

Bylaws of the Rotary Club of Charlotte North March 2006

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

For the Rotary Year 2006-07:

The governing body of this club shall be the Board. The board shall consist of fifteen members of this club as follows: eight (8) directors elected in accordance with article 3, section 1, of these bylaws, and the president, president-elect, secretary, assistant secretary, treasurer, the immediate past president, and the sergeant-at-arms. By decision of the president-elect, the Board may also consist of one or two additional members of this club as follows: an assistant treasurer and an assistant sergeant-at-arms.

For the Rotary Year 2007-08:

The governing body of this club shall be the Board. The Board shall consist of thirteen members of this club as follows: six (6) directors elected in accordance with article 3, section 1, of these bylaws, and the president, president-elect, secretary, assistant secretary, treasurer, the immediate past president, and the sergeant-at-arms. By decision of the president-elect, the Board may also consist of one or two additional members of this club as follows: an assistant treasurer and an assistant sergeant-at-arms.

For the Rotary Year 2008-09 and thereafter:

The governing body of this club shall be the Board. The Board shall consist of eleven members of this club as follows: four (4) directors elected in accordance with article 3, section 1, of these bylaws, and the president, president-elect, secretary, assistant secretary, treasurer, the immediate past president, and the sergeant-at-arms. By decision of the president-elect, the Board may also consist of one or two additional members of this club as follows: an assistant treasurer and an assistant sergeant-at-arms.

Article 3 Election of Directors and Officers

Section 1 – Non-officer directors. At a regular meeting of the club at least one week prior to the annual meeting of the club, the presiding officer shall call for nominations by members of the club for the non-officer directors described in article 2 of these bylaws. The president-elect, with the advice of the Board, shall nominate candidates for such directors. The number of such candidates to be so nominated shall be not less than the number of vacancies to be filled and not greater than twice the number of vacancies to be filled. Nominations for such directors may also be presented by members from the floor. The nominations duly made shall be placed on a ballot

and shall be voted for at the annual meeting. The candidates for director receiving the highest number of votes shall be declared elected as directors and shall serve for a term of two (2) years, commencing July 1 immediately following their election.

Section 2 – Officers. The Board shall meet not less than Ten (10) Days prior to the annual meeting. At that time, the Board shall elect a president-elect, a secretary, an assistant secretary, a treasurer, and a sergeant-at-arms, and may elect an assistant treasurer and an assistant sergeant-at-arms, all of whom shall serve for a term of one year commencing July 1 immediately following their election, or until their successors shall have been selected and qualified. The president-elect shall serve as president for one year subsequent to the year during which he serves as president-elect. Unless otherwise provided by the Board, the office of the president-elect shall be nominated by the three active immediate past presidents. The president-elect shall nominate the secretary, assistant secretary, treasurer, and sergeant-at-arms. If the president-elect decides that an assistant treasurer, or an assistant sergeant-at-arms, or both, shall also be members of the Board, the president-elect shall nominate them. All officers and the immediate past president shall be members of the Board.

Section 3 – A vacancy in the Board or any office may be filled by action of the remaining members of the Board.

Section 4 – A vacancy in the position of any officer-elect or director-elect may be filled by action of the remaining officers-elect and 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 a director, to preside at meetings of the club and the Board in the absence of the president, and to perform such other duties as may be prescribed by the president or the Board.

Section 3 – 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. It shall be the duty of the secretary to keep records of the dues, facility charges, meal charges, and related charges for each member; to prepare and present billing statements to the members on a quarterly basis; to collect payment therefor from the members; and to deposit such payments to the checking account of the club.

Section 4 – 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 5 – 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.

Article 5 Meetings

Section 1 – Annual Meeting. An annual meeting of this club shall be held on the first or second regular meeting of the club in December of each year, at which time the election of non-officer 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 p.m., at such place or places as the Board shall decide. Reasonable attempt to notify all members of any changes in or canceling of the regular meeting shall be made.

Section 3 – One-third of the membership shall constitute a quorum at the annual and regular meetings of this club.

Section 4 – Board Meetings. Regular meetings of the Board shall be held not less than six (6) times during the Rotary year on such date and at such hour as the Board shall agree. Special meetings of the Board shall be called by the president, whenever deemed necessary, or upon the request of two (2) 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 6 Fees and Dues

Section 1 – The admission fee shall be in such amount as the Board shall from time to time determine and shall be paid before the applicant can qualify as a member.

Section 2 – The membership dues shall be such amount as the Board shall from time to time determine and shall be payable quarterly on the first day of July, October, January, and April. Membership dues shall include the cost of each member's subscription to *The Rotarian* magazine. The quarterly dues are due and payable upon receipt of the bill, in advance, and are not refundable for any member who leaves the club during the quarter.

Article 7 Method of Voting

The business of this club shall be transacted by voice vote except the election of directors, which shall be by ballot. The board may determine that a specific resolution be considered by ballot rather than by voice 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, 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. It is recommended that 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 Service**
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.

Additional ad hoc committees may be appointed as needed, to serve the service and fellowship needs of the club.

- (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.

(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 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 secretary and treasurer shall deposit all club funds in a bank, named by the board.

Section 3 – All bills shall be paid by checks signed by the treasurer upon authorization for such payments by the Board.

Section 4 – An audit committee comprised of three (3) members of the club not in active service on the Board shall be appointed annually by the president for the purpose of auditing the treasurer's records and all the club's financial transactions. A thorough review of all financial transactions by the audit committee shall be made once each year.

Section 5 – Officers having charge or control of club funds may be required by the Board to give bond 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 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 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 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.

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 distributed 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.