



Draft Bylaws of the Rotary Club of Woodland Sunrise

Dated September 10, 2008

Article 1 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 July 1st.

Article 2 Board of Directors

The governing body of this club shall be the Board of Directors consisting of 11 members of this Club, namely, 6 Directors elected in accordance with Article 3, Section 1, of these Bylaws, and the President, President-Elect, Secretary, Treasurer, and the Immediate Past President.

Article 3 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, President-Elect, Secretary, Treasurer, and 3 Directors [There are 6 Directors who serve for two-year terms, thus every year three of the six are replaced]. 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. The past presidents of the club as well as the President-Elect and current President shall be the nominating committee. The nominations duly made shall be presented to the membership for each office and shall be voted for at the annual meeting. The candidates for President, President-Elect, Secretary, and Treasurer receiving a majority of the votes shall be declared elected to their respective offices. The 3 candidates for two-year terms as Directors receiving a majority of the votes shall be declared elected as Directors.

Section 2 – The officers and Directors, so elected, together with the Immediate Past President shall constitute the Board of Directors.

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

Section 4 – A vacancy in the position of any officer-elect or director-elect shall be filled by majority action of the remaining members of the Board of Directors-Elect.

Section 5 – The term of office for officers is one year and for Directors it is two years as noted in Section 1 above. The Secretary and Treasurer may be re-elected annually.



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 such 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 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 the attendance at meetings; send out notices of meetings of the club and board; record and preserve the minutes of such meetings; make the required reports to RI, including the semiannual reports of membership on January 1st and July 1st of each year, and report changes in membership to RI, and any other reports required by RI; provide any reports required by District 5160; collect and remit RI official magazine subscriptions; 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 5 Meetings

Section 1 – *Annual Meeting.* An annual meeting of this Club shall be held in December and occur no later than the 2nd meeting of the month 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 Thursdays 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 a member excused by the Board of Directors of this Club or a member on a leave of absence), on the day of the regular meeting, must be counted as present or absent. 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. Each member must attend at least thirty (30) percent of this club's regularly scheduled meetings.

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

Section 4 – Meetings of the Board shall be held monthly at a regularly scheduled day and time. Due notice of any changes in or canceling of the regular meeting shall be given to all Board Members. Special meetings of the Board may be called, with a minimum of twenty-four (24) hours notice, by the President or upon the request of two (2) members of the Board.

Section 5 – A majority of the Officers and Directors shall constitute a quorum of the Board.



Article 6 Fees and Dues

Section 1 – The amount for membership dues shall be reviewed annually and may be changed by Board vote. Review and changes, if any, must occur no later than the May Board meeting. Dues are payable on the first day of July, and are considered to be delinquent if not paid by the last day of July.

Article 7 Method of Voting

The business of this Club shall be transacted by *viva voce* vote (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

Section 1

(a) 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 shall work together to ensure continuity of leadership and succession planning. When feasible, committee members shall be appointed to the same committee for three years to ensure consistency. When feasible, the chairperson of each committee shall have previous experience as a member of that committee.

(b) The President-Elect shall, subject to the approval of the Board, appoint the following standing committees in the month of June immediately preceding the start of his or her year as President:

Membership Committee
Public Relations Committee
Club Administration Committee
Service Projects Committee
Development Committee

(c) The President shall, subject to the approval of the Board, also appoint such sub-committees on particular aspects of Club Service, Vocational Service, Community Service and International Service as deemed necessary. These sub-committees shall fall under the appropriate standing committee as determined by the Board.

(d) The Membership Committee, Public Relations Committee, Club Administration Committee, Service Projects Committee and Development Committee shall each consist of a chairman and



not less than two (2) other members, who shall be named by the President from the membership of the Club.

(e) The President shall be an *ex officio* member of all committees and, as such, shall have all the privileges of membership thereon.

(f) Each committee shall transact such 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 to the Board and approved by the Board.

Article 10 Duties of Committees

Membership Committee - This committee shall develop and implement a comprehensive plan for the recruitment and retention of members. Sub-committees shall include Attendance, Classification and Membership Development.

Public Relations Committee - This committee shall develop and implement plans to provide the public with information about Rotary and to promote the Club's service projects and activities.

Club Administration Committee - This committee shall develop and implement plans to ensure the effective operation of the Club. Sub-committees shall include Meeting Management, Programs, Club Communications, Club Education and Fun & Fellowship.

Service Projects Committee - This committee shall develop and implement educational, humanitarian and vocational projects that address the needs of its community and communities in other countries. Sub-committees shall include Vocational Service, Community Service, International Service and Youth Activities.

Development Committee - This committee shall develop and implement plans to support The Rotary Foundation and The Woodland Sunrise Rotary Foundation through both financial contributions and program participation.

Article 11 Leave of Absence

Upon written application to the President of the Club, setting forth good and sufficient cause, a leave of absence may be granted excusing a member in good standing, from attending the meetings of the club for a specified length of time.

Article 12 Finances

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

Section 2 - All bills shall be paid only by checks signed by the Treasurer. All checks are written from invoices that have been reviewed and approved by a current officer of the Board. If a



current officer initiates a request for payment, it must be approved by an officer other than the one requesting the payment. Check requests for more than \$1,000.00 that are not specified in the budget must be reviewed and approved by 2 officers of the Board. A thorough analysis by a qualified person outside the Board shall be made once each year of all the Club's financial transactions.

Section 3 - Officers having charge or control of funds may give bond as may be required by the Board for the safe custody of the funds of the Club, with the cost of bond to be borne by the Club.

Section 4 - The fiscal year of this Club shall extend from July 1st to June 30th , and for the collection of members' dues shall be from July 1st to June 30th

Section 5 - 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 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 Membership / Classification Committee to the Secretary. A former member of another club may be proposed to active membership by the former club through a formal letter. The proposal, for the time being, shall be kept confidential, except as otherwise provided in this procedure.

Section 2 - The Board shall ensure that each proposal meets all the classification and membership requirements of the Club's constitution.

Section 3 - The Board shall approve or disapprove a proposal within 30 days of its submission, and shall notify the active member responsible for the proposal, 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 in a timeframe no later than fourteen (14) 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 and prorated dues (if not honorary membership), shall be considered to be elected to membership.

Section 6 - Following the election, the President shall arrange for the induction of the new member; the Secretary shall issue a membership card and shall report the new member to RI and the Club Education committee shall provide appropriate literature for presentation at the induction and assign a member to assist in the assimilation of the new member.

Article 14 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 15 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 duly made available 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's constitution and with the constitution and bylaws of RI.

Adopted:

Date: _____

President, Rotary Club of Woodland Sunrise

Secretary, Rotary Club of Woodland Sunrise