

**Bylaws
of the
Rotary Club
of
Enterprise, Alabama**

DRAFT: NOT APPROVED

Bylaws of the Rotary Club of Enterprise, Alabama

Article I Election of Directors and Officers

Section 1 – Nomination of Officers

At a regular meeting one month prior to the meeting for election of officers, the current Club President, or presiding officer, shall ask for nominations by members of the club for positions of President-Elect, Vice President, Secretary, and Treasurer, for the forthcoming year's Board of Directors.

Section 2 – Nominations

Nominations may be presented by a nominating committee, by members from the floor, by either, or by both as the club may determine. If a nominating committee is appointed the committee chair will be the immediate Past President. It will be composed of a minimum of two additional members, appointed by the current President and approved by the board.

Section 3 - Election of Officers

The candidates for President-Elect, Vice President, Secretary, and Treasurer receiving a majority of the votes for that position shall be declared elected to their respective offices.

Section 4 – President-Elect Term of Office

The President elected in such balloting shall serve as a member of the board as President-Elect for the year commencing on the first day of July next following the election, and shall assume office as President on the first day of July immediately following the year of service on the board as President-Elect.

Section 5 – Executive Board

The serving President-Elect and the directors, so elected, together with the immediate past President shall constitute the Executive Board for the next RI year. Within one month after their election, the Executive Board-Elect shall meet and elect a member of the club to act as Sergeant at Arms. This individual will serve on the board as a Director.

Section 6 - Committee Chairs

The serving President-Elect shall appoint five standing Committee Chairs to Membership, *Club Public Relations, Club Administration, Service Projects, and The Rotary Foundation* Committees for the forthcoming RI year. Committee chair appointments will be made not later than one month prior to the commencement of the new RI year. Committee Chair appointments will be approved by the Executive Board and will serve on the Board of Directors with vote.

Section 7 – Member at Large

A Board of Directors may, at its discretion, elect a member in good standing to the position of Member at Large. The Member at Large will serve on the Board of Directors with vote, for the duration of the Rotary year for which he is elected.

Section 8 – Board Vacancies

A vacancy in the Board of Directors or any office shall be filled by action of the remaining members of the board.

Section 9 – Board-Elect Vacancies

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

The governing body of this club shall be the Board of Directors consisting of twelve (12) members of this club, namely President and four (4) officers elected in accordance with Article I, Section 1 of these bylaws, one (1) director elected in accordance with Article I, Section 2 of these bylaws, the immediate Past President, and five (5) committee chairs (Membership, *Club Public Relations, Club Administration, Service Projects and The Rotary Foundation*) appointed by the incoming President. The titles of the Board of Directors of this club will consist of the President, President-Elect, Vice President, Secretary, Treasurer, the immediate Past President, Sergeant at Arms, Membership Committee Chair, *Club Public Relations Chair, Club Administration Chair, Service Projects Chair, and The Rotary Foundation Chair. Should the Board of Directors elect a Member at Large, the Board of Directors shall consist of thirteen (13) members.*

Article III Duties of Officers, Directors, Committee Chairs

Section 1— President

It shall be the duty of the President to preside at meetings of the club and Board of Directors and to perform such other duties as ordinarily pertains to the office of President for the current RI year.

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, to prepare to assume duties as the President in the upcoming RI year, and to perform such other duties as may be prescribed by the President or the board.

Section 3 – Vice President

It shall be the duty of the Vice President to preside at meetings of the club and board in the absence of the President and to perform such other duties as ordinarily pertains to the office of Vice President.

Section 4 – Secretary

a. It shall be the duty of the Secretary to include, as a minimum, the following:

1. Keep the records of membership,
2. Record the attendance at meetings,
3. Send out notices of special meetings of the club, board and committees,
4. Record and preserve the minutes of such meetings,
5. Submit the required reports to RI secretariat, including:
 - a) Semiannual reports of membership as of 1 January and 1 July of each year.
 - b) Prorated reports of active members elected to membership in the club since the start of the July and January semiannual reporting periods, respectively, as of 1 October and 1 April.
 - c) Changes in membership, to include additions, resignations, terminations, and changes in status.
 - d) Collect and remit RI subscriptions to THE ROTARIAN.

b. Submit required reports to District, including monthly reports of club meeting attendance within 15 days of the last meeting of the month.

c. Perform such other duties as usually pertain to the office of Secretary.

