



## Bylaws of the Rotary Club of Oxford

4-17-14

### 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: One-third of the club membership; a majority of directors of the Board.
5. RI: Rotary International.
6. Year: The 12-month period that begins on 1 July.

### Article 2 Board

The governing body of this club is the Board consisting at a minimum of the president, immediate past president, president-elect, vice president, secretary and treasurer. Additional members to the Board, at the discretion of the president-elect may include: president-nominee, sergeant-at-arms, committee chairs and directors-at-large.

### Article 3 Elections and Terms of Office

Section 1 — In October, two months prior to elections, members may 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. The nominating committee chair will be appointed by the president and the other members of the committee will be appointed by the committee chair.

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

Section 3 — A vacancy on the Board or any office shall be filled by the remaining members of the Board.

Section 4 — A vacancy of any officer-elect position or director-elect position shall be filled by the remaining members of the Board-elect.

Section 5 — Terms of office for each role are as follows:

President - The president shall be elected not more than two (2) years but not less than eighteen (18) months prior to the day of taking office and shall serve as president-nominee upon election. The nominee shall take the title of president-elect on 1 July in the year prior to taking office as president. The president shall take office on 1 July and shall serve a period of one (1) year or until a successor has been duly elected and qualified.

Vice president – one year. The role of vice president may be performed by the president-elect.

Director – one year. The director(s) may be re-elected, without term limits.

Treasurer – one year. The treasurer may be re-elected, without term limits.

Secretary – one year. The secretary may be re-elected, without term limits.

Sergeant-at-arms – one year. The sergeant-at-arms may be re-elected, without term limits.

While not required, the ideal leadership progression to assure continuity in the direction of the Club is:

Year 1—Director

Year 2—Secretary

Year 3—President-Elect/Vice President

Year 4—President

Year 5—Immediate Past President

## **Article 4 Duties of the Board**

Section 1 — President. The president shall preside at club and Board meetings.

Section 2 — Immediate Past President. The immediate past president shall serve as a director.

Section 3 — President-Elect/Vice President. The president-elect shall prepare for their year in office and serve as a director. In the role of vice president, the president-elect shall preside at club and Board meetings in the absence of the president

Section 4 — Director. A director shall attend club and Board meetings.

Section 5 — Secretary. The secretary shall maintain membership and attendance records, DACdb (membership database), minutes of the board meetings and submit reports as required by the District and RI. Key records shall be retained electronically 'in the cloud' and available to Club Members. Upon retirement from office, the secretary shall provide the incoming secretary or president all club records and any club property.

Section 6 — Treasurer. The treasurer shall oversee all funds and provide annual accounting of these funds to the club and a monthly report at the Board meeting. Monthly reports shall be retained electronically 'in the cloud' and available to Club Members. Upon retirement from office, the treasurer shall provide the incoming treasurer or president all financial records and any club property.

Section 7 — Sergeant-at-Arms. The sergeant-at-arms plays a key role in the orderly conduct of meetings including physical set up, storage of supplies and assisting with maintaining order during the meeting.

Section 8 — Board members may perform additional duties as assigned.

*Note: See Rotary club leader manuals for details on the roles of club officers.*

## **Article 5 Meetings**

Section 1 — Annual Meeting. 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 are held on Thursday at noon. Reasonable notice of any change or cancellation of the regular meeting shall be given to all club members. In case of inclement weather, the president will determine if the club will meet, or if the meeting will be canceled due to weather. If the schools are closed due to inclement weather and the president holds the regularly scheduled meeting, members may elect to miss the meeting without it negatively affecting their attendance, and no make-up meeting will be expected.

Section 3 — Board meetings are held each month at a time and location established by the club president. Special meetings of the Board are called with reasonable notice by the president or upon the request of two directors.

## **Article 6 Fees and Dues**

Section 1 — The admission fee, as established by RI and/or the club, shall be paid before the applicant can qualify as a member. The admission fee is \$25 and is currently (April 2014) waived by the Board. The admission fee may be reinstated at any time by majority vote of the Board.

