

Bylaws of the Rotary Club of Fort Mill, SC

Adopted January 13,2010

**NOTE: These bylaws are recommended only and may be changed by any Rotary club to meet its own conditions, provided such changes are not out of harmony with the Standard Rotary Club Constitution and with the RI constitution, RI bylaws, and the Rotary Code of Policies. If any doubt exists, the proposed changes should be submitted to the general secretary for the consideration of the Board of Directors of RI.*

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 Powers of the Board

Section 1 - The board directs and controls the affairs of the Rotary Club of Fort Mill 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 Fort Mill Rotary Club Foundation which shall be operated exclusively for charitable and educational purposes by the trustees of the Fort Mill Rotary Club Foundation in accordance with its articles of incorporation and bylaws. The articles of incorporation and bylaws can be amended by the Foundation trustees only with the consent of the Rotary Club of Fort Mill board.

Article 3 Board

The governing body of this club shall be the board consisting of 15 members of this club, namely, the president, president-elect, president-elect nominee, secretary, and treasurer, 9 directors, and the immediate past president. Election shall be in accordance with Article 4, Section 1 of these bylaws.

Article 4 Election of Directors and Officers

Section 1 - At a regular meeting one month prior to the meeting for election of officers, the presiding officer shall ask for nominations by members of the club for president-elect nominee, secretary, treasurer, and 3 of 9 directors to serve 3 year staggered terms. The nominations so provided shall be presented to the Nominating Committee (see Article 10) for consideration together with nominees, if any, proposed by the Nominating Committee. The slate of candidates developed by the Nominating Committee shall be elected by the membership at the next following Club Assembly and be installed at the annual meeting

Section 2 - The officers and directors, so elected, together with the immediate past president shall constitute the board. Within one week after their election, the directors-elect shall meet and appoint some member of the club to act as sergeant-at-arms. The duties of the sergeant-at-arms shall be such as are usually prescribed for such position and other duties as may be prescribed by the president or the board.

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 5 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 – President-elect nominee. It shall be the duty of the president-elect nominee to perform such duties as may be prescribed by the president or the board.

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, 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 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. The treasurer also shall serve as treasurer of the Fort Mill Rotary Club Foundation.

Section 6 - Past-president. It shall be the duty of the past-president to serve as a director, to serve as a member of the Nominating Committee, and to perform such other duties as may be prescribed by the president or the board.

Article 6 Meetings

Section 1 - Annual Meeting. An annual meeting of this club shall be held on a date determined by the Board each year, at which time the election of officers and directors to serve for the ensuing year shall take place. (*Note: Article 6, section 2 of the Standard Rotary Club Constitution provides that "An annual meeting for the election of officers shall be held not later than 31 December..."*)

Section 2 - The regular weekly meetings of this club shall be held on Wednesday at 12:30 PM. 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 - 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 according to the schedule established by the President at the beginning of the President's term.

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 7 Fees and Dues

Section 1 - The admission fee shall be \$25.00 to be paid before the applicant can qualify as a member, except as provided for in the standard Rotary club constitution, Article 11.

Section 2 - Each new member is required to become a Sustaining Member of Rotary International. The amount selected shall be payable quarterly at the same time as membership dues, or in advance as the member may designate.

Section 3 -The membership dues shall be established by the annual budget, payable quarterly on the first day of July, October, January, and of April.

Article 8 Method of Voting

The business of this club shall be transacted by *viva voce**or *electronic* vote except the election of officers and directors, which shall be by ballot. The board may determine that a specific resolution be considered by ballot rather than by *viva voce* vote.

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

Article 9 Five Avenues of Service

The five 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 five Avenues of Service.

Article 10 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, 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:

- **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**
This committee should conduct activities associated with the effective operation of the club.
- **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.
- **The Rotary Foundation**
This committee should develop and implement plans to support The Rotary Foundation through both financial contributions and program participation.
- **Nominating Committee**
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.
- **Scholarship Committee**
This committee shall oversee the projects of the scholarship programs of this Club.

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.

(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 11 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 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 12 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 13 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 or banks named by the board. The club funds shall be segregated into two separate parts: Funds received as dues (subdivided by club operations and service projects) and Funds received as donations or earnings for Fort Mill Rotary Club Foundation.

Section 3 - A thorough review of all financial transactions by a qualified person shall be made from time to time at the discretion of the board but no less than once each three years.

Section 4 - At the discretion of the board, officers having charge or control of club funds may be asked to give bond for the safe custody of the funds of the club, cost of bond to be borne by the club.

Section 5 - 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 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 14 Method of Electing Members

Section 1 - The name of a prospective member, proposed by an active member of the club and said prospective member having met the requirements of membership as outlined in the Rotary International Constitution, shall be submitted to the board in writing by the Membership Committee at a regular or called meeting of the board. The club secretary will be provided the appropriate documentation for the proposed member. 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.

See Article 5, Section 2 of the Rotary International Constitution for the membership requirements for the club which are attached hereto.

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. Eligibility for Honorary Membership in the Fort Mill Rotary Club will follow the following guidelines:

- Retired from employment
- 10 consecutive years of active Rotary membership in the Fort Mill Rotary Club
- Over the age of 65
- Term to end at resignation/termination from club membership
- Honorary members not to exceed 12 percent of total club membership
- Honorary members must be sustaining members
- Honorary members will be responsible to pay for meals (and their guest's meals). However, they are not required to pay dues.

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

The Order of Business will be announced by the President at each regular meeting.

Article 17 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 given by mail or electronic delivery 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.

History:

Amended January 13, 2010