

Bylaws of the Rotary Club of the Reedy River Greenville

Revised as of: January of 2024

Article 1 Definitions

1. **Board:** The Board of Directors of this club. The Board consists of elected officers and directors that are responsible for guiding the club.
2. **Director:** A member of this club's Board of Directors appointed to serve for a slated amount of time.
3. **Member:** A member, other than an honorary member, of this club is a fully-vetted person who belongs to the club and has voting privileges when there's a club vote required.
4. **Quorum:** One-third of the club membership; a majority of directors for the Board.
5. **RI:** Rotary International.
6. **Year:** The 12-month period that begins on 1 July.
7. **RYLA:** Rotary Youth Leadership Awards Conference
8. **Reedy River Rotary Club Charities:** Doing business for the Greenville Evening Rotary Charities.

Article 2 Powers of the Board

Section 1 — The Board directs and controls the affairs of the Rotary Club of the Reedy River Greenville by (a) establishing policy, (b) evaluating implementation of policy, and (c) exercising such other powers conferred by the constitution and bylaws.

Section 2 — The Board has established the Reedy River Rotary Club Charities, a 501c(3), which shall be operated exclusively for charitable and educational purposes by the Board of the Reedy River Rotary Club Charities in accordance with its articles of incorporation and bylaws. The articles of incorporation and bylaws can be amended by the Charities Board only with the additional consent of the Rotary Club of the Reedy River Greenville Board.

Section 3 — The governing body of this club is the Board consisting of 9-11 members of this club, namely the president, immediate past president, president-elect, secretary, treasurer, charities treasurer, sergeant-at-arms, and 4 directors. Election shall be in accordance with Article 4, Section 1 of these bylaws.

Article 3 Nominations, Elections and Terms

Section 1 — One month prior to elections, members will nominate candidates for president-nominee, secretary, treasurer, sergeant-at-arms, charities treasurer, and any open director positions. The nominations may be presented by a nominating committee (see Article 9), by members from the floor, or both. The slate of candidates shall be voted upon by the membership at the following club meeting and be installed at the annual meeting, typically the last meeting in June.

Section 2 — The nominating committee shall have a slate of nominated candidates for the club to vote on prior to January 1.

Section 3 — The candidate who receives a majority of the votes for each office is declared elected to that office.

Section 4 — A vacancy of any officer-elect position or director-elect position shall be filled by a Board appointed club member to finish out the remainder of the unexpired Rotary year.

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

Director 1 — 2 Year

Director 2 — 2 Years

Director 3 — 3 Years

Director 4 — 3 Years

Charities Treasurer — 3 Years

Club Treasurer — 3 Years

Secretary — 3 Years

Sergeant-at-arms — 1 Year (Appointed by President)

President-Elect — 1 Year, Progression to President the following year

President — 1 Year, Progression to Immediate Past President the following year

Immediate Past President — 1 Year

Article 4 Duties of the Officers

Section 1 — President. The president shall preside at club and Board meetings and perform other duties as ordinarily pertain to the office of President.

Section 2 — Immediate Past President. The immediate past president shall serve as a director and as a member of the Nominating Committee

Section 3 — President-elect. The president-elect shall prepare for their year in office and serve as a director.

Section 4 — Directors. A director shall attend club and Board meetings, advise the Board based on their knowledge and experience in Rotary, and participate in Board votes.

Section 5 — Sargent-of-Arms. The Sargent-of-Arms shall attend club meetings and help the in greeting the guest and members as they arrive and help with distribution and collecting of the Happy Bucks and CART buckets. The Sargent-of-Arms will also attend the Board meetings and help advise the Board based on their knowledge and experience in Rotary, and participate in Board votes.

Section 6 — Secretary. The secretary shall keep membership and attendance records; record attendance at meetings; send out notices of club, and Board meetings; record and preserve the minutes of such meetings; and report changes in memberships to RI.

Section 6 — Treasurer. The treasurer shall oversee all funds and provide annual accounting of these funds. Upon retirement from office, the treasurer shall turn over to the incoming treasurer or to the president all funds, books of account, or any other club property. The club treasurer shall not serve as charities treasurer in the same year.

Section 7 — Charities Treasurer. The charities treasurer shall oversee all funds and provide annual accounting of these funds for the Reedy River Rotary Club Charities account (see Article 2, Section 2). Upon retirement from office, the charities treasurer shall turn over to the incoming charities treasurer or to the president all funds, books of account, or any other club property. The charities treasurer shall not serve as club treasurer in the same year.

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

Article 5 Meetings

Section 1 — Annual Meeting. An annual meeting of this club shall be held no later than 30 June to induct the new officers and directors who will serve for the next Rotary year.

