

Bylaws of the Rotary Club of South Brunswick Islands

Article I 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. 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 13 members of this club.

The 6 officers are the President, President-Elect, President-Nominee, immediate Past President, Secretary, and Treasurer.

Six elected Directors are: Chairs of Membership, Club Administration, Community Service, Foundation, Public Image, Youth Services Committees based on Article 9 below.

The current serving President of the South Brunswick Islands Rotary Foundation will be the 13th Director.

The Sergeant-at-Arms shall serve as ex-officio.

Article 3 Election of Directors and Officers

Section 1 — At a regular meeting one month prior to the meeting for election of officers, the presiding officer shall ask for nominations by members of the club for president, president-elect, president-nominee, secretary, treasurer, and directors. The Sargent-at-Arms shall be elected upon nomination from the members and shall serve as ex-officio unless otherwise changed by amendment to these bylaws. The nominations shall be presented by a nominating committee or by members at large from the floor, by either or by both as a club may determine. If it is determined to have a nominating committee, such committee shall be appointed as the club may determine. The nominations duly made shall be placed on a ballot in alphabetical order under each office and shall be voted for at the annual meeting. The candidates for president, vice president, secretary, sergeant-at-arms and treasurer receiving a majority of the votes shall be declared elected to their respective offices. The candidates for director receiving a majority of the votes shall be declared elected as directors. The candidate for president elected in such balloting shall be the president-nominee and serve as a director 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 that year. The President-Nominee shall take the title of President-Elect upon the installation of a successor.

Section 2 — The officers and directors, so elected, shall constitute the board.

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

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

Article 4 Duties of Officers

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

Section 2 — *President-elect*: It shall be the duty of the president-elect to preside over board meetings in the absence of the president and the president-nominee as well as serve as a director and to perform such other duties as may be prescribed by the president or the board.

Section 3 — *President-nominee*. It shall be the duty of the president-nominee to preside at meetings of the club in the absence of the president and to perform other duties as ordinarily pertains to the office of president-nominee.

Section 4 — *Secretary*: It shall be the duty of the secretary to keep membership records; record attendance at meetings; send out notices of club, board, and committee 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, and prorated reports 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; 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; collect and

remit RI official magazine subscriptions; and perform 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, accounting for it to the club annually and at any other time upon demand by the board, and to perform 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 other duties as may be prescribed by the president or the board. The Sergeant at Arms shall serve as ex-officio unless otherwise changed by the Board of Directors. The Board of Directors shall have the authority to amend the by-laws appointing the Sargent at Arms as a voting board member.

Article 5 Meetings

Section 1 — Annual Meeting: An annual meeting of this club shall be held no later than December 31st of 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 Friday at 7:30 AM. 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 article 8, sections 3 and 4 of the SBIR 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 SBI Rotary Club Constitution, article 8, 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 on the 4th Monday of the month. 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.

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

Article 6 Fees and Dues

Section 1 — The admission fee shall be \$150 to be paid before the applicant can qualify as a member.

Section 2 — The membership dues shall be \$369.00 per annum, payable quarterly on the first day of July, October, January, and of April, with the understanding that \$132.00 (or basically \$3 per week) will be applied toward the weekly meeting room expense, and a portion of each quarterly payment covers the amount the club is charged per capita by Rotary International for dues, the Rotarian subscription and insurances and by Rotary District 7730 for dues. This club's dues will be automatically adjusted consistent with any changes in these per capita charges.

Article 7 Method of Voting

The business of this club shall be transacted by *viva voce* vote. The board may determine that the election of officers and directors and specific resolution be considered by ballot rather than by *viva voce* vote.

(Note: Viva voce vote is defined as when club voting is conducted by vocal assent.)

Article 8 Five Avenues of Service

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

Article 9 Committees

Club committees are charged with carrying out the annual and long-range goals of the club based on the five Avenues of Service. The president-elect, president-nominee, 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.

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

Service Projects (Community Service) - 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.

Public Image: This committee shall be responsible for all media output on behalf of the club, arrangement of weekly programs, and advertise and promote Rotary in a positive fashion.

Youth Services: This committee shall be responsible for providing support and service to the youth and promote and support Interact and Rotaract Clubs, review and select scholarship nominations and award scholarships.

Each committee shall have both a committee chair and a co-chair. The co-chair shall be designated as ex-officio and will have voting rights only in the absence of the Committee Chair. The co-chair shall attend all board meetings, committee meetings, and assist the committee chair as may be designated by the Chair.

Additional ad hoc committees and subcommittees may be appointed as needed. The ad hoc committees are not directors for purposes of either quorum or voting privileges.

There shall be an ad-hoc Finance Committee whose primary mission is to oversee and support the financial functions of the Club. Members of this committee shall be the Treasurer, Assistant Treasurer, Secretary and the President-Nominee or President Elect.

(a) The president shall be ex officio 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. The service projects committee will consider the Avenues of Vocational Service, Community Service, and International 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 Reserved

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 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 other authorized officer only when approved by two other officers or directors.

Section 4 — A thorough review of all financial transactions by a qualified person shall be made every five years or change of Treasurer commencing during the 2021-2022 fiscal year.

Section 5 — Officers having charge or control of club funds shall give bond as required by the

board for the safe custody of the funds of the club, cost of bond to be borne by the club.

Section 6 — 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 four (4) quarterly periods extending from 1 July to 30 September, from 1 October to 31 December, from 1 January to 31 March, and from 1 April to 30 June. The payment of per capita dues and RI official magazine subscriptions shall be made on 1 July and 1 January of each year on the basis of the membership of the club on those dates.

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, through the club secretary. A transferring or former member of another club may be proposed to active membership by the former club. The proposal shall be kept confidential except as otherwise provided in this procedure.

Section 2 — The board shall ensure that the proposal meets all the classification and membership requirements of the SBI Rotary Club Constitution.

Section 3 — The board shall approve or disapprove the proposal within 30 days of its submission and shall notify the proposer, through the club secretary, of its decision.

Section 4 — If the decision of the board is favorable, the prospective member shall be informed of the purposes of Rotary and of the privileges and responsibilities of membership, following which the prospective member shall be requested to sign the membership proposal form and to permit his or her name and proposed classification to be published to the club.

Section 5 — If no written objection to the proposal, stating reasons, is received by the board from any member (other than honorary) of the club within seven (7) days following publication of information about the prospective member, 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. 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, upon payment of the admission fee (if not honorary membership), shall be considered to be elected to membership.

Section 6 — 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 7 — The club may elect, in accordance with the SBI Rotary Club Constitution, honorary members proposed by the board.

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 Reserved

Article 16 Amendments

These bylaws may be amended at any regular meeting, a quorum being present, by two-thirds vote of all members present, provided that notice of such proposed amendment shall have been mailed or transmitted electronically 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 SBI Rotary Club Constitution and with the constitution and bylaws of RI.