

Bylaws of the Rotary Club of Rock Hill

Adopted 06/28/2012

Rev. 05/23/2013; Rev. 03/13/2014; Rev. 09/16/2016; Rev 05/10/2018; Rev 1/23/2020; Rev 6/21/2022;
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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. 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, namely, the president, immediate past president, president-elect, president-nominee, secretary, treasurer, and sergeant-at-arms, and six directors. At the discretion of the board, also added can be the officers and two 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 in October, the presiding officer shall ask for nominations by members of the club for president-nominee, secretary, treasurer, and two directors. 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 placed on a ballot in alphabetical order under each office and shall be voted for at the annual meeting held in November. The candidates for president-nominee, secretary, and treasurer receiving a majority of the votes shall be declared elected to their respective offices. The two candidates for director receiving a majority of the votes shall be declared elected as directors. Nominations will not be solicited for president or president-elect by virtue of the prior year election where the president-elect and the president-nominee will have been designated with understood accession to president and president-elect positions. Candidates for club president must have been a member of the club for at least one year.

Section 2 – The officers and directors shall constitute the board. Within the month after their election, the directors-elect shall meet and elect some member of the club to act as sergeant-at-arms.

Section 3 – A vacancy in the board or any office shall be filled by action of the remaining directors to fulfill the remainder of that position's term.

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 – A director shall serve for three years, with the board divided into three classes to allow for one-third of directors to rotate off each year. After a year off the board, a member may rejoin the board for another three-year term. Board members at the end of their three- year term limit will continue on the board as ex-officio members, with full voting privileges, in order to fulfill their officer duties as president, president-elect, president-nominee and immediate past president.

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 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 preside at meetings of the club and the board in the absence of the president and to perform other duties as ordinarily pertain to the office of president-elect.

Section 4 – *President-nominee*. It shall be the duty of the president-nominee to serve as a director and to perform such other duties as may be prescribed by the president or the board.

Section 5 – *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, both board and plenary; make the written minutes for all club board meetings available to members within 60 days of that meeting; 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 forwarded 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 6 – *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 7 – *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 on the 4th Thursday of May in each year, at which time the election of officers and directors to serve for the ensuing year shall take place.

Section 2 – *Regular Meetings*. The regular weekly meetings of this club shall be held on 2nd and 4th Thursdays from 12:15 p.m. to 1:15 p.m. 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 sixty (60) 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 – Quorum. One-third of the membership shall constitute a quorum at the annual and regular meetings of this club.

Section 4 – Board Meetings. Regular meetings of the board shall be held on the 3rd Thursday of each month at 5:30pm in an adjacent location to the lunch meeting, downtown Rock Hill. Special meetings of the board shall be called by the president, whenever deemed necessary, or upon the request of two (2) directors, with at least three business days' notice.

Section 5 – Board Quorum. A majority of the directors shall constitute a quorum of the board.

Section 6 – Holiday Cancellation. The Club can cancel a scheduled meeting if it falls during a week that includes a holiday.

Section 7 – Rule of 85. Rotarians can be excused from attendance if the combined total of their years of membership in one or more clubs plus their age equals at least 85, with their years of membership totaling at least 20.

Article 6 Fees and Dues

Section 1 – Admission Fee. The admission fee shall be \$ 50.00 to be paid before the applicant can qualify as a member, except as provided for in the standard Rotary Club Constitution, Article 11. The admission fee shall be waived for any transferring new member so long as they are in good standing with Rotary.

Section 2 – Dues. The membership dues shall be \$125.00 per annum, payable quarterly on the first day of July, October, January and April, with the understanding that a portion of each semiannual payment shall be applied to each member's subscription to the RI official magazine.

Section 3 - RI Dues. RI semiannual dues are to be increased by \$4 for each of the next three years – to \$30.00 per half year in 2017-2018, \$32.00 per half year in 2018-2019, and \$34.00 per half year in 2019-2020.

Article 7 Method of Voting

The business of this club shall be transacted by voice vote except the election of contested officer and director positions, which shall be by ballot. The board may determine that a specific resolution be considered by ballot rather than by voice vote.

Electronic Voting (E-Votes), including vote casting by email, shall be permitted for questions before the general membership or the board of directors so long as the question does not involve contractual decisions of \$250.00 or more.

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:

- Club Governance & Finance (Club Administration)

This committee should conduct activities associated with the effective operation of the club, to include drafting the annual budget with recommended allocations for operational and charitable expenses; dues-setting; proposing the annual slate of officers; recommending bylaws changes, as necessary; coordinating fundraising efforts to support the budget and service projects of the Club; and speaker programming for regular bi-weekly meetings.

