee, such committee shall consist of the immediate past five presidents, the president, and the president-elect.

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

Section 3 — If any officer or board member vacates their position, the remaining members of the board will appoint a replacement.

Section 4 — If any officer-elect or 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 are:

President — one year

Vice President —	<u>one year</u>
Treasurer —	<u>one year</u>
Secretary —	<u>one year</u>
Sergeant-at-arms —	<u>one year</u>
Director —	<u>one year</u>

Section 6 -- Within 30 days after their election, the Board of Directors-elect shall meet and elect a past president of the Club to act as Sergeant-at-Arms.

Article 4 Duties of the Officers

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

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

Section 3 — The president-elect prepares for his or her year in office and serves as a director.

Section 4 — The vice president presides at club and board meetings when the president is absent.

Section 5 — A director attends club and board meetings.

Section 6 — The secretary keeps membership and attendance records and performs other clerical duties as appropriate.

Section 7 — The treasurer oversees all funds and provides an accounting of them.

Section 8 — 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 weekly at 12:15 on Tuesdays. 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 6 Dues

The membership dues as set by the board of directors shall be payable quarterly on the first day of January, April, July and October. 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. Every applicant, other than a transferring or former member of another club or a Rotaractor within two years of their Rotaract membership, shall pay an initiation fee of \$150.00, or as otherwise set by the Board.

Article 7 Method of Voting

The business of this club is conducted by voice, ballot or electronic mail vote, except in the election of officers and directors involving two or more nominees for any office, which is conducted by ballot. The board may also provide a ballot for a vote on some resolutions.

Article 8 Committees

Section 1 — This club shall have the following committee structure:

- (a) Club Administration;
- (b) Membership;
- (c) Public Image;
- (d) Rotary Foundation; and
- (e) Service Projects.

The board or president may appoint additional committees within , or in addition to, this structure 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.

Article 9 Finances

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

Section 2 — The treasurer deposits club funds in a financial institution or institutions designated by the board.

Section 3 — Bills are approved by the director or officer responsible for the particular item of expense and, then, are paid by the treasurer or another authorized officer or the assistant treasurer.

Section 4 — A qualified person conducts a thorough annual review of all financial transactions.

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.

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.

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

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

Article 11 Affiliated Organizations

Section 1 -- The Alexandria Rotary Foundation -- The Alexandria Rotary Foundation is a 501(c)(3) non-profit organization founded by the Rotary Club of Alexandria to engage in charitable activities on behalf of the Club. The members of the Alexandria Rotary Foundation are the members of the Rotary Club of Alexandria, and the Board of Directors of the Rotary Club of Alexandria constitutes the Board of the Alexandria Rotary Foundation.

Section 2 -- The Alexandria Day Nursery and Children's Home -- The Alexandria Day Nursery and Children's Home, Inc. (ADN&CH) is a non-profit 501(c)(3) organization which was sponsored and incorporated in 1930 by the members of the Rotary Club of Alexandria. The ADN&CH assists day nurseries and children in providing education, special training, or any other care and attention deemed appropriate. The members of the AND&CH are the members of the Rotary Club of Alexandria, Virginia; the AND&CH Board of Directors is elected by the members of the Rotary Club of Alexandria; and the President of AND&CH serves as a member of the Board of Directors of the Rotary Club of Alexandria.

Article 12 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.