Section 5 – Treasurer

a. It shall be the duty of the Treasurer to maintain, as a minimum, the following:

1. Fiduciary responsibility of all club funds.
2. Maintain a balance sheet of current club expenditures with regard to the annual budget.
3. Maintain an accounting of the income and expenditures of the club on a monthly basis, and at any other time upon demand by the board.
4. Reconcile all club accounts monthly.
5. Submit all filings required by the Internal Revenue Service, specifically the annual Non-Profit Organization (IRS Form 990) filing in a timely manner.

b. Perform other duties as pertain to the office of Treasurer.

c. 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, and shall remain liable for these accounts until a full audit has been completed.

Section 6 – Sergeant at Arms

The duties of the Sergeant at Arms shall be those usually prescribed for such office, and other duties as may be prescribed by the President or the board.

Section 7 – Member at Large

If a Member at Large is elected, the duties of the Member at Large shall be those usually prescribed for such office, and other duties as may be prescribed by the President or the board.

Section 8 - Committee Chairs

The duties of the Committee Chairs (Membership, *Club Public Relations, Club Administration, Service Projects, and The Rotary Foundation*) shall be those usually prescribed for each office, and other duties as may be prescribed by the President or the board.

Article IV Meetings

Section 1 – Annual Meeting

An annual meeting of this club shall be held on the first Tuesday or first meeting in December of each RI year, at which time the election of officers to serve for the ensuing year shall take place.

Section 2 – Regular Meetings

a. The regular weekly meetings of this club shall be held on Tuesday at 12:00 pm (Noon) at a place designated by the board. Due notice of changes in, or canceling of, the regular meeting shall be given to all members of the club. All members of this club in good standing on the day of the regular meeting, excepting honorary members or members excused by the Board of Directors of this club, pursuant to Article VIII, Section 2(b) of the Enterprise Rotary Club constitution, must be counted as present or absent.

b. Attendance credit is achieved by the member for being present at least (60) percent of the time devoted to the regular meeting, or as otherwise provided in the Enterprise Rotary Club constitution, Article VIII, Section 1.

Section 3 – Membership Quorum

One-half 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 of Directors shall be held *monthly, or as deemed necessary by the Club President*. 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 to all board members.

Section 5 – Board Quorum

A majority of the Board of Director members shall constitute a quorum of the board.

Article V Fees and Dues

Section 1 – Admission Fee

The admission fee shall be as stipulated by the Board of Directors, preferably to be paid before joining the club as a member. However, this fee must be paid not later than the first (1st) quarterly billing cycle after joining the club.

Section 2 – Member Dues

The membership dues shall be as stipulated by the Board of Directors. Membership dues may be paid annually, or quarterly at one quarter of the annual dues. Member dues cover the cost of the weekly club luncheon; club, district and RI dues; and the member's subscription to THE ROTARIAN magazine. Additional assessments may be added to the quarterly bill for items such as: guest meals, Dime-a-Day RI Foundation contribution, and other member induced reimbursable expenses to the club.

Article VI Method of Voting

The business of this club shall be transacted by voice vote. The election of officers and directors, may be conducted by ballot or voice vote at the discretion of the current board.

Article VII 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 VIII Committees

Section 1 - Standing Committees

a. The President shall, subject to the approval of the board, appoint the following standing committees:

- 1) Membership.
- 2) *Club Public Relations.*
- 3) *Club Administration.*
- 4) *Service Projects.*
- 5) *The Rotary Foundation.*

b. The President may, subject to the approval of the board, also appoint such subcommittees on

particular aspects of membership, club service, community service, international service, and vocational service as deemed necessary.

c. The membership, *Club Public Relations, Club Administration, Service Projects, and The Rotary Foundation* committees shall each consist of a chairperson, who shall be named by the President and approved by the board, and not less than three (3) other members.

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

e. Each committee shall transact such business as delegated to it in the bylaws and conduct additional business as a 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 to the board and the requested action approved by the board.

f. 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.

g. The President may appoint one or more committees to deal with the various aspects of youth activities. These committees, depending on their perspective may include community service, international service, or vocational service committees. Where feasible and practicable in the appointment of such committees, there should be provision for continuity of membership, either by appointing one or more members for a second term or appointing one or more members to a two-year term.

