

# — Rotary Club of Raleigh —

## BYLAWS

*(Amended June 24, 2002)*

### ARTICLE I

#### Election Of Officers And Directors

Section 1 - **Nominating Committee.** The nominating committee shall be composed of the president, the immediate past president, the second most immediate past president, the president-elect and the vice-president. The committee membership shall be published along with the memberships of other committees at the beginning of the club's fiscal year. The committee will be chaired by the immediate past president. The nominating committee shall consider the various attributes of the membership and nominate one club member for each position of president, president-elect, vice-president, secretary, treasurer, sergeant-at-arms, and three positions of the Board of Directors to be voted upon, and shall make its report no later than six weeks in advance of the election. At the next two successive meetings the presiding officer shall announce the nominations and ask for further nominations from the floor. For contested positions, the names shall be placed on printed ballots in alphabetical order, and those receiving the greatest number of votes shall be elected. There will be six directors, elected for staggered two-year terms.

Section 2 - **Installation.** The new officers and directors shall be inducted into office at the first regular meeting of the club in July, and shall at once assume the duties of their respective offices.

Section 3 - **Vacancy.** A vacancy in the board of directors or any office shall be filled by action of the remaining members of the board. A vacancy in the position of any officer-elect or director-elect shall be filled by action of the remaining members of the board of directors-elect.

### ARTICLE II

#### Board Of Directors

Section 1 - **Governing Body.** The governing body of this club shall be the board of directors, consisting of thirteen members of this club, namely, six directors, elected in accordance with Article I, Section 1, of these bylaws, the president, the president-elect, the vice-president, the secretary, the treasurer, the sergeant-at-arms, and the immediate past president.

## **ARTICLE III**

### **Duties Of Officers**

Section 1 - **President.** It shall be the duty of the president to preside at meetings of the club and board and to perform such other duties as ordinarily pertain to the office of president.

Section 2 - **President-Elect.** It shall be the duty of the president-elect to preside at meetings of the club and board in the absence of the president, to serve as ex officio chairperson of the program committee, and to perform such other duties as ordinarily pertain to the office of president-elect. After serving as president-elect, the president-elect will succeed to the office of president; provided, however, should the president-elect succeed to the presidency to complete an unexpired term, the president-elect will continue to serve as president for the Rotary year following said unexpired term.

Section 3 - **Vice-President.** It shall be the duty of the vice-president to recruit new members and develop new sources of membership.

Section 4 - **Secretary.** It shall be the duty of the secretary to keep the records of membership, to record the attendance at meetings, to send out notices of meetings of the club, board and committee, to record and to preserve the minutes of such meetings, to make the required reports to Rotary International, including the semiannual reports of membership, which shall be made to the general secretary of Rotary International on January 1st and July 1st of each year, and including prorated reports to the general secretary on October 1st and April 1st of each active, senior active and past service member who has been elected to membership in the club since the start of the July or January semiannual reporting period, the report of changes in membership, which shall be made to the general secretary of Rotary International, the monthly report of attendance at the club meetings which shall be made to the district governor immediately following the last meeting of the month, to collect and to remit to Rotary International subscriptions to The Rotarian, and to perform such 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 same to the club annually, and at any other time upon demand by the board, and to perform such other duties as to the office of treasurer. Upon retirement from office, the treasurer shall turn over to his or her successor 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 this office and such other duties as may be prescribed by the president or the board.

Section 7 - **Record System.** The record and accounting system adopted by the board shall not be changed without the approval of the board.

## **ARTICLE IV**

### **Meetings**

Section 1 - **Annual Meeting.** An annual meeting of this club shall be held not later than the 31st day of December in each year, on a date to be set by the board, at which time the election of officers required to be elected and directors to serve for the ensuing year shall take place.

Section 2 - The regular weekly meetings of this club shall be held on Monday at 12:30 PM. Due notice of any changes in or canceling of the regular meetings shall be given to all members of the club.

Section 3 - One-third of the membership shall constitute a quorum at the annual and regular meetings of this club, except as provided in subsection 2.020.4 of the Rotary International Bylaws.

Section 4 - Regular meetings of the board of directors shall be held as agreed upon by the board. Special meetings of the board shall be called by the president whenever deemed necessary, or upon the request of two members of the board, due notice having been given.

Section 5 - A majority of the board members shall constitute a quorum of the board.

## **ARTICLE V**

### **Fees And Dues**

Section 1 - The admission fee shall be \$60.00 to be paid before the applicant can qualify as a member.

Section 2 - The quarterly membership dues, in the amount approved by a vote of the membership, are payable on or before the end of the first month in each quarter.

## **ARTICLE VI**

### **Method Of Voting**

The business of this club shall be transacted by voice vote except the election of officers and directors, which shall be as stated in Article I, Section 1 of these bylaws.

