

Bylaws of the Rotary Club of Danville, IL (prepared August 20, 2008)

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 of directors. The board will consist of two bodies of individuals; officers and directors. The officers shall include the president, vice-president, president-elect (or president-nominee, if no successor has been elected), past president, secretary and treasurer.. The directors of the board shall include directors of club service, vocational service, community service, international service, membership and Rotary Foundation. At the discretion of the board additional directors can be elected in accordance with article 3, section 1 of these bylaws. Any tie vote of the board will be decided by the vote of the president. Also at the discretion of the board two individuals may share the same board position in order to share the responsibility of the position.

Article 3 Election of Directors and Officers

Section 1-- The official Rotary year is July 1 of the current year through June 30 of the following chronologic year. Election of officers and directors will take place during the month of June at a regular club meeting designated by the president and board of directors. Advance notice of the election meeting shall be given to the club during the regular club meetings during the months of May and June. The slate of the board of directors with its proposed officers and directors will be prepared during the three months prior to July 1 and will be procured by a nominating committee appointed by the president. The membership is encouraged to participate in the process by communicating with the nominating committee. The new board of directors will be elected during the scheduled election meeting by acclamation. If there is a contested position that position will be determined by a majority of the members voting at the election meeting. Voting for a contested board position will be by ballot.

Section 2 – The officers and directors, so elected, together with the immediate past president shall constitute the board. The new board shall assume it's duties on July 1st. The board shall meet at least once per month to carry out the plans and operations of the club. The date, time and location of the board meetings will be determined by consensus of the board.

Section 3 – A vacancy in the board shall be filled by action of the remaining directors.

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 – 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.

Section 3 – Vice-President. It shall be the duty of the vice-president 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

vice-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 and board 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, 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 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 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 on the last or next to last Monday of June in each year, at which time the election of officers and directors to serve for the ensuing year shall take place. The date will be announced to the club membership at least one month in advance of the date of the annual meeting.

Section 2 – The regular weekly meetings of this club shall be held on Monday at 12:00 noon. 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.

Rotarians who have obtained senior active (Active-Excused Absence in the RI Constitution) are exempt from attendance requirements and are not held to the 50 % meeting attendance required of regular members. For record purposes to the District Governor and RI, Rotarians with senior active status will not be included in club attendance reports. Senior active status can be obtained when a Rotarian's combined age and membership years reaches 85. Senior active status must be requested in writing to the board. Senior active status does not exempt the Rotarian from the requirement of payment of club dues. If a senior active Rotarian is dues delinquent he will be treated as any dues delinquent member and his membership to the club revoked. Delinquent time allowance and determination will be made by the board.

Section 3 – One-third of the membership shall constitute a quorum at the annual and regular meetings of this club. **Any motion will be carried by a majority of those members voting so long as a quorum is present.**

Section 4 – Regular meetings of the board shall be held on the third Tuesday of each 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 directors shall constitute a quorum of the board. A simple majority vote by the directors present and voting is necessary to carry a motion so long as a quorum is present. Should a tie vote occur at the board level the vote of the president shall decide.

Article 6 Fees and Dues

Section 1 – An admission fee may be charged to proposed new members at the board’s discretion. The standard Rotary club constitution, article 11 may be referenced.

Section 2 – The membership dues shall be determined by the board on a per annum basis payable semiannually on the first day of July and of January, with the understanding that a portion of each semiannual payment shall be applied to each member’s subscription to the RI official magazine. Non payment of club dues will be grounds for revocation of membership. The board will determine the time frame relative to dues default and revocation of membership. Since the dues are payable semiannually, if a member is six (6) months delinquent that member should be contacted by the director of membership to see if that member still desires membership in the club. If the delinquent member still desires club membership they should pay their owed dues forthwith.

Article 7 Method of Voting

The business of this club shall be transacted by *viva voce** vote except the election of officers and directors, which shall be by ballot if contested. The board may determine that a specific resolution be considered by ballot rather than by *viva voce* vote. At either a regular, board, or annual meeting the presiding officer may request a show of hands, a counted hand vote, or a ballot vote if he feels the situation demands closer evaluation.

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

Article 8 Four Avenues of Service

The Four Avenues of Service are the philosophical and practical framework for the work of this Rotary club. They are Club Service, Vocational Service, Community Service, and International Service. This club will be active in each of the four 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 four avenues of service. 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 may be utilized 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 committee recommendations may include:

- **Membership**

This committee should develop and implement a comprehensive plan for the recruitment and retention of members.

- **Club 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.

- **Club Administration/Service**

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

- **Service Projects /Vocational, Community, International**

These committees should develop and implement educational, humanitarian, and vocational projects that

address the needs of the 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.

Additional ad hoc committees may be appointed as needed.

(a) The president shall be ex officio a 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 co-ordinate the work of the committee, and shall report to the board on all committee activities.

(Note: The above committee structure is in harmony with both the District Leadership Plan and the Club Leadership Plan. Clubs have the discretion to create any committees that are required to effectively meet its service and fellowship needs. A sample listing of such optional committees is found in the Club Committee Manual. A club may develop a different committee structure as needed.)

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 to 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 should 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 should 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, leave of absence may be granted excusing a member from attending the meetings of the club for a specified length of time.

(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 should 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 should be divided into two separate parts: club operations and service projects.

Section 3 – All bills should be paid by the treasurer or other authorized officer. The treasurer should report monthly to the board the financial status of the club. This report should be in an appropriate form accounting for income and expenses, assets and liabilities, and paid and unpaid bills.

Section 4 – A thorough review/audit of all financial transactions by a qualified person should be made once each year. If not performed yearly an audit shall be performed at least every two years.

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 two (2) semiannual periods extending from 1 July to 31 December, and from 1 January 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 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 thirty (30) days following publication of information about the prospective member, that person, upon payment of the admission fee (if not honorary membership and if required by the board) 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 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.

Article 14 Resolutions

The club and its committees 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 Order of Business for regular meeting

Meeting called to order
Prayer, Pledge and 4 Way Test
Introduction of visitors and visiting Rotarians
President's correspondence, announcements, and Rotary information
Committee reports, officer reports, or director reports
Unfinished business
New business
Fellowship
Program
Reminders
Adjournment

Article 16 Amendments

These bylaws may be amended at any regular meeting, a quorum being present, by a two-thirds vote of all members present and voting 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.