**Bylaws of the Rotary Club of Charlotte Providence Rotary**

**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, active or Rule of 85, of this club.

4. RI: Rotary International.

5. Year: The twelve-month period that begins on 1 July.

**Article 2 Board**

The governing body of this club shall be the board consisting of members of this club, namely, the president, immediate past president, president-elect (or president-nominee, if no successor has been elected), secretary, treasurer, and the sergeant-at-arms (optional). At the discretion of the board, also added can be the directors elected in accordance with article 3, section 1 of these bylaws.

**Article 3 Election of Directors and Officers**

**Section 1 —** At a regular meeting at least one month prior to the meeting for election of officers, the presiding officer shall ask for nominations by members of the club for president-elect, secretary, and president nominee. The nominations may be presented by a nominating committee or by members from the floor, by either or by both as a club may determine. If it is determined to use a nominating committee, such committee shall be appointed as the club may determine. The nominations duly made shall be president-elect, president nominee, secretary, sergeant at arms and directors. The president-elect shall take the title of president on the first day of July next following the election. The president-nominee (if one is named) shall take the title of president-elect on the first day of July next following the election, and shall serve as an officer during that year. Nominations shall be presented to the club membership for approval.

**Section 2 —** The officers and directors shall constitute the board.

**Section 3 —** A vacancy in the board or any office shall be filled by action of the remaining directors, if deemed necessary by a majority 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 directors-elect, if deemed necessary by a majority of the board.

**Article 4 Duties of Officers**

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

**Section 2 —** *Immediate Past President.* It shall be the duty of the immediate past president to serve as a director and to perform such other duties as may be prescribed by the president or the board.

**Section 3 —** *President-elect.* It shall be the duty of the president-elect to serve as a director and to perform such other duties as may be prescribed by the president or the board. The *president-elect* will perform duties of club treasurer (**Section 5**)

**Section 4 —** *Secretary.* It shall be the duty of the secretary to keep membership records; record attendance at meetings; record and preserve the minutes of such meetings; report as required to RI, including the semiannual reports of membership on 1 January and 1 July of each year, which shall include per capita dues for all members and prorated dues for active members who have been elected to membership in the club since the start of the July or January semiannual reporting period; report changes in membership; provide the monthly attendance report, which shall be made to the district governor within 15 days of the last meeting of the month; and perform other duties as usually pertain to the office of secretary.

**Section 5 —** *Treasurer.* It shall be the duty of the treasurer, in collaboration with designated CPA, to have custody of all funds, accounting for it to the club annually and at any other time upon demand by the board, and to perform other duties as pertains to the office of treasurer. The treasurer shall meet regularly with the designated CPA who will keep the books and generate financial reports. 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 other duties as may be prescribed by the president or the board.

**Article 5 Meetings**

**Section 1 —** *Annual Meeting.* An annual meeting of this club shall be held not later than the 31st of January each year, at which time the election of officers and directors to serve for the ensuing year shall take place.

**Section 2 —** The regular weekly meetings of this club shall be held on Thursdays at 12:30. 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, and attendance must be evidenced by the member’s being present for at least fifty (50) percent of the time devoted to the regular meeting, either at this club or at any other Rotary club, or as otherwise provided in the standard Rotary club constitution, article 9, sections 1 and 2.

**Section 3 —** One-third 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 bi-monthly. 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. Issues that arise between meetings may be resolved using electronic means.

**Section 5 —** A majority of the directors shall constitute a quorum of the board.

**Article 6 Fees and Dues**

The membership dues shall be $300.00 per annum, payable monthly, quarterly, or semiannually. In addition, members are assessed for meal costs and optional Rotary Foundation contribution.

**Article 7 Method of Voting**

The business of this club shall be transacted by *viva voce (vocal assent)* vote. The board may determine that a specific resolution be considered by ballot rather than by *viva voce* vote.

**Article 8 Avenues of Service**

The Avenues of Service are the philosophical and practical framework for the work of this Rotary club. They are Club Service, Vocational Service, Community Service, International Service, and Youth Service. This club will be active in each of the Avenues of Service.

**Article 9 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 have previous experience as a member of the committee. Standing committees should be appointed as follows:

• Membership

This committee should develop and implement a comprehensive plan for the recruitment and retention of members, including orientation and training.

• Public Image (Public Relations)

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.

• Administration

This committee should conduct activities associated with the effective operation of the club.

• Service Projects

This committee should develop and implement educational, humanitarian, and vocational projects that address the needs of its community and communities in other countries.

• The Rotary Foundation

This committee should develop and implement plans to support The Rotary Foundation through both financial contributions and program participation.

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 10 Duties of Committees**

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. 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 11 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 (12) months.

(Note: Such leave of absence does operate to prevent a forfeiture of membership; it does not

operate to give the club credit for the member’s attendance. Unless the member attends a

regular meeting of some other club, the excused member must be recorded as absent except

that absence authorized under the provisions of the Standard Rotary Club Constitution is

not computed in the attendance record of the club.)

**Article 12 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 or designated CPA shall deposit all club funds in a bank, named by the board. The club funds shall be divided into two separate parts: club operations and service projects.

**Section 3 —** All bills shall be paid by the treasurer or designated CPA when authorized by officer.

**Section 4 —** A thorough review of all financial transactions by a qualified person shall be made as deemed necessary and at time designated by the board.

**Section 5 —** The fiscal year of this club shall extend from July 1 to June 30. The payment of per capita dues shall be made on July 1 and January 1 of each year on the basis of the membership of the club on June 30 and December 31.

**Article 13 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, A transferring or former member of another club may be proposed to active membership by the former club. Prospective members shall be informed of the purposes of Rotary and of the privileges and responsibilities of membership prior to submission of candidate to the board.

**Section 2 —** The board shall ensure that the proposal meets all the membership requirements of the standard Rotary club constitution.

**Section 3 —** The board shall approve or disapprove the proposal within 30 days of its submission after which time the proposal is presented to the club membership for approval.

**Section 4 —** If no written objection to the proposal is received by the board from any member of the club within seven (7) days following publication of information about the prospective member, that person, 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, shall be considered to be elected to membership.

**Section 5 —** Following the election, the president shall arrange for the new member’s induction, membership card, 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 6 —** The club may elect, in accordance with the standard Rotary club constitution, honorary members proposed by the board.

**Section 7 —** The club may elect, in accordance with the standard Rotary Club constitution, emeritus members proposed by the board, limited to two (2) per year. An emeritus member is defined as a current, living member, or a recently deceased member deemed eligible by the board, who is no longer able to actively participate, yet was previously active and had a significant and meaningful impact on the Charlotte Providence Rotary Club.

The Charlotte Providence Rotary Club President shall write a letter to the duly ratified emeritus member, or to the surviving spouse or family member as appropriate, providing notification of the emeritus member status and recognizing her/him for exemplary Rotary service.

Emeritus members will have no dues or Rotary International member requirements.

**Article 14 Resolutions**

The club shall not consider any resolution or motion to commit the club on any matter until the board has considered it. Such resolutions or motions, if offered at a club meeting, shall be referred to the board without discussion.

**Article 15 Order of Business**

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 meeting, a quorum being present, by a two-thirds vote of all members present, provided that notice of such proposed amendment shall have been mailed to each member at least ten (10) days before such meeting. No amendment or addition to these bylaws can be made which is not in harmony with the standard Rotary club constitution and with the constitution and bylaws of RI.