Section 2 — The regular meetings of this club are held on the second and fourth Tuesdays each month at 6:00 P.M. Reasonable notice of any change or cancellation of the regular meeting shall be given to all club members.

Section 3 — One-third of the membership shall constitute a quorum at the annual and 4 regular meetings of this club.

Section 4 — Board meetings are held monthly. Special meetings of the Board are called with reasonable notice by the president or upon the request of two directors, due notice having been given.

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

Section 6 — In the circumstance that meetings cannot be in-person for reasons such as safety or a loss of location, meetings may be held virtually via web conferencing.

Article 6 Fees and Dues

Section 1 — The application fee shall be paid before the applicant can qualify as a member.

Section 2 — Each member is encouraged to make a voluntary minimum \$25 per quarter contribution to the Rotary Foundation to become a Sustaining Member of Rotary International. This optional donation shall be invoiced quarterly with membership dues, or otherwise as the member may designate.

Section 3 — **Membership** dues shall consist of RI per capita dues, subscription fees to “The Rotarian” magazine, district per capita dues, club annual dues, and any other Rotary or district per capita assessment. These dues will cost \$550.00 annually. Each member is encouraged to attend each regularly scheduled all meetings.

Section 4 — **Family membership** shall be available to spouses or children of a Rotarian. In a family membership, both the primary and secondary family members pay the RI and District. The primary will pay the full cost of the club dues, while the secondary will cover a smaller amount of the club dues, and are each encouraged to make a donation to the Rotary Foundation. The primary Family Member dues

will cost \$550.00 and each additional family member's dues will be \$220 annually. Each member is encouraged to attend each regularly scheduled all meetings.

Section 5 — Corporate Membership shall be available to employees of a Rotarian that have their own business. In a Corporate membership, both the primary (owner and sponsor) and all secondary members (employees) pay the RI and District. The primary will pay the full cost of the club dues, while the secondary will cover a smaller amount of the club dues and are each encouraged to make a donation to the Rotary Foundation. The primary's Corporate Membership dues will cost \$550.00 and each additional secondary's Corporate Associate Member's dues will be \$220 annually. Each member is encouraged to attend each regularly scheduled all meetings.

Section 6 — Associate Membership shall be available to new Rotarians who are less than 32 years old. This option is only until a member turns 32. Associate's members shall pay the RI, District, a smaller amount of the club dues, and are required to contribute a minimum of 6 hours of community service per quarter. These members are each encouraged to make a donation to the Rotary Foundation. These Associates Member's dues will be \$220 annually. Each member is encouraged to attend each regularly scheduled all meetings.

Section 7 — Active Membership are available for those members who do not wish to attend any of the regularly scheduled meeting and would just like to volunteer. These members shall pay the RI, District, a smaller amount of the club dues, and are required to contribute a minimum of 6 hours of community service per quarter. These members are each encouraged to make a donation to the Rotary Foundation. These Active Member's dues will be \$220 annually.

Section 8 — Leave of Absence is available for those members who have health or other unfortunate reasons that will not allow them to participate in club meetings and activities for a short amount of time. These members shall pay the RI, District, a smaller amount of the club dues. These members are each encouraged to make a donation to the Rotary Foundation. These Leave of Absence member's dues will be \$55.00 quarterly.

Section 9 — Membership dues shall be payable in accordance with the policies of the club as established by the Board.

Section 10 — The Board reserves the right to waive portions of dues in increments of 3 months that need to be re-voted on at their discretion, should an active Rotarian apply for financial hardship relief. This relief shall not extend for more than 12 months.

Article 7 Method of Voting

The business of this club is conducted by voice vote, written vote, or show of hands except for the election of officers and directors, which is conducted by ballot. The Board may provide a written or electronic 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. The president-elect, president, and immediate past president should work together to ensure continuity of leadership and succession planning. The president-elect is responsible for

appointing committee members to fill vacancies, appointing committee chairs, and conducting planning meetings prior to 30th June. The club will consist of the following committees:

- **Club Administration** - This committee should conduct activities associated with the effective operation of the club.
- **Membership** - This committee should develop and implement a comprehensive plan for the recruitment and retention of members and report necessary plans and reports to the District. Membership works closely with the Secretary to update club records with prospective and inducted members.
- **Public Relations (PR)** - 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. PR is also tasked with the internal promotion and recognition of events and activities to help Rotarians stay engaged.
- **Rotary Foundation** - This committee should develop and implement plans to support The Rotary Foundation through financial contributions and participation in programs and projects.
- **Service Projects** - This committee should develop and implement educational, humanitarian, and vocational projects that address the needs of the club's community and communities in other countries.
- **Nominating** - This committee shall be comprised of the President, Past President, one Director, one club member at-large, and the Club Administration chairperson. The sitting President shall preside.
- **Programming** – This committee shall be responsible for organizing the meeting's program and speakers.
- **RYLA** - This committee shall be responsible for having a call for RYLA applications, interviewing applicants, and approving and supporting the students that will represent the club at RYLA per the club budget.

