

Bylaws of the Rotary Club of FAYETTEVILLE, NORTH CAROLINA

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Article 1 Definitions

1. The Board: The Board of Directors of this club.
2. Director: A member of this club's Board of Directors.
3. Member: A member in good standing, other than an honorary member, of this club.
4. Year: The twelve-month period from 1 July to 30 June.

Article 2 The Board

The governing body of this club shall be the Board, consisting of the President, immediate Past President, President-elect (or President-nominee, if no successor has been elected), Secretary, Treasurer, and the standing Committee Chairs.

Article 3 Elections and Terms of Office

Section 1 – At a regular meeting in November, one month prior to the meeting for election of officers, the presiding officer shall ask for nominations for President, Secretary, and Treasurer. The nominations shall be presented by club members. The nominations shall be voted for at the annual meeting in December. The candidate receiving a majority of the votes for an office shall be declared elected to their respective offices, for the following year. The candidate for President elected in such balloting shall be the President-nominee. The President-nominee shall take the title of President-elect on the first day of July next following the election and shall serve as a director during that year. On 1 July immediately following that year, the President-elect shall assume office as President.

Section 2 – The officers, President-elect, and standing Committee Chairs shall constitute the Board.

Section 3 – A vacancy on 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.

Section 5 – The terms of office for each role are:

President – one year

Secretary – one year

Treasurer – one year

iPast President, President-Elect – one year

Committee chairs – two years

Article 4 Duties of Officers

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

The President shall serve as the chief executive officer of the Club and be responsible

for all the business and affairs of the Club. The President shall be ex-officio member of all committees where he or she will be a voting member. The President shall be authorized along with the President-Elect, Secretary and Treasurer to endorse, sign, and/or negotiate any and all contracts, checks and bank accounts.

Section 2 – Immediate Past President. It shall be the duty of the immediate past President to serve as a Director, to preside at meetings of the club and the Board in the absence of the President, 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 shall be responsible for appointing committee members to fill vacancies, appointing committee chairs, and conducting planning meetings prior to the start of the year in office. In the absence and/or disability of the President, the President-elect shall perform the duties and when so acting shall have all the powers of and be subject to all the restrictions upon the President.

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; 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 quarterly and at any other time upon demand by the Board, and to perform other duties as pertains 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.

Article 5 Meetings

Section 1 – Annual Meeting. An annual meeting of this club shall be held during December, 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 1pm. Due notice of any changes in or canceling of the regular meeting shall be given to all members of the club.

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 every other month, at a time and

place to be determined by the President. Special meetings of the Board shall be called by the President, whenever deemed necessary, or upon the request of two Directors, due notice having been given.

Section 5 – A majority of the Directors shall constitute a quorum of the Board.

Article 6 Fees and Dues

Section 1 – The in-person membership dues shall be \$245.00 per quarter.

Section 2 – The virtual membership dues shall be \$75.00 per quarter.

Section 3 – A one-time, \$60.00 new member fee will be applied to new member dues.

Article 7 Method of Voting

The business of this club shall be transacted by voice vote or show of hands. The Board may determine that a specific resolution be considered by paper ballot.

Article 8 Committees

Section 1 – The President-elect shall be responsible for appointing committee members to fill vacancies, appointing committee chairs, and conducting planning meetings prior to the start of the year in office.

Section 2 – The President, Secretary, and Treasurer shall be ex officio members of all committees and, as such, shall have all the privileges of membership thereon.

Section 3 – The Chair of each respective standing committee will also serve as a Board Director.

Section 4 – 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.

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 and club on all committee activities.

Article 9 Finances

Section 1 – Prior to the beginning of each year, the Board shall prepare a budget of estimated income and expenditures for the year, which shall be approved by the club.

Section 2 – The Treasurer shall deposit all club funds in a financial institution, 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 in accordance with the club approved budget and approved by two other officers or Board Directors.

Section 4 – A thorough review of all financial transactions shall be made quarterly by a

person appointed by the club, not to be the Treasurer.

Section 5 - A report of financial condition shall be prepared quarterly by the Treasurer and submitted to 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 the four (4) periods covering 1 July to 30 September, 1 October to 31 December, 1 January to 31 March and 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, based on the membership of the club on those dates.

Article 10 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 club membership requirements.

Section 3 – The club 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 club 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 to be published to the club.

Section 5 – Objection

Subsection a - 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, as prescribed in these bylaws, shall be considered to be elected to membership.

Subsection b - If any such objection has been filed with the Board, it will be presented to the club for a vote at the next meeting. If approved despite the objection, the proposed member shall be considered to be elected to membership.

Section 6 – Following the election, a club officer will report the new member information to RI.

Article 11 Resolutions

The club, with a quorum being present, will consider any member's resolution or motion to commit the club; it is however recommended that such new resolutions or motions, when offered at a club meeting, shall be referred to the appropriate club committee or a working group be established to investigate the issue and provide recommendations to the club at

the next scheduled meeting. Resolutions should be presented to the appropriate committee and subsequently to the Board for review and consideration. The Board will review and determine the action to take.

Article 12 Amendments

These bylaws may be amended at any regular club 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/e-mailed to each member at least ten days before such meeting. Amendments to by-laws should be brought to the Board for discussion. Final version will be presented to the membership for amendment. No amendment or addition to these bylaws can be made which violates the Rotary International constitution or bylaws.

Bylaws approved by club membership on 10/11/2022

A handwritten signature in black ink that reads "Jerome L. Banks". The signature is written in a cursive style with a large, looped initial 'J'.