Section 2 – Membership Committee

This committee should develop and implement a comprehensive plan for the recruitment and retention of members. The committee chairperson shall use the Club Membership Committee Manual as a guideline for the administration of this committee.

Section 3 – 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. The committee chairperson shall use the Club Public Relations Committee Manual as a guideline for the administration of this committee.

Section 4 – Club Administration

This committee should conduct activities associated with the effective operation of the club. The committee chairperson shall use the Club Administration Committee Manual as a guideline for the administration of this committee.

Section 5 – 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 committee chairperson shall use the Service Projects Committee Manual as a guideline for the administration of this committee.

Section 6 – The Rotary Foundation

This committee should develop and implement plans to support The Rotary Foundation through both financial contributions and program participation. The committee chairperson shall use the Rotary Foundation Committee Manual as a guideline for the administration of this committee.

Article IX 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 X 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, however dues and weekly luncheon assessments remain in effect.

Article XI Finances

Section 1 – Financial Institution

The Treasurer shall deposit all funds of the club in the financial institution directed by the board.

Section 2 – Payments

Only double signature checks signed by the Treasurer and one other member of the board shall be used to pay all bills incurred by the club.

Section 3 - Annual Audit

A thorough audit by a certified public accountant or other qualified person shall be made once a year of all the club's financial transactions.

Section 4 – Bonding

Officers having charge or control of funds shall give bond for the safe custody of the funds of the club, cost of bond to be borne by the club.

Section 5 – Fiscal Year and Member Billing

The fiscal year of this club shall be from 1 July to 30 June each year. For the collection of member's dues, the year shall be divided into four (4) quarterly periods extending from 1 July to 30 September, 1 October to 31 December, from 1 January to 31 March, and from 1 April to 30 June. The payment of per capita dues to RI, magazine subscriptions to RI, and District 6880 shall be made on 1 July and 1 January of each year on the basis of the membership of the club as of those dates. Added to the quarterly dues assessment, this club will bill all club members their cost of the weekly luncheons, other club expenses, or assessments.

Section 6 – Annual Budget

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

Article XII Method of Electing Members

Section 1 – Prospective Members

The name of a prospective member, proposed by a member of the club, shall be submitted to the board in writing through the Membership Chair or 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, and accomplished in the following sequence:

Section 2 – Membership Qualification

The membership committee shall ensure that the proposal meets all the classification and membership requirements of the club constitution.

Section 3 – Board Consideration

The board shall approve or disapprove the proposal within 13 days of its submission, and shall notify the Proposer, through the membership chair, of its decision.

Section 4 – Club Consideration

Members will have seven (7) days following the announcement of a prospective member to object in writing to the board of directors. Written objection to a proposed member, stating reasons, must be 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. If no objection is received, that person, as prescribed in these bylaws, shall be considered to be elected to membership. If any objection has been filed with the board, the board shall vote on this proposed member, after consideration of the objection, at its next meeting. If approved despite the objection, the proposed member, as prescribed in these bylaws, shall be considered to be elected to membership.

Section 5 – Membership Proposal

If the decision of the club is favorable, the prospective member shall be informed of the purposes of Rotary and of the privileges and responsibilities of membership. The prospective member will then be requested to commit to membership. Upon commitment, the prospective member shall be requested to sign the membership proposal form, permitting his or her name and proposed classification to be presented to the club.

Section 6 – Membership Induction

Following the election, the President shall arrange for the induction of the new member. The Club Secretary shall issue a membership card, prepare a membership packet, and report the new member to RI. The Rotary Information committee shall provide appropriate literature for presentation at the induction and assign a member to assist in the assimilation of the new member.

Article XIII Resolutions

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

Article XIV Order of Business

1. Meeting called to order.
2. Prayer & Pledge of Allegiance.

3. Introduction of visiting Rotarians and guests.
4. Correspondence and announcements.
5. Committee reports, if any.
6. Rotary information sharing (Rotary learning @ the Club level).
7. Story Teller.
8. Any unfinished business.
9. Any new business.
10. Address or other program features.
11. Closing Remarks.
12. Reciting the 4-Way Test.
13. Adjournment.

Article XV Amendments

These bylaws may be amended at any regular meeting, a quorum being present, by a two-thirds vote of all members present, provided notice of such proposed amendment shall have been provided 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 club constitution and with the constitution and bylaws of RI.