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 Leave of Absence

Section 1 — 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 a specified length of time in increments of 3 months and can be reviewed at the end of the term. The member must be in good standing with the club prior to going on LOA. During this time, the member will pay all dues.

After 3 months, the status will need to be re-approved by the Board for an extension and shall not extend a total of 12 months consecutively.

Section 2 — 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 Rotary Club of the Reedy River Greenville Constitution is not computed in the attendance record of the club.

Section 3 — General Responsibilities

Member:

- Upon written application to the BOD, setting forth good and sufficient cause, a leave of absence may be granted, with or without conditions, excusing a member from attending the regular weekly meetings of the Club for a specified length of time, up to one year.
- The member must submit a written application to the BOD to return from a leave of absence 30 days prior to the expiration date of the leave of absence.
- The BOD may grant or deny the member's application for a leave of absence or a return from a leave of absence at its sole discretion, with or without conditions, and without explanation.
- While on leave of absence, all dues must be paid in full.
- Members on a leave of absence may attend meetings and events as their circumstances permit.
- A member's voting privilege is suspended and the member cannot serve in a leadership position during the period of the leave of absence.
- While it is the board's intent not to grant a leave of absence or an extension that extends beyond 12 months, the Board understands there may be extenuating circumstances that should be addressed.
- When granted a return from a leave of absence, the member shall enjoy all the rights, privileges, and responsibilities of club membership.
- If the application for a return from a leave of absence is denied by the Board of Directors, the member shall continue to be on a leave of absence until the date the absence was due to expire after which the member's membership in the club shall terminate automatically unless the BOD takes exceptional action.

Board of Directors (BOD):

- The BOD shall consider and vote on a member's written application for a leave of absence at the regularly scheduled meeting of the BOD following receipt of the application.

President:

- When a leave of absence request is approved by the BOD, the President shall notify the member in writing and include the following information:
- The specific date the leave of absence expires.

- The club's policy regarding payment of dues and the continued requirement to pay dues in full during a leave of absence.
- A description of general policy guidelines related to leave of absence including but not limited to:
 - o Members on leave of absence are welcome to attend regular club meetings and club activities, however, they will not have the privilege of serving in a club leadership position nor will they have the right to vote,
 - o A written request to the BOD for a return from or extension of a leave of absence is required 30 days prior to the expiration date of the leave of absence,
 - o While the BOD is guided by administrative policy regarding members taking a leave of absence, the BOD understands that from time to time extenuating circumstances may influence the conditions of an individual's leave and therefore the BOD suggests the member maintain open communications with the president of the club regarding any changes in their specific leave that may require support and or action by the BOD.
- If the member's application to return from a leave of absence is approved, the President shall notify the member.
- If the member's application to return from a leave of absence is disapproved, the President shall notify the member in writing.

Article 10 Finances

Section 1 — Prior to each fiscal year, the Board shall prepare an annual budget of estimated income and expenditures, 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 of club operations and one of charitable/service operations.

Section 2 — The treasurer shall deposit club funds in financial institution(s) designated by the Board, divided into two parts: funds received as dues (subdivided by club operations and service projects) and funds received as donation or earning for Reedy River Rotary Club Charities, which shall be turned over to the treasurer of the Charities fund for deposit in a separate account.

Section 3 — Bills are paid by the treasurer or another authorized officer when approved by the President and another officer.

Section 4 — A thorough annual review of all financial transactions shall be completed by a qualified person.

Section 5 — An annual financial statement of the club shall be provided to club members.

Section 6 — The fiscal year is from 1 July to 30 June the following calendar year. The collection of 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 11 Method of Electing Members

Section 1 — A member may provide a candidate's application to the President or Membership Chair, where the Membership Chair will present the application 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. During these 30 days, the club's members will be notified of the proposed candidate and will have 7 days to address any known or unknown issues that will help in the Board's final decision.

Section 4 — If the decision of the Board is favorable, the prospective member is invited to join the club, educated about Rotary and membership requirements, and formally inducted into the club.

Section 5 — Following the approval of the new member, the Membership Chair shall work with the Program Chair and President to arrange for the new member's induction. The Secretary shall update the new member information to RI and the Membership Chair will assign a member to assist with the new member's assimilation to the club through the Red Badge Program.

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

Article 12 Resolutions

Any resolutions or motions to commit the club to any position or action must 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 13 Amendments

These Bylaws may be amended by a committee appointed by the president, consisting of two Board members and one regular member. Changing the club bylaws first requires approval by the Board. The second, requirement following the Board approval is that written notice be sent to each member 10 days before the meeting it will be voted on, 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.