

## **Bylaws of the Rotary Club of Buchanan, Virginia, USA**

### **Article I Election of Directors and Officers**

**Section 1** - At a regular meeting one month prior to the meeting for election of officers, the presiding officer shall ask for nominations by members of the club for president, vice-president, secretary, and treasurer. The nominations may be presented by a nominating committee or by members from the floor, by either or by both, as the club may determine. If it is determined to have a nominating committee, such committee shall be appointed as the club may determine. The nominations duly made shall be placed on a ballot in alphabetical order under each office and shall be voted for at the annual meeting. The candidates for president, vice-president, secretary, and treasurer receiving a majority of the votes shall be declared elected to their respective offices. 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 2** - The officers, so elected shall constitute the board of directors.

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

**Section 4** - A vacancy in the position of any officer-elect shall be filled by action of the remaining members of the board of directors.

### **Article II - Board of Directors**

The governing body of this club shall be the board of directors consisting of five members of this club, namely, five directors elected in accordance with Article I, section 1 of these bylaws, the president, vice-president, president-elect, secretary, and treasurer. A quorum of the board is a simple majority.

### **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 pertains to the office of president.

**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 – 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 pertain to the office of vice-president.

**Section 4 – Secretary.** It shall be the duty of the secretary to keep the records of membership, record the attendance at meetings, send out notices of meetings of the club, board and committees, record and preserve the minutes of such meetings, make the required reports to RI, including the semiannual reports of membership, which shall be made to the general secretary on 1 October and 1 April of each active member who has been elected to membership which shall be made to the general secretary of RI, the monthly report of attendance at the club meetings, which shall be made to the district governor within 15 days of the last meeting of the month, collect and remit to RI subscriptions to *The Rotarian*, and 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 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.

#### **Article IV - Meetings**

**Section 1 – Annual Meeting.** An annual meeting of this club shall be held on the 4th Tuesday of November in each year, at which time the election of officers and directors to serve for the ensuing year shall take place.

**Section 2 -** The regular weekly meetings of this club shall be held on Tuesdays at 6:30 pm. Due notices of any changes in or canceling of the regular meeting shall be given to all members of the club. All members excepting a honorary member (or member excused by the board of directors of this club, pursuant to Article IX, section 3(a) of the Rotary club constitution) 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 member's being present for at least sixty (60) percent of the time devoted to the regular meeting, either at this club or at any other Rotary club, or as otherwise provided in the Rotary club constitution, Article IX, section 1.

**Section 3 -** One-third 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 on the 1st Tuesday of each month. Special meeting 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 V - Fees and Dues**

**Section 1** - The membership dues shall be \$504.00 per annum, payable semiannually on the first day of July and of January.

**Section 2** – Admission fees will not be charged for active or honorary membership.

## **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 by ballot. The parliamentary authority shall be in order when vote is in question.

## **Article VII - Four Avenues of Service**

The Four Avenues of Service are the practical framework for the obligations of the Rotary Club. They are: Club Service, Vocational Service, Community Service, and International Service. The club will be active in each of the four avenues of service.

## **Article VIII - Committees**

The President subject to the approval of the board, shall appoint the following committees: Membership Committee, Program Committee, Public Relations Committee, and Nominating Committee. The President shall be *ex-officio* member of all committees except the nominating committee and as such shall have all the privileges of membership.

## **Article IX - Duties of Committees**

- a) *Membership Committee* - This committee shall consider all proposals for membership from the personal side and shall thoroughly investigate the character, business, social and community standing, and general eligibility of all persons proposed for membership and shall report their decisions on all applications to the board.
- b) *Program Committee* - This committee shall prepare and arrange the programs for the Regular and special meetings of the club
- c) *Public Relations Committee* - This committee shall devise and carry into effect plans:
  - 1) To give the public general information about Rotary, its history, object and scope.
  - 2) To secure proper publicity for the club.
- d) *Nominating Committee* - This committee shall present to the Board at least one name for each office of the club for possible election. This club may have candidates from the floor as well.

## **Article X – Conflict of Interest**

No member should vote on a motion in which he or the organization in which he is a member of signature or action could receive a financial enhancement.

### **Article XI – 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, IX, Section 3(a) of the Rotary club constitution is not computed in the attendance record of the club.)

### **Article XII - Finances**

**Section 1** - The treasurer shall deposit all funds of the club in some 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 approved by the board of directors shall be made once each year of all the club's financial transactions.

**Section 3** - 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 two (2) semiannual periods extending from 1 July to 31 December, and from 1 January to 30 June. The payment of per capita dues and magazine subscriptions to RI shall be made on 1 July and 1 January of each year on the basis of the membership of the club on those dates. (Note - Magazine subscriptions for members joining during a semiannual period are payable upon invoice from the Secretariat.)

**Section 4** - 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 the respective purposes unless otherwise ordered by action of the board.

### **Article XIII – 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 for the time being shall be kept confidential except as otherwise provided by 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 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 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 shall be considered to be elected to membership. If any such objection has been filed with the board, it shall vote on this matter as its next meeting. If approved despite the objection, the proposed member, shall be considered to be elected to membership.

**Section 6** – The club may elect, in accordance with the Rotary club constitution, honorary members proposed by the board.

#### **Article XIV - 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 resolution or motions, if offered at a club meeting, shall be referred to the board without discussion. The decision of the board in all club matters is final, subject only to an appeal to the club.

#### **Article XV – Order of Business**

- Meeting called to order
- Opening ceremony
- Introduction of visiting Rotarians and visitors
- Reading of the minutes
- Correspondence and announcements
- Committee reports if any
- Unfinished business
- New business
- Address or other program features
- Adjournment

#### **Article XVI – Parliamentary Authority**

The rules contained in the current edition of Roberts' Rules of Order Newly Revised shall govern the club in all cases where they are not inconsistent with these bylaws or those of Rotary International.

#### **Article XVII - 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 (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 Rotary International.

#### **Article XVIII – Dissolution.**

In the event of the dissolution of the unit the assets remaining after payment of all costs and expenses of said dissolution shall be transferred or conveyed to Rotary International and none of its funds shall be used to the benefit of or be distributed to any individual members.

Adopted - July 1, 1991  
Revised - September 2, 2003  
Revised – March 25, 2008

Bylaws Committee:  
Dick Litton, Treasurer  
Al Thrasher, Vice-President