

# BYLAWS OF ROTARY INTERNATIONAL CATAWBA VALLEY-CONOVER

**Original Formation Date: 3/17/1982**

**Our purpose** is to encourage and foster the ideal of service and to encourage and foster our 7 areas of focus: Maternal and Child Health; Basic Education and Literacy; Community Economic Development; Disease Prevention and Treatment; Peacebuilding and Conflict Prevention; Water, Sanitation, and Hygiene; Environment. We serve as a podium for individuals to come together, share their skills and resources, and work together to make a positive impact on our communities.

## **Article I: Election of Directors and officers**

**Section 1-**The current board of directors will appoint a nominating committee at least one month prior to our annual December club assembly to select candidates for office for the following year. These officers should include president-elect, vice president, secretary, treasurer & sergeant at arms. The nominating committee will consist of the president elect, the president and three other Rotary members appointed by the current board. The nominees are presented to the club at the December meeting by the nominating committee or nominations can be accepted from Rotarians from the floor. The nomination duly made shall be accepted by the members and voted for at this annual meeting. The president elect shall serve as a member of the board as president-elect for the year commencing on the first day of July next following the election, and shall assume office as president on the first day of July immediately following the year of service on the board as president-elect. All other members of the Board of Directors shall serve from the first day of their election to the following 30<sup>th</sup> day of June.

**Section 2-** The officers so elected together with the president, immediate past president, and those directors elected pursuant to Article Two of these by laws shall constitute the board of Directors.

**Section 3-**A vacancy in the board of directors or any office shall be filled by action of the remaining members of the board.

**Section 4-**A vacancy in the position of any officer-elect or director-elect shall be filled by action of the remaining members of the board of directors-elect.

## **Article II: Board of Directors**

The governing body of this club shall be the board of directors consisting of 11 members of this club, namely, 5 directors elected in accordance with article I, section 1 of these bylaws, the vice president, president-elect, secretary, treasurer, and sergeant at arms, and the president and the immediate past president and 3 board members appointed by the president and approved by the elected officers to serve as board members and committee chairpersons and referenced in Article VII of these bylaws. The fourth at large board member will be a representative from the IMPACT club and elected by the IMPACT Club.

## **Article III: Duties of Officers**

**Section 1- President.** It shall be the duty of the president to preside at the meetings of the club and the board of directors, and to perform such other duties as ordinarily pertain to the office of president.

**Section 2- President-elect.** It shall be the duty of the president-elect to serve as a member of the board of directors of the club and to perform such other duties as may be prescribed by the president or the board. The president-elect must attend president elect training (PETS). Registration and lodging shall be paid by the club.

**Section 3- Vice President.** It shall be the duty of the vice-president to preside at meetings of the club and the board in the absence of the president and to perform such other duties as ordinarily pertain to the office of vice-president.

The president may appoint the president-elect or vice president to oversee and coordinate compliance with those requirements and assignments issued by Rotary District 7670 in the form of “pink pages.”

**Section 4- Secretary.** It shall be the duty of the secretary to keep the records of the membership, record the attendance at the meetings, record and preserve the minutes of such meetings, make the required reports to RI, including the semiannual reports of membership, which shall be made to the general secretary of RI on 1 January and 1 July of each year, and including prorated reports to the general secretary on 1 October and 1 April of each active member who has been elected to membership in the club since the start of the July or January semiannual reporting period, the report of changes in membership, which shall be made to the general secretary of RI, the monthly report of attendance at the club meetings, which shall be made to the district governor within 15 days of the last meeting of the month, collect and remit to RI subscriptions to *The Rotarian*, and perform such other duties as usually pertain to the office of secretary.

**Section 5- Treasurer.** It shall be the duty of the treasurer to have custody of all funds, giving an accounting to the club annually and at any other time upon demand by the board, and to perform such other duties as pertain to the office of treasurer. 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 6-** Sergeant-at-Arms. The duties of the sergeant-at-arms shall be such as are usually prescribed for such office and such other duties as may be prescribed by the president or the board. More specifically, the sergeant- at- arms will greet, register, and collect from the guests for the breakfast meal, and announce our guests to the club. Sargeant-at-arms will also prepare the meeting room by putting out our flags and banners and ensuring that the room is ready for our meeting.

