



ROTARY CLUB OF VALDESE

BYLAWS

Rotary Club of Valdese Bylaws

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Bylaws of the Rotary Club of Valdese

Article 1 Definitions

1. Board: The board of directors of this club.
2. Director: A director on this club's board.
3. Member: A member, other than an honorary member, of this club.
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 beginning 1 July.

Article 2 Board

Section 1 — The governing body of this club is its board of directors (board), consisting of, at a minimum, the president, immediate past president, president-elect, secretary, treasurer, and sergeant-at-arms. At the discretion of the president, the board of directors may also consist of the directors of each club committee, as outlined in Article 8 below.

Section 2 — At the discretion of the board, suggested by the nominating committee (past presidents), other members at large may be added for the purpose of retaining experience or giving a relatively new member an opportunity to gain experience.

Article 3 Elections and Terms of Office

Section 1 — One month before elections in December of each year, members nominate candidates for president, president-elect, 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 director of the past presidents and nominating committee will be selected by and from the cohort of club past presidents at their discretion.

Section 3 — The candidate who receives a majority of the votes for each office is declared elected to that office.

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

Section 5 — If any officer-elect or director-elect vacates a position, the remaining members of the board-elect will appoint a replacement.

Section 6 — The terms of office for each role are one year. When a successor for president is not elected, the current president's term can be extended for up to one year.

Article 4 Duties of the Officers

Section 1 — The president presides at club and board meetings, and performs other duties that ordinarily pertain to the office of president.

Section 2 — The immediate past president serves as a director on the club board, and may perform such other duties as may be requested by the president.

Section 3 — The president-elect prepares for his or her year in office and serves as a director, and may perform such other duties as may be requested by the president. 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.

Section 4 — A director attends club and board meetings, and when appropriate, will serve as the chair of their respective committee.

Section 5 — The secretary keeps membership and attendance records, appropriately updating each electronic database of those records within a timely manner. The secretary will take and preserve the minutes of meetings, and will send notices of club, board, committee meetings in the absence of the club director.

Section 6 — The treasurer oversees all funds and provides an accounting of them on monthly basis during board meetings, annually to the club membership, and at any other time upon request by the board. Upon leaving the office, the treasurer shall turn over to the incoming treasurer, or the president when appropriate, all books of accounts and any other club property related to finances. All financial reports will be made available to all members upon request.

Section 7 — The sergeant-at-arms maintains order in club meetings.

Article 5 Meetings

Section 1 — This club meets as follows: each Tuesday at 12:00pm. Reasonable notice of any change or cancellation of the regular meeting will be given to all club members. All members except an honorary member or a friend of Rotary in good standing in this club, on the day of the regular meeting, must be counted present or absent. Attendance must be evidenced by the member's being present for at least 60 percent of the time devoted to the regular meeting, either at this club or at any other Rotary club. A regular meeting may also be supplemented with make ups by watching recorded club meetings, volunteer hours, or attending board meetings. One-third of the membership shall constitute a quorum at the annual and regular meetings of the club.

Section 2 — Regular meetings of the board shall be held on a day and time each month the president and other board members feel best suits the schedule of the board for maximum attendance. Special meetings of the board shall be called by the president whenever deemed necessary, or upon request of two directors, with due notice having been given. A majority of the board shall constitute a quorum.

Section 3 — A minimum of four club assemblies will be held on an annual basis. One club assembly shall be held in July for budget and club strategic planning. One club assembly shall be held in December to elect the officers and directors who will serve for the next Rotary year. Special meetings of the board may be called with reasonable notice by the president or upon the request of two directors.

Article 6 Dues

Section 1 — Annual club dues are divided into quarterly invoices, under the structure below. They are paid by cash, check, or electronic transfer from a banking account using the club's designated electronic payment system.

- A. Full membership dues, including meals, shall be \$140 quarterly.
- B. Full membership dues, without meals, shall be \$90 quarterly.
- C. Corporate membership dues, including meals, shall be \$140 quarterly.
- D. Spouse membership dues, including meals, shall be \$90 quarterly.
- E. 'Under 40' membership dues, including meals, shall be \$75 quarterly for the first year of membership, then transition to full membership dues as outlined in Section 1.A or Section 1.B. *Any new member under the age of 40 may qualify for this active membership type.*
- F. 'Rule of 85' membership dues, without meals, shall be \$90 quarterly, with the option to add a meal upon request at the cost of \$7 per meeting. *Any member with an aggregate years of age and years of membership being 85 years or more may qualify for this active membership type. This membership type is exempt from attendance requirements.*

Section 2 — Annual club dues include RI per capita dues, subscriptions to an official magazine, district per capita dues, club fees, and any other Rotary or district per capita assessment. The current RI Foundation sustaining member dues of \$100 are separately included in each invoice at \$25 quarterly.

Section 3 — There is no admission fee to be paid before the applicant can qualify for membership, however the proposed member will be oriented before induction to membership on the club's expectation to purchase tickets for resale of up to two annual fundraisers.

Section 4 — Any member failing to pay dues within thirty (30) days after the prescribed time shall be notified in writing by the secretary at the member's last known address. If the dues are not paid on or before ten (10) days of the date of notification, membership may terminate, subject to the discretion of the board.

Section 5 — The board may reinstate the former member to membership upon the former member's petition and payment of all indebtedness to this club.

Article 7 Method of Voting

The business of this club is conducted by voice vote or a show of hands except in the election of officers and directors, which is conducted by ballot. The board may also provide a ballot for a vote on some resolutions.

