

Bylaws of the Rotary Club of Burnt Hills Ballston Lake (July 2018)

Article 1 – Definitions

1. Board: The Board of Directors (BOD) 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 1 July.
6. Club Locality: The Burnt Hills Ballston Lake School District and adjacent communities.

Article 2 – Board

The governing body of this club shall be the board consisting of 10 members of this club, namely, the President,

President-elect, President-nominee, Secretary, Treasurer, Immediate