#### **Article IV: Meetings**

**Section 1-** Annual Meeting. An annual assembly of this club shall be held in December on Thursday at 7:00 AM, at which time the election of officers to serve for the ensuing year shall take place. An annual assembly of this club shall be held on either the last Thursday in June or the second Thursday in July at 7:00 AM for the purposes of installing elected officers. The club shall assemble on two other occasions between July 1 and the following June 30 on a Thursday morning at 7:00 AM for the sole purpose of discussing the business of the Rotary Club of Catawba Valley.

**Section 2-** The regular weekly meetings of this club shall include three regular meetings each month on Thursday at 7:00 AM and one meeting occurring at a day and time other than Thursday at 7:00 AM, this meeting being held for the primary purpose of providing Rotarians opportunities to perform community service or engage in social interactions with fellow Rotarians. Due and reasonable notice of any changes in or canceling of the regular meeting shall be given to all members of the club. Due and reasonable notice shall include notification via electronic mail. In case of snow or other hazardous conditions, a regularly scheduled rotary meeting will be cancelled if the Catawba County schools are canceled or delayed for the day by notice on radio or TV. No other notice will be given.

All members, excepting an honorary member (or member excused by the board of directors of this club, pursuant to article VIII, section 2(b) of the standard Rotary club constitution), in good standing in this club, on the day of the regular Thursday at 7:00 AM meeting, must be counted as present or absent, and attendance must be evidenced by the member's being present for at least sixty (60) percent of the time devoted to the regular meeting, either at this club or at any other Rotary club, or otherwise provided in the standard Rotary club constitution, article VIII, section 1. Meetings can also be made up on the Internet at [WWW.ROTARYECLUBONE.ORG](http://WWW.ROTARYECLUBONE.ORG) as long as the interactive activity averages 30 minutes of participation.

**Section 3-** Fifty-one (51) percent of the membership shall constitute a quorum at the annual and regular meetings of this club.

**Section 4-** Regular meetings of the board shall be held monthly, at a fixed day and time to be determined by a plurality vote of the Board of Directors. Special meetings of the board shall be called by the President, whenever deemed necessary, or upon the request of two (2) members of the board, due notice having been given, notice by electronic mail to be considered due notice.

**Section 5-** A majority of the board members shall constitute a quorum of the board.

#### **Article V: Fees and Dues**

**Section 1-** The admission fee shall be \$50.00 to be paid before the applicant can qualify as a member.

**Section 2-** The membership dues for those members 35 years of age or older shall be \$140.00 per quarter. These dues may be changed from time to time by the board of directors in order to cover current costs without direct approval from the membership.

The membership dues for those members 34 years of age and younger shall be \$100.00 per quarter. These dues may be changed from time to time by the board of directors in order to cover current costs without direct approval from the membership.

#### **Article VI: Method of Voting**

The business of this club shall be transacted by voice vote or show of hands except for the election of officers, which is conducted by ballot. The Board may provide a ballot for vote on a specific resolution.

#### **Article VII: Committees**

##### **Section 1- Appointments**

- (a) The president shall, subject to the approval of the elected officers and appoint chairs to the following standing committees.
  - 1-Club Administration Committee
  - 2-Vocational Service committee
  - 3-Community Service committee
  - 4-International Service Committee
  - 5-Social Committee
  - 6-Membership Committee
  - 7-Rotary Foundation Committee
  - 8-Public Image Committee
- (b) The club administration committee, vocational service committee, community service committee, international service committee, social committee, membership committee, Rotary Foundation Committee, and Public Image

Committee shall each consist of a chair, who shall be named by the president and approved by elected officers.

- (c) The president shall be ex officio a member of all committees, and, as such, shall have all the privileges of membership thereon.
- (d) Each committee shall transact such business as is delegated to it in the 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 to the board and approved by the board.
- (e) The president may appoint one or more committees dealing with various aspects of youth activities, which, depending on their respective responsibilities, may be under any, or all, of the vocational service and community and international service committees.

### **Section 2- Club Administration Committee**

- (a) The chair of the club administration committee, who shall serve as club administrator, shall be responsible for all club administrative activities.
- (b) The club administration committee shall consist of the chair of the club administration committee, who shall serve as club administrator.
- (c) This committee shall devise and carry out plans that will guide and assist the members of this club in discharging their responsibilities in matters relating to club service. The chair of the club administration committee shall be responsible for regular meetings of the committee and shall report to the board on all club administrative activities.
- (d) This committee shall devise means for encouraging attendance at all Rotary meetings-including attendance at district conferences, intercity meetings, regional conferences, and international conventions by all club members. This committee shall especially encourage 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.
- (e) This committee shall endeavor through the use of electronic mail and any other avenues deemed appropriate by club administrator, 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 of the worldwide Rotary program.

