

## RECOMMENDED ROTARY CLUB BYLAWS

### Bylaws of the Rotary Club of Peachtree Corners

*Club bylaws supplement the Standard Rotary Club Constitution and establish common club practices. The bylaws in this document are recommendations. Customize them to reflect your club's practices, and confirm that they are not in conflict with the RI Constitution and Bylaws, the Standard Rotary Club Constitution (except where permitted), and the Rotary Code of Policies. Articles that your club is required to include are noted below.*

#### **Article 1 Definitions**

1. Board: The club's board of directors
2. Director: A member of the club's board of directors
3. Member: A member of the club, other than an honorary member
4. Quorum: The minimum number of participants who must be present when a vote is taken: one-third of the club's members for club decisions and a majority of the directors for club board decisions
5. RI: Rotary International
6. Year: The 12-month period that begins on 1 July

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*Your club may choose how it defines a quorum for voting purposes.*

#### **Article 2 Board**

The governing body of this club is its board of directors, consisting of, at a minimum, the president, immediate past president, president-elect, secretary, and treasurer.

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*The Standard Rotary Club Constitution requires a club's bylaws to include article 2. The officers listed above are required to be members of the club board. Your club's board may have additional members, such as the vice president, the president-nominee, sergeant-at-arms, or other directors. If your club has satellite clubs, list their club board members in this article, also.*

#### **Article 3 Elections and Terms of Office**

Section 1 — One month before elections, members nominate candidates for president, vice president, secretary, treasurer, and any open director positions. The nominations may be presented by a nominating committee, by members from the floor, or both.

Section 2 — The candidate who receives a majority of the votes for each office is declared elected to that office.

Section 3 — If any officer or board member vacates his or her position, the remaining members of the board will appoint a replacement.

Section 4 — If any officer-elect or director-elect vacates a position, the remaining members of the board-elect will appoint a replacement.

Section 5 — The terms of office for each role are:

- President — one year
- Vice President — \_\_\_\_\_
- Treasurer — \_\_\_\_\_
- Secretary — \_\_\_\_\_
- Sergeant-at-arms — \_\_\_\_\_
- Director — \_\_\_\_\_

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*The Standard Rotary Club Constitution requires that your club's bylaws specify an election process. If a nominating committee is used, include details of how it is appointed. The term of office for a club president is specified as one year in the Standard Rotary Club Constitution.*

#### **Article 4 Duties of the Officers**

- Section 1 — The president presides at club and board meetings.
- Section 2 — The immediate past president serves as a director on the club board.
- Section 3 — The president-elect prepares for his or her year in office and serves as a director.
- Section 4 — The vice president presides at club and board meetings when the president is absent.
- Section 5 — A director attends club and board meetings.
- Section 6 — The secretary keeps membership and attendance records.
- Section 7 — The treasurer oversees all funds and provides an annual accounting of them.
- Section 8 — The sergeant-at-arms maintains order in club meetings.

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*See Rotary club leader manuals for details on the roles of club officers.*

#### **Article 5 Meetings**

- Section 1 — An annual meeting of this club is held no later than 31 December to elect the officers and directors who will serve for the next Rotary year.
- Section 2 — This club meets as follows: at least twice each month. Reasonable notice of any change or cancellation of the regular meeting will be given to all club members. Additionally, the president is authorized to change or cancel a meeting, if the need arises. The Club counts service projects or social events as meetings. The Club, at the discretion of the president, may choose to gather in person, meet online, alternate between online and in-person meetings, or even use both formats at the same time (for example, a member could participate in an in-person meeting online through video chat) with said "gathering" to be deemed a meeting.
- Section 3 — Board meetings are periodically as determined by the Club president. Special meetings of the board are called with reasonable notice by the president or upon the request of two directors.

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*The Standard Rotary Club Constitution requires club bylaws to include article 5, section 2.*

#### **Article 6 Dues**

Annual club dues are \$1,440.00 for individuals, \$1,600.00 for corporate members, and \$1,140 for millennial members. Club dues are paid quarterly. Annual club dues include RI per capita dues, a subscription to The Rotarian or a Rotary regional magazine, district per capita dues, club fees, and any other Rotary or district per capita assessment.

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*The Standard Rotary Club Constitution requires club bylaws to include article 6.*

### **Article 7 Method of Voting**

The business of this club shall be transacted by viva voce\* (or vocal assent) vote, except in the cases of close votes. In a close vote, the President has the discretion to tally votes by raised hands or by ballot. The board may determine that a specific resolution be considered by ballot rather than by vocal assent. The directors may participate in and act at any meeting of the board through the use of a conference telephone, internet, or other communications equipment by means of which all persons participating in the meeting can communicate with each other. Participation in such a meeting shall constitute attendance and presence in person at the meeting of the person or persons so participating.

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*Include satellite club voting procedures here.*

### **Article 8 Committees**

Section 1 — Club committees coordinate their efforts to achieve the club's annual and long-term goals. Each club should have the committees listed in article 13, section 7, of the Standard Rotary Club Constitution.

Section 2 — The president is an ex officio member of all committees and, as such, has all the privileges of membership.

Section 3 — Each committee's chair is responsible for the regular meetings and activities of the committee, supervises and coordinates its work, and reports to the board on all committee activities.

### **Article 9 Finances**

Section 1 — Before each fiscal year starts, the board prepares an annual budget of estimated income and expenditures.

Section 2 — The treasurer deposits club funds in a financial institution or institutions designated by the board.

Section 3 — Bills are paid by the treasurer or another authorized officer and approved by two other officers or directors which approval can be given post-payment by approval at a Board meeting.

Section 4 — A qualified person conducts a thorough annual review of all financial transactions.

Section 5 — Club members will receive an annual financial statement of the club.

Section 6 — The fiscal year is from 1 July to 30 June.

### **Article 10 Method of Electing Members**

Section 1 — A member proposes a candidate for membership to the board, or another club proposes one of its transferring or former members.

Section 2 — The board thereafter approves the issuance of a seven (7) day letter which is distributed to the Club membership and which letter requests that objections to the proposed member be registered in writing within that time period. Assuming no objection, the Board approves or rejects the candidate's membership within 10 days and notifies the proposing member of its decision. Written objection to a prospective member is then considered and voted on by the Board which shall then either overrule or sustain the written objection by a majority vote.

Section 3 — If the board approves the candidate's membership, the prospective member is invited to join the club.

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*A process to address objections raised by current members may also be included here.*

### **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 a specified length of time. The maximum leave of absence is \_\_\_\_\_. After the \_\_\_\_\_ period, membership must be reactivated or terminated. Taking a leave of absence does NOT waive Rotary International and District dues. Leaves of Absence does, however, waive all meal charges (and other applicable fees) that are normally included in membership dues. It is recommended that all pro-rated Rotary International and District dues are paid prior to the effective date of the Leave of Absence.

### **Article 12 Amendments**

These bylaws may be amended at any regular club meeting. Changing the club bylaws requires sending written notice to each member 10 days before the meeting, having a quorum present for the vote, and having 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.