## **ARTICLE VII**

### **Committees**

Section 1 - (a) The president shall designate one or more directors to be responsible for club service activities, one director to be responsible for vocational service activities, one director to be responsible for community service activities, and one director to be responsible for international service activities.

(b) For the purpose of carrying out the club service activities, the president shall, with the approval of the board, appoint committees on particular phases of club service, including attendance, classification, membership, fellowship, magazine, program, public information, Rotary information, and such other committees as may be necessary from time to time to carry out the club service objectives.

The membership of the classification and membership committees may be the same.

(c) The president shall, with the approval of the board, appoint such committees in the areas of vocational service, community service, and international service, respectively, as the board may deem necessary and desirable in furthering the program of the club in these respective areas or avenues of service.

(d) The president shall be an ex officio member of all standing and special committees and, as such, shall have all the privileges of membership thereon.

Section 2 - Each committee shall transact such business as is delegated to it in the bylaws and such additional business as may be referred to it by the president or the board. In matters involving finance, club policies, and commitments of the membership, such committees shall not take final action until a report has been made to and approved by the board.

## **ARTICLE VIII**

### **Duties Of Committees**

The duties of the committees of this club shall be substantially those prescribed for club committees in the literature of Rotary International; provided, however, that the number of committees may be enlarged and their duties may be defined by the president or the board of this club in conformity with the provisions of Article VII, Section 2, of these bylaws.

## **ARTICLE IX**

### **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 excused member attends a regular meeting of some other club, that member must be recorded as absent except that absence authorized under the provision of Article VII, Section 3 of the club constitution is not computed in the attendance record of the club. Examples are protracted ill health making the member physically unable to attend, and a senior active whose combined age and years of membership is 85 or more.)*

## **ARTICLE X**

### **Finances**

Section 1 - The treasurer shall deposit all funds of the club in a bank to be named by the board.

Section 2 - All bills shall be paid only by checks signed by the treasurer. A thorough audit by a certified public accountant, or other qualified person, shall be made once each year of all the club's financial transactions.

Section 3 - Officers and others having charge or control of funds shall give bond as may be required by the board for the safe custody of the funds of the club, cost of bond to be borne by the club.

Section 4 - The fiscal year of this club shall extend from July 1st through June 30th, and for the collection of members' dues shall be divided on a quarterly basis. The payment of per capita dues and magazine subscriptions to Rotary International shall be made on July 1st and January 1st of each year on the basis of the membership of the club on those dates.

Section 5 - At the beginning of each fiscal year, the board shall prepare, or cause to be prepared, a budget of estimated income and estimated expenditures for the year, which, having been agreed to by the board, shall stand as the limit of expenditures for respective purposes unless otherwise ordered by action of the board.

## **ARTICLE XI**

### **Method Of Electing Members**

Section 1 - The name of the prospective member, proposed by an active, senior active or past service member of the club or by the membership development committee, shall be submitted to the board in writing, through the club secretary. The proposal for the time being 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 club constitution.

Section 3 - The board shall consider and approve or disapprove the proposal within thirty days of submission and shall then notify the proposer, through the club secretary, of its decision.

Section 4 - If the decision of the board is favorable, the board shall inform the prospective member of the purposes of the club and of the privileges and responsibilities of membership in the club, following which the prospective member shall be requested to complete and submit an application for membership and to give permission for 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 of the club within seven days following publication of the name of the prospective member, the prospective member,

upon payment of the admission fee, as prescribed in Article V of these bylaws, shall be considered to be elected to membership. If any objection has been filed with the board, it shall consider the same at any regular or special meeting of the board and shall ballot on the proposed member. Unless one-third, or more, of the members of the board of directors present and voting cast negative votes at such regular or special meeting, the proposed member, upon payment of the prescribed admission fee, shall be considered to be elected to membership. Following the member's election to membership as herein provided, the club secretary shall issue a membership card to the member and shall report the member's name to the general secretary of Rotary International.

Section 6 - The member shall be formally introduced as a new club member at a regular meeting of the club.

## **ARTICLE XII**

### **Resolutions And Subscriptions**

Section 1 - No resolution or motion to commit this club on any matter shall be considered by the club until it has been considered by the board. Such resolutions or motions, if offered at a club meeting, shall be referred to the board without discussion.

## **ARTICLE XIII**

### **Order Of Business**

Subject to modification by the board, the order of business of the meetings of the club shall be as follows:

- |                                        |                                      |
|----------------------------------------|--------------------------------------|
| (1) Meeting called to order            | (5) Any unfinished business          |
| (2) Introduction of visiting Rotarians | (6) Any new business                 |
| (3) Correspondence and announcements   | (7) Address or other program feature |
| (4) Committee reports, if any          | (8) Adjournment                      |

## **ARTICLE XIV**

### **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 days before such meeting. No amendment or addition to these bylaws can be made which is not in harmony with the club constitution and with the constitution and bylaws of Rotary International.