### **Section 3- Social Committee**

This committee shall promote acquaintance and friendship among the members, promote participation by members in organized Rotary recreational and social activities, and do such work in pursuance of the general object of the club as may be assigned by the president or the board.

#### **Section 4- Community Service committee.**

- (a) The chair of the community service committee shall be responsible for all community service activities and shall supervise and coordinate the work of all committees appointed on particular phases of community service.
- (b) This committee shall devise and carry into effect plans which will guide and assist the members of this club in dealing with the welfare of human beings, in our community of all kinds throughout the whole span of life by providing assistance and support to those in need.
- (c) This committee shall devise and carry into effect plans that will guide and assist the members of this club in working to make the community a better place to live by improving the physical condition of the community and its facilities.
- (d) This committee shall devise and carry into effect plans which will guide and assist the members of this club in monitoring and improving the quality of the community's environment.
- (e) This committee shall devise and carry into effect plans that will guide and assist the members of the club in building relationships with other Rotary sponsored organizations within the community and cooperating with them in service.

#### **Section 5-International Service Committee**

- (a) The chair of the international service committee shall be responsible for all international service activities and shall supervise and coordinate the work of all committees appointed on particular phases of international service.
- (b) This committee shall devise and carry into effect plans which will guide and assist the members of this club in dealing with the welfare of human beings of our world of all kinds throughout the whole span of life by providing assistance and support to those in need throughout the world.
- (c) This committee shall devise and carry into effect plans that will guide and assist the members of this club in working to make the world a better place to live by improving the physical condition of all the world and its facilities.
- (d) This committee shall devise and carry into effect plans which will guide and assist members of this club in monitoring and improving the quality of the world's environment.
- (e) This committee shall devise and carry into effect plans that will guide and assist the members of this club in building relationships with other Rotary International sponsored organizations throughout the world and cooperating with them in service.

#### **Section 6-Membership Committee**

- (a) Membership Committee. This committee, which shall consist of a chair, shall consider all proposals for membership from the personal side and shall investigate the general eligibility of all persons proposed for membership and shall report their decisions on all applications to the board. This

committee shall also review continually the club roster of filled and unfilled classifications and shall take positive action to initiate and present to the board the names of suitable persons to fill unfilled classifications.

- (b) This committee shall as early as possible, but no later than 31<sup>st</sup> August of each year make a classification survey of the community, shall compile from the survey a roster of filled and unfilled classification applying the classification principle, shall review where necessary existing classifications represented in the club, and shall counsel with the board on all classification problems.

### **Section 7-Public Image Committee.**

This committee, which shall include a chair, shall devise and carry into effect plans to give the public general information about Rotary, its history, object, and scope; and to secure proper publicity for the club.

**Section 8- Vocational Service Committee.** This committee, which shall include a chair, shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in their vocational relationships and in improving the general standards of practice in their respective vocations. The chair of this committee shall be responsible for the vocational service activities of the club and shall supervise and coordinate the work of any committees that may be appointed on particular phases of vocational service.

**Section 9 –The Rotary Foundation Committee.** This committee, which shall consist of a Rotary Foundation chair, shall develop and implement a plan to support The Rotary Foundation through participation, where feasible, in grant projects and activities and through financial contributions to the Rotary Foundation, Polio Plus, and the CART Fund.

### **Article VIII: 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 and paying dues as required pursuant to these bylaws for a specified length of time, that length of time not to exceed three months in duration. Written notification shall be made by the Club Administrator to the applicant at the same time the applicant's leave of absence is approved by the Board of Directors.

(note: Such leave of absence does operate to prevent a forfeiture of membership; however, it does not operate to give the club credit for the member's attendance, unless the member must be recorded as absent as provided under the provisions of article VII, section 2(B) of the standard Rotary club constitution)
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## **Article IX: Finances**

**Section 1-** The treasurer shall deposit all funds of the club as directed by the board.

**Section 2-** All invoiced bills shall be paid only by checks signed by the treasurer. Request for funds that are not invoiced shall be paid by the treasurer upon approval by any two (2) officers. An accounting of club funds shall be made to the board on a monthly basis.

