

Point West Rotary  
By-Laws (amended as of 6/20/2003)

Article 1  
Election of Directors and Officers

Section 1. Nominating Committee. Nominating committee shall consist of at least seven Past Presidents, with the immediate Past President serving as chairperson. The President and President-Elect shall submit a list of candidates for consideration for all offices and shall serve on the committee as full voting members thereof. The nominating committee shall announce the nominating process and solicit interested parties in at least two consecutive club bulletins prior to the nominations.

Section 2. President-Elect-Elect. The nominating committee shall select a member for the position of President-Elect-Elect provided that such member is in good standing and shall have served on the club's Board of Directors as an elected or appointed officer.

Section 3. Board of Directors. The nominating committee shall nominate at least two members who have been in the club at least one year for each open position on the Board. All nominated members shall run as a group and those who receive the highest votes shall fill the open positions for a two year term.

Section 4. Elections – Timing. Election of officers shall occur no later than the third meeting in December. The nominated parties shall be announced at a regular meeting and in the bulletin at least one week prior to the date for elections.

Section 5. Voting. Each active member who is in good standing and owes no obligations to the club present at the election meeting shall be entitled to one vote for each office to be filled. In the case there are several places to be filled in the office, he/she shall have as many votes for that office as there are places to be filled.

Section 6. Absentee Voting. Any member may request an absentee ballot for the election of officers by personally appearing before the Immediate Past President prior to the election and submitting reasons for his inability to be present at the election meeting. For good cause shown, the immediate Past President may grant the requesting member an absentee ballot. The absentee ballot may be submitted to the Immediate Past President, who shall submit the absentee ballot for the next election of officers, provided the member is in good standing and owes no obligations to the club as of the election day.

Section 7. Secretary, Treasurer, Sergeant-At-Arms. The President-Elect shall appoint the following officers: Membership Secretary and/or Corresponding Secretary, Treasurer, and Sergeant-At-Arms from the members at large to serve during the President-Elect's term.

Section 8. Term. All officers shall begin their term on July 1 of each year and shall serve through the next June 30.

Section 10. Vacancy - Officer-Elect. A vacancy in the position of any Officer-Elect shall be replaced by the President-Elect. A vacancy in the position of any Director-Elect shall be filled by action of the Board of Directors.

Article II.  
Board of Directors

The governing body of the club shall be the Board of Directors consisting of eight (8) elected directors and the following officers: President, President-Elect, Membership Secretary, Corresponding Secretary, Treasurer, 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 this office.

Section 2. President-Elect. It shall be the duty of the President-Elect to serve as a member of the Board of Directors of the club and to perform such other duties as may be prescribed by the President or the Board.

Section 3. Immediate Past President. It shall be the duty of the Immediate Past President to offer advice and counsel as required by the President, to coordinate the President-Elect-Elect and Board slate for the mid-year election and to perform such other duties as may be prescribed by the President or the Board.

Section 4. Membership Secretary. It shall be the duty of the Membership Secretary to keep the records of membership, record the attendance at meetings, 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 1 and July 1 of each year, 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, collect and remit to Rotary International subscriptions to The Rotarian, and perform such other duties as usually pertain to this office.

Section 5. Corresponding Secretary. It shall be the duty of the Corresponding Secretary to send out notices of meetings of the club, Board and committees and to record and preserve the minutes of such meetings, to prepare correspondence and notices as directed by the President and Board, to send thank-you letters to each guest speaker, to coordinate the club's report to the District Governor for District 5180 Awards Program, to serve as contact person for purchase of Rotary materials for the club, and perform such other duties as may be prescribed by the President or the Board.

Section 6. Treasurer. It shall be the duty of the Treasurer to have custody of all funds, to collect dues, to pay bills, to account for same to the club monthly and at any other time upon

demand by the Board and to perform such other duties as pertain to this office. The treasurer shall report to any government agencies as required by law. Upon his retirement from office he shall turn over to his successor or the President all funds, books of accounts, or any other club property in his possession.

Section 7. 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.

#### Article IV Meetings

Section 1. An annual meeting of this club shall be held in December of each year, at which time the election of Directors to serve for the ensuing term shall take place.

Section 2. The regular weekly meeting of this club shall be held on Friday at 7:00 am. 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 by the Board of Directors) of this club, 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 members being present for at least sixty percent (60%) of the time devoted to the regular meeting, either at this club or any other Rotary club or any other authorized make-up.

Section 3. One-third (1/3) 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 during the first week of each month. 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, namely eight.

#### Article V Fees and Dues

Section 1. The initiation fee shall be set by the Board and be paid before the applicant can qualify as a member.

Section 2. The membership dues shall be set by the Board and paid annually on the first day of July.

Article VI  
Avenues of Service

Section 1.

(a) The President may appoint Board members to the following four avenues of service:

Club Service  
Vocational Service  
Community Service  
International Service

(b) The board members appointed to each avenue of service may, subject to the approval by the President, appoint such committee chairpersons as deemed necessary or desirable in the Board member's avenue of service. Committee chairpersons are encouraged to serve a two-year term to provide for continuity.