Article 8 Committees

Section 1 — This club's committees include the following: club service (administration), vocational service, community service, international service, youth service, past presidents (nominating), fundraising, foundation, membership, public image, C.A.R.T. Program, PolioPlus, and diversity, equity, and inclusion (DEI).

Section 2 — Club committees are charged with carrying out the annual and long-range strategic goals of the club. The president, president-elect, and immediate past president should work together to ensure continuity of leadership and succession planning.

Section 3 — Each committee will consist of a chair (director) and a number of general club members (at the discretion of the chair) that contribute to activities of the committee. When feasible, committee members should be appointed to the same committee for three years to ensure consistency.

Section 4 — 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. It is recommended that the chair have previous experience as a member contributing to activities of the committee.

Section 5 — 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.

Section 6 — The president is an ex officio member of all committees.

Section 7 — The following will serve as a general guideline for each committee:

- A. Club Service (Administration) — This committee shall develop and implement club programs, manage club communications (i.e. newsletter, emails, etc.), organize food options for meetings, and focus on the overall management of club operations to make it function successfully.
- B. Vocational Service — This committee shall strengthen the emphasis on vocation and classification in new member recruitment and induction, along with identifying ways of emphasizing vocation in club activities. The committee will create a stronger emphasis on business networking with integrity at the club and district level, to attract a new generation of members, and emphasize the connection between vocations, the *Four Way Test*, and the *Rotary Code of Conduct*.

- C. Community Service — This committee shall encourage every Rotarian to find ways to serve and improve the quality of life for the people in our community. This committee will also develop and implement educational, humanitarian, vocational, and environmental service projects that address the needs of our local community.
- D. International Service — This committee shall enhance member knowledge, understanding and application of worldwide needs, problems, and opportunities, as well as cultural differences and goodwill. This committee will participate in and lead, when appropriate, all district and global grants pertaining to international projects.
- E. Youth Service — This committee shall help implement and maintain youth programs in the local community for all age groups. These programs should aim to include personal development, education, community service , competitions, international understanding, goodwill, and travel through student exchange. This committee will also oversee activities with Rotaract Clubs, Interact Clubs, and Rotary Youth Leadership Academy (RYLA), and be engaged in the oversight of student scholarships.
- F. Past Presidents (Nominating) — This committee shall serve as a resource for the current president and president-elect, providing support and guidance on conducting activities associated with the effective operation of the club. This committee will serve as a nominating committee, with the ability to propose candidates for officer and director positions for the coming year. The committee will consist of a minimum of three past presidents, and the chair will be selected from this cohort on an annual basis. This committee will take responsibility and oversee the selection of the ‘Service Above Self’ Award recipient and luncheon, with a deadline of October 31st of each year.
- G. Fundraising — This committee shall development and implement events to raise monies for projects the club participates in and help sustain the general operating budget.
- H. The Rotary Foundation — This committee should develop and implement plans to support The Rotary Foundation through both financial contributions and program participation.
- I. Membership — This committee should develop and implement a comprehensive plan for recruitment and retention of members.
- J. Public Image — 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. Maintain a current club website, and social media platforms.
- K. C.A.R.T. Program — This committee shall promote awareness and education of, and fundraise for, the Coins for Alzheimer’s Research Trust (CART) Program.

- L. PolioPlus Program — This committee shall promote awareness and education of, and fundraise for, the PolioPlus Fund and Society.
- M. Diversity, Equity, & Inclusion (DEI) — This committee shall promote awareness and education of Rotary’s commitment to DEI, exemplified through the RI *DEI Statement* and *Code of Conduct*, in all activities of our club.

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, divided into two separate parts: one for club operations and one for the Foundation.

Section 3 — Bills are paid by the treasurer or another authorized officer and approved by two other officers or directors.

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. A mid-year financial report, with current and previous year income and expenses, is presented at the annual meeting.

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

Article 10 Method of Electing Members

Section 1 — A member of this club or another club proposes a candidate for membership to the board and/or the membership committee.

Section 2 — The board approves or rejects the candidate’s membership within 30 days and notifies the proposing member of its decision.

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

Section 4 — If no written objection to the proposal, stating reasons, is received by the board from any member (other than honorary) of the club within 14 days following publication of information about the prospective member, that person, (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, the board shall vote on this matter at its next meeting. If approved by a majority vote of a board quorum, despite the objection, the proposed member shall be considered to be elected to membership.

Section 5 — Following the election, the membership chair shall arrange for the new member's onboarding/orientation, induction, membership badge, and new member packet. In addition, the secretary will report the new member information to RI and each new member will have a sponsor who will assist with assimilation to the club. All new members will be expected to serve on a committee, assist with club projects, and assist with club fundraisers.

Section 6 — The club may elect honorary members proposed by the board.

Section 7 — There shall be a membership classification "corporate membership," which will have one active member (senior leader with full membership) and up to two "Friends of Rotary" corporate designees. Each individual shall be approved by the board. The individuals comprising a given corporate membership must be from a single entity and must have an affinity other than family. Under special circumstances, active members may request to form a corporate membership, subject to board approval. Friends of Rotary who leave the entity shall no longer be eligible for corporate membership, but they may request to join the club as an active member or may be awarded honorary membership at the end of their active service.

Article 11 Resolutions

The club membership 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 12 Amendments

These bylaws may be amended at any regular club meeting. Changing the club bylaws requires sending written notice to each member 21 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.

Bylaws Reviewed & Amended: 03/26/2024

Bylaws Adopted: 03/26/2024

