

Recommended Rotary Club Bylaws Bylaws of the Rotary Club of

Cleveland, Tennessee

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.

2. *Council of Presidents*: The Council of Presidents is composed of all active members of the RC of Cleveland who have previously served in the office of president. The council is a body of advisors to the Board of Directors of the RC of Cleveland. The council shall meet as needed to discuss and recommend policies, amendments, and lead in preserving the continuity of leadership and traditions of our club. All action recommended by the Council of Presidents is subject to the approval of the Board of Directors.

Article 2 Board

The governing body of this club shall be the board consisting of thirteen (13) members of this club, namely, six (6) directors and five (5) officers elected in accordance with article 3, section 1, of these bylaws, the immediate Past-President and the President of the Cleveland Rotary Foundation. The six (6) directors will consist of the chairperson for each of the following: Publications, Programs, Public Relations, Service Projects, Membership, and the Rotary Foundation. The five (5) elected officers will consist of: president, vice-president, president-elect, secretary, treasurer. The President-Elect shall serve as the chairperson for the Club Administration Committee.

Article 3 Election of Directors and Officers

Section 1 – A five person nominating committee will be formed in the fall of each year for the purpose of recommending officers and board members to the club for the upcoming Rotary year. Three members of this committee shall be the current President, President-Elect and the Vice-President. Two additional members of the nominating committee shall be members of the Council of Presidents (COP) as chosen by the COP. The nominating committee shall be chaired by the President-Elect.

The nominating committee shall make their recommendations of officers and directors to the full Board of Directors, for their approval, no later than the last day of November. The recommended slate of officers and directors must be presented to the entire club, at a regular meeting, so that the nominees may be voted on prior to the end of the calendar year.

Section 2 – Before the beginning of the new Rotary year, the directors-elect shall meet and elect a 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.

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 pertain to the office of president.

Section 2 – *President-elect*. It shall be the duty of the president-elect to serve as chairperson of the Club Administration Committee and to perform such other duties as may be prescribed by the president or the board. 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. The President-Elect shall attend the annual PETS conference at the expense of the club, unless an emergency situation arises.

Section 3 – *Vice-President*. It shall be the duty of the Vice-President to develop, monitor, and modify 3-5 year goals in conjunction with the other committee chairpersons 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, 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.

Section 7 - Every attempt should be made by all officers to attend District Conference, District Assembly, and other such training and/or conferences that arise at the expense of the club.

Article 5 Meetings

Section 1 – Annual Meeting. An annual meeting of this club shall be held during the first meeting in December in 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 Tuesday at 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 article 8, sections 3 and 4 of 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 8, sections 1 and 2.

Section 3 – One-half 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 fourth 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.

Article 6 Fees and Dues

Section 1 – The admission fee shall be \$50.00 to be paid before the applicant can qualify as a member.

Section 2 – The membership dues shall be \$220.00 per annum, payable quarterly on the first day of July, October, January and April with the understanding that a portion of each payment shall be applied to each member=s subscription to the RI official magazine.

Section 3 – Meals will be charged in advance on each quarterly billing. Meal credits will be given to any member who submits make-ups to the club secretary for meetings where meals were served.

Section 4 – There will be an annual assessment of \$80 per member to support the club's service projects.

Article 7 Method of Voting

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

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 is responsible for appointing committee members to fill vacancies, nominating 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:

1. *Club Administration:* This committee should conduct activities associated with the effective operation of the club, as follows:
 - member attendance and timely payment of dues
 - organizing weekly and special programs
 - promoting fellowship among members
 - publications
 - long-range goals: develop, monitor and modify 3-5 year goals
2. *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, as follows:
 - provide public with general information about Rotary
 - develop and maintain media relationships for frequent media exposure
 - promote the club's service projects and activities to the public
 - work with other committees to find out what is going on
 - develop and evaluate current and future events that will put Rotary in the public eye
 - provide program for on-site tour of one area business annually
 - long-range goals: develop, monitor and modify 3-5 year goals
3. *Service Projects:* This committee should develop and implement educational, humanitarian and vocational projects that address the needs of its community and communities in other countries, as follows:
 - conduct needs assessment of the community
 - plan, implement and evaluate service projects
 - work with Foundation committee in obtaining grants
 - utilize RI Web site and district for international project ideas
 - plan, implement and evaluate fund raising efforts
 - long-range goals: develop, monitor and modify 3-5 year goals
4. *Membership:* This committee should develop and implement a comprehensive plan for the recruitment and retention of members, as follows:

- achieving club membership goals through recruitment and retention of members
 - education of current and future members
 - conducting club assessments for satisfaction and classifications
 - long-range goals: develop and modify 3-5 year goals
5. *The Rotary Foundation*: This committee should develop and implement plans to support The Rotary Foundation through both financial contributions and program participation, as follows:
- support of RI Foundation financially and by participating in foundation programs
 - educate members about Foundation
 - work with International Project committee to provide funding
 - make club aware of Rotary Youth Exchange and determine participation
 - long-range goals: develop, monitor and modify 3-5 year goals

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 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 make reference to appropriate RI materials. The service project committee will consider vocational service, community service and international service avenues 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, leave of absence may be granted excusing a member from attending the meetings of the club for a specified length of time. 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 article 8, sections 3 and 4 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.

Section 3 – All bills shall be paid by the treasurer or other authorized officer when approved by the president or another duly appointed officer. Checks shall require two signatures.

Section 4 – In June of each year, the Treasurer shall present a financial report to the board comparing actual expenses to budget. A thorough review of all financial transactions by a qualified person shall be made once each year at the discretion of the board.

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. 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.

Section 7 – Each year the Cleveland Rotary Foundation shall present a financial report to the board showing at minimum, beginning year balance, ending year balance, and all monies disbursed.

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 his or her name and proposed classification will 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 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 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

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 16 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.