Section 2 — Membership dues shall consist of RI per capita dues, subscription fees to The Rotarian, district per capita dues, club annual dues, assessments for special functions and any other Rotary or district per capita assessment. Total club annual dues shall be in an amount sufficient to cover club operational expenses. The dues structure may be modified as needed by the Board. Membership dues are payable quarterly by check, credit or debit card. If desired, dues may be paid monthly by a written order for a standing credit/debit card transaction. Dues are payable upon receipt and are considered past-due if not received within 90 days. See the Club Constitution for information on termination for non-payment of dues.

## **Article 7 Method of Voting**

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

## **Article 8 Committees**

Section 1 — Club committees coordinate their efforts in order to achieve the club's annual and long-range goals. Typically, the club should have the following committees: • Club Administration • Membership • Public Relations • Rotary Foundation • Service Projects. However at the discretion of the Board, committees may be combined or expanded for more efficient operations.

Section 2 — Additional committees may be appointed as needed.

Section 3 — The president shall be *ex officio* a member of all committees and, as such, shall have all the privileges of membership.

Section 4 — Except where special authority is given by the Board, committees shall not take action until a report has been made and approved by the Board. The president or the Board shall refer additional business to a specific committee as needed.

Section 5 — 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 Finances**

Section 1 — Prior to each fiscal year, the Board shall prepare an annual budget of estimated income and expenditures.

Section 2 — The treasurer shall deposit club funds in financial institution(s) designated by the Board, divided into two parts: club operations and service projects.

Section 3 — Bills are paid by the treasurer or another authorized officer when approved by two other officers or directors.

Section 4 — Except under extraordinary circumstances, a minimum balance of \$5,000 shall be maintained in the checking account. Board approval is required for expenditures that would cause the checking balance to go below this amount.

Section 5 — The Rotary Foundation Donor Advised Fund named the Rotary Club of Oxford Fund (Fund #493), shall be managed by the Board, with the designated fund administrators the president, immediate past president, and treasurer. One additional director may be appointed as the fourth fund administrator. Funds from the DAF will be used according to The Rotary Foundation guidelines, with grants going to non-profit organizations. All grants will be approved by the Board, in accordance with the grant request policy in place at the time of the request, and will be consistent with Rotary International's Areas of Focus and/or the Club's Strategic Plan.

Section 6 — A thorough annual review of all financial transactions shall be completed by a qualified person(s).

Section 7 — An annual financial statement of the club shall be provided to club members. An interim treasurer's report shall be provided to club member's mid-year, and monthly treasurer's reports shall be available upon request.

Section 8 — The fiscal year is from 1 July to 30 June.

Section 9 — Officers having charge or control of club funds shall give bond as required by the Board. The cost of this bond will be borne by the club.

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

Section 1 — A member shall provide a candidate's name to the Board. A transferring or former member of another club may also be proposed for membership by the former club. The proposal is kept confidential unless the Board instructs otherwise.

Section 2 — The Board shall ensure that the candidate meets all of Rotary's membership requirements.

Section 3 — The Board shall approve or reject the candidate's membership within 30 days and shall notify the proposer of its decision.

Section 4 — If the decision of the Board is favorable, his or her name and proposed classification will be conveyed to the club.

Section 5 — If no member of the club submits a written objection including reasons for the objection, to the Board within seven days after the club is notified of the prospective member, that person, upon payment of the admission fee (if any), is considered to be elected to membership. If an objection has been filed with the Board,

the club shall vote on this matter at its next meeting. If approved despite the objection, the proposed member is elected to membership after admission fee payment (if any).

Section 6 — The club may elect honorary members proposed by the Board.

**Article 11 Resolutions**

Any resolutions or motions to commit the club to any position or action, financial or otherwise, shall first be reviewed and approved by the Board. If resolutions or motions are first offered at a club meeting, they shall be sent to the Board without discussion.

**Article 12 Amendments**

These Bylaws may be amended at any regular club meeting. Changing the club bylaws requires that written notice be sent to each member 10 days before the meeting, that a quorum be present for the vote, and that 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.

Approved by the Board of Directors on April 17, 2014

Approved by the Rotary Club of Oxford on April 24, 2014

Signed:

Marie Howard  
Marie Howard  
President

4/17/14  
Date

Raymond A. O'Neill  
Raymond A. O'Neill  
Secretary

4/17/14  
Date