

# Bylaws of the Rotary Club of Downtown Silver Spring

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## 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 begins 1 July.
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## Article 2 Board

The governing body of this club is its board of directors, consisting of, at a minimum, the President, Immediate Past President (Vice President), President-Elect, Secretary, and Treasurer.

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## Article 3 Elections and Terms of Office

Section 1 — One month before elections, members nominate candidates for President, President-Elect, Secretary, Treasurer, any open director positions, and committee chairs. The nominations may be presented by a nominating committee, 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 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 — one year

Treasurer — two years

Secretary — one year

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## **Article 4 Duties of the Officers**

Section 1 – The President presides at club and board meetings.

Section 2 – The Immediate Past President (Vice President) serves as a director on the club board and presides at club and board meetings when the president is absent.

Section 3 – The President-Elect prepares for their year in office and serves as a director.

Section 4 – The Secretary keeps membership and attendance records and documents club meeting minutes for record.

Section 5 – The Treasurer oversees all funds and provides an accounting of them.

Section 6 – A Director attends club and board meetings.

For additional detail on roles and responsibilities, *see Rotary club leader manuals for each club officer position.*

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## **Article 5 Meetings**

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

Section 2 – This club meets as follows Fridays at 8am. Reasonable notice of any change or cancellation of the regular meeting will be given to all club members.

Section 3 – Board leadership (Club Administration Committee) meetings are held quarterly. Special meetings of the board are called with reasonable notice by the President or upon the request of two Directors. Leaders of club committees are welcome to attend board leadership meetings, but do not have voting responsibility.

Section 4 - An annual meeting of past club Presidents is held no later than June 30 to adopt and update the strategic plan for the upcoming Rotary year. This meeting must be called with reasonable notice by the President-elect.

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## **Article 6 Dues**

Section 1 – Annual club dues are \$500.

Section 2 – Dues are paid as follows: cash, check or electronic transaction on a monthly or annual option.

Section 3 – The treasurer will send a dues notice to each member of the club on a quarterly basis.

Section 4 – Annual club dues include RI per capita dues, subscriptions to an official magazine, district per capita dues, club fees, any other Rotary or district per capita

assessment, a contribution to the Rotary International Foundation and a contribution to the Rotary Club of Downtown Silver Spring Foundation.

Section 5 — Any member not in good standing for a period of 1 year will be reviewed by the board and may be subject to removal from club roles and membership.

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### **Article 7 Method of Voting**

The business of this club is conducted by voice vote or a show of hands. The board may also provide a ballot for a vote on some resolutions. Officers and directors may propose e-voting on special occasions and with approval from a majority vote of members present for a standard club meeting.

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### **Article 8 Committees**

Section 1 — Whenever possible, this club’s committees will comprise of the following:

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

The board or President may appoint additional committees 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.

Sub-Section 1 — If club membership is unable to elect a committee chair to lead committee work, committee responsibilities will be assumed by a member of the club board.

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### **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 paid by the treasurer or another authorized officer and approved by two other officers or directors.

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.

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## **Article 10 Method of Electing Members**

Section 1 — At a general club meeting, a member of the club may propose a candidate for membership to the board and/or the membership committee, or another club may propose one of its transferring or former members.

Sub-Section 2 - Any active club member's objection to a nomination must be registered with the club president within 14 days of the nomination.

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.

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## **Article 11 Termination of Members**

### **Section 1 — Termination**

1. Good Cause. The board may terminate the membership of any member who ceases to have the qualifications for club membership or for any good cause by a vote of at least two-thirds of the board members present and voting, at a meeting called for that purpose. The guiding principles for this meeting shall be article 8, section 1; The Four-Way Test; and the high ethical standards of a Rotarian.

### **Section 2 — Right to Appeal, Mediate, or Arbitrate Termination.**

1. Notice. Within seven days after the board's decision to terminate or suspend membership, the president shall notify the member in writing. Within 14 days after the notice, the member may give written notice to the president of an appeal to the club.

**Section 3 — Board Action Final.** Board action shall be final if no appeal to this club is

taken.

**Section 4** — *Resignation*. A member's resignation from this club shall be in writing, addressed to the president or secretary. The board shall accept the resignation unless the member owes debt to this club.

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## **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.