(c) Members of the committee shall be chosen by the chairperson(s) subject to approval by the Board member in the appropriate avenue of service, as necessary or desired by the committee chairperson.

(d) The President shall be ex-officio a member of all committees, and, as such, shall have all the privileges of membership thereon.

(e) Each committee shall transact such business as is delegated to it and such additional business as may be referred to it by the President of the Board. Except where special authority is given by the Board, such committee shall not take action until a report has been made to the Board and approved by the Board.

(f) Should the President deem it necessary, he or she may appoint one or more additional Committees dealing with any aspect of the four avenues of service.

Section 2. Duties of Committees

The duties of the committees shall be those assigned by the committee chairperson(s), the supervising Board member, or President as the case may be.

Article VII  
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.

## Article VIII Finances

Section 1. The Treasurer shall deposit all funds of the club in a federally insured financial institution to be named by the Board.

Section 2. All bills shall be paid only by checks signed by the Treasurer or club President, or club Immediate Past President, provided that such expenses are within the approved budget. Expenses above the approved budget require prior Board approval before payment can be made. A review by a certified public accountant or other qualified person shall be made yearly of the club's financial transactions.

Section 3. Officers 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 be from July 1<sup>st</sup> through June 30<sup>th</sup>. The club's payment per capita dues and magazine subscription to Rotary International shall be made as of July 1 and January 1 of each year on the basis of the membership of the club on those dates or as otherwise required by the District or Rotary International.

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

## Article IX Members

### Section 1. Active Members

- (a) Requirements. A prospective member requires a minimum of two sponsors currently in good standing in Point West Rotary. The sponsors complete the membership application and each submit a letter of recommendation to the Board which clearly identifies why the person is being proposed.
- (b) Membership Expectations. Each new member shall be required to have good attendance and committee and event participation as required by the Board from time to time.
- (c) Interview. The sponsors and Board members meet with the proposed member for an informal interview. The meeting includes a general description of PWR activities, with an emphasis on participation and attendance. The goal of this meeting is to determine the applicant's interest and enthusiasm.
- (d) Board Review. The Board reviews the application package-application form, interview comments, classification – and votes for approval or non-approval.

- (e) Non-Approval. In the event the Board disapproves the application, the sponsors are notified by the Board. The Board sends a letter to the proposed member stating that membership is not available at this time.
- (f) Posting. After the board approves an application, the Board notifies the newsletter staff and requests the candidate be posted. The posting appears in the newsletter for two weeks.
- (g) Objections. If any club member has objections to the membership of a candidate, they notify the Board in writing within ten days of the second posting. The Board discusses the objection and makes a determination. If the Board disapproves the application as a result of the objection, the procedure in paragraph (e) applies. If the Board overrules the objection, the following procedures apply which may be performed by the membership committee.
- (h) Invitation letter. The committee sends the proposed new member a letter welcoming him/her to the club. The letter specifies that the new member must complete the biographical form and have their photo taken and contact the committee within 30 days. When the new member contacts the committee, they schedule an orientation.
- (i) No Response. If a new member does not respond within 30 days, the committee notifies the President and sponsors that the application is being held pending review. The Board determines whether the application should be continued or canceled. If the application is canceled, the committee notifies the sponsor, who notifies the candidate of the action.
- (j) Orientation. At a minimum of once a year the membership chairman will cause to be held a new member orientation where the past presidents and current board members present to the new members the history of Rotary and the club as well as explaining the functioning of the club, the district and international organization.
- (k) Read-In. The committee notifies the President and sponsors that the new member is ready to be Read-In. The President and sponsors select a meeting date and notify the committee which will provide a pin and other items as necessary.
- (l) Greeter's Table. The committee notifies the Greeter's Table committee of the new Member's Read-In date. The Greeter's Table committee schedules the new member for duty as soon as possible to assure the new member serves three or four weeks on the table.

Section 2. Honor Members. The name of a proposed candidate for this kind of membership shall be submitted to the Board of Directors in writing and the election shall be in the same form and manner as prescribed for the election of an active member, provided, however, that such proposal may be considered at any regular or special meeting of the Board and that the Board may, at its discretion, waive any of the steps as set forth in Section 1 of this Article

and proceed to ballot on the proposed member. If not to exceed four (4) negative votes are cast by the members of the Board in attendance at the regular or special meeting, the proposed member shall be considered duly elected.

#### Article X Resolutions

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 XI Order of Business

Meeting called to order.  
Introduction of visiting Rotarians.  
Correspondence and announcements.  
Committee reports, if any.  
Any unfinished business.  
Any new business.  
Address or other program feature.  
Adjournment.

Or, as other wise directed by the President.

#### Article XII Amendments

These By-laws may be amended at any regular meeting of the membership, a quorum being present, by a two-thirds (2/3) vote of all members present, provided that notice of such proposed amendment shall have been mailed to each member at least ten (10) days before such meeting. No amendment or addition to these by-laws can be made which is not perceived to be in harmony with the club Constitution and with the Constitution and By-laws of Rotary International.