- Fundraising (Fund Raising)

Working with the Club Governance & Finance Committee and the Service Projects Committee, the Fundraising Committee ensures that adequate funding beyond dues is available to support all club activities, service initiatives and charitable giving. The Fundraising Committee is responsible for developing, evaluating and presenting fundraising ideas to the Board for consideration, and implementing those that are adopted.

- Membership

This committee should develop and implement a comprehensive plan for the recruitment and retention of members, with special attention to promoting diversity and creating a welcoming environment for members of diverse backgrounds. Duties also include the first review of member applications to determine if occupational representation will be maintained according to Rotary International guidelines; pairing of a Club member with new recruits to ensure a smooth transition to the Club; planning of fellowship activities to include social opportunities outside regular Club meetings and interaction with other regional Clubs; publication of educational and social meeting opportunities outside of the region, including Rotary conferences;

- Public Image and Communications (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 through press releases and other means. Duties also encompass internal communications including meeting announcements and program bulletins; maintenance of the Club's website; taking and archiving of Club photographs; and supporting other committees in their communication needs.

- Service Projects

This committee should develop and implement educational, humanitarian, and vocational projects that address the needs of the community and communities in other countries. In accordance with the Club budget, this committee will recommend how funds designated for charitable efforts should be spent and may designate a Signature Charity. This committee will plan and coordinate members' involvement in community and international volunteer efforts and will also be responsible for coordinating youth leadership projects and tracking vocational service activities by Club members.

- The Rotary Foundation

This committee will be the primary contact with The Rotary Foundation with regard to governance, financial support and general communications. This committee should develop and implement plans to support The Rotary Foundation through both financial contributions and program participation, including but not limited to the Annual Programs Fund and the Paul Harris Fellow program.

- Youth Services

In recognition of the positive change implemented by youth and young adults through leadership development activities, involvement in community, and international service projects, and exchange programs that enrich and foster world peace and cultural understanding, this committee shall develop and implement the creation of Rotaract and Interact Clubs with the sponsorship of the Rotary Club of Rock Hill. The Youth Services Committee shall seek through Rotaract and Interact to develop and implement educational, humanitarian, and vocational projects that address the needs of the community and communities in other countries.

Additional ad hoc committees may be appointed as needed.

(a) The president shall be an *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 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, a leave of absence may be granted excusing a member from attending the meetings of the club for no longer than twelve (12) months. In such case, the member will be required to pay reduced dues in the amount of \$120 annually or \$30 per quarter.

(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 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 once each 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 July 1 to June 30, and for the collection of members' dues shall be divided into four (4) quarterly periods to cover July 1 through September 30; October 1 through December 31; January 1 through March 31; and April 1 through June 30. The payment of per capita dues and RI official magazine subscriptions shall be made on July 1 and January 1 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 standard 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 standard Rotary club constitution, honorary members proposed by the board.

Section 8 – To terminate a member, the board must have two thirds present and voting.

Article 14 Membership

Section 1 – *Mandatory Qualifications.* Rotarians must be adults who have demonstrated good character, integrity and leadership, have a good reputation in their business, profession, and community; and are willing to serve in their community and around the world.

Section 2 – *Dual Membership.* Rotaractors can simultaneously hold separate membership in any Rotaract Club sponsored by the Rotary Club of Rock Hill and in the Rotary Club of Rock Hill, so long as all membership qualifications and requirements for both organizations are met, including the payment of financial dues.

Section 3 – *Transferring Member.* Potential members who owe money to another club are ineligible for membership. The Club must seek confirmation that a former Rotarian does not have any outstanding debt to their previous club. When a club requests a statement from the club of a member who wishes to transfer, or who was previously a member, as to whether that person owes money, the request must be responded to within thirty (30) days. If no response is provided, it is assumed that the member doesn't owe anything.

Section 4 – *Suspension of Membership.* The Club may suspend a member for a maximum of 90 days. At the end of that time, they must either terminate or reinstate the member. A suspended member has the right to appeal the suspension or request mediation or arbitration.

Article 15 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 16 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 17 Service Membership.

Section 1- *Service Membership Oversight.* Service members are required to complete yearly service equal to 24 hours a Rotary year, recommended as 6 hours a quarter. Service members are strongly encouraged to volunteer time for all major fundraisers and projects organized by the club whether physical service or with planning.

Section 2- *Service Member Leadership.* Service members hold full membership of the Rotary Club and therefore may hold board level positions to be voted on as in Article 3.

Section 3- *Service Member Dues.* These members shall pay a minimum due structure equivalent to yearly/quarterly RI dues. Service club members will be billed by this club treasurer, annually at \$200 or quarterly at \$50. Service members are welcome to all lunch meetings at the guest Rotarian price of \$20 at the discrepancy of the board.

Article 18 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.