**Section 3-** 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 4 quarterly periods. The payment of per capita dues and magazine subscriptions to RI shall be made on 1 July and 1 January of each year on the basis of the membership of the club on those dates.

**Section 4-** At the beginning of each fiscal year the president, in consultation with the treasurer, shall prepare or cause to be prepared a budget of estimated income and estimated expenditures for the year, which, having been agreed to by the board, shall stand as the limit of expenditures for the respective purposes unless otherwise ordered by action of the board.

**Section 5-**The Board of Directors shall appoint two individuals, not including the Club Treasurer, to conduct an annual audit of club expenditures to be conducted along with the Club Treasurer by the first day of April unless the Club Treasurer seeks and receives approval of the Board of Directors for an extension, said extension not to exceed the 1<sup>st</sup> day of July.

## **Article X: Method of Electing Members**

**Section 1-** The name of prospective member, proposed by an active member of the club, shall be submitted to the board in writing, through the club secretary. The prospective member should have visited our club at least three times and the sponsoring member should have explained the rules of membership, such as attendance requirements. While visiting our club, the meal shall be at no expense to the prospect. A transferring or former member of another club may be proposed to active membership as set forth in this Section.

**Section 2-** The board shall ensure that the proposed members meets all the classification and membership requirements of the club constitution. That is, no more than five (5) active members of the club can share the same classification if our membership is less than 50 or no more than 10% of active members of the club can share the same classification if membership is over 50.

**Section 3-** The board shall by vote approve or disapprove the proposal as soon as possible and shall email or otherwise notify club members of the prospective member's name for consideration. If there are no objections from the board or membership within seven (7)



days of the proposal, the prospective member shall be considered to be elected to membership. If any objections have been filed with the board, it shall vote on the member at the next regularly scheduled board meeting. If approved by a vote of a majority of the board despite objections, the proposed member shall be considered elected to membership.

**Section 4-**If the prospective member is accepted, the club trainer as appointed by the Board of Directors shall inform the accepted member of the purposes of Rotary and of the privileges and responsibilities of membership at a scheduled meeting and given appropriate literature about Rotary. The club trainer shall inform prospective members about the privileges and responsibilities of Rotary club membership; keep members informed about the history, object, and activities of Rotary at all levels; and oversee the orientation of the new members during their first year in the club.

**Section 5-** 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.

**Section 6-** Following the induction of the new member, the club secretary shall report the new member to Rotary International. New members must attend an orientation meeting within 3 months of joining Rotary.

**Section 7-**Honorary Membership shall be reviewed annually. Honorary Membership shall be renewed if the Honorary Member has distinguished himself or herself by meritorious service in the furtherance of Rotary ideals or can be considered a friend of Rotary for their permanent support of Rotary's cause.

#### **Article XI: Resolutions**

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**

These bylaws may be amended at any regular meeting, a quorum being present, by a two thirds (2/3) vote of all members present, provided that due notice of such proposed amendment shall have been provided to each member at least ten (10) days before such meeting. Notice via electronic mail shall be considered due notice. No amendment or addition to these bylaws can be made which is not in harmony with the club constitution and with the constitution and bylaws of RI.

**Article XIII: IMPACT Club**

The IMPACT club will be a permanent satellite/companion club of the traditional Rotary club with emphasis on attendance at service projects in the community. Members of the IMPACT club will pay dues of \$15 per month, drafted monthly, to be a member of the IMPACT club that will cover the cost of Rotary International dues and District 7670 dues. There will be no attendance requirements for IMPACT members. The IMPACT club will be self-governing and elect a member of IMPACT that will be a board member of the traditional club for a 1-yr term, beginning July 1st each year. IMPACT members will be allowed to attend traditional Rotary meetings once a quarter without additional cost. Beyond the once per quarter attendance, IMPACT members will be asked to pay for their meal (currently \$10) for attendance at traditional meetings.

A regular meeting of the membership was held on 01/04/2024. A quorum present and two-thirds vote held to approve these updated bylaws. Per vote, the bylaws of Rotary International Catawba Valley-Conover have been updated and adopted, effective as of 01/04/2024.

We as members/officers attest to membership approval of the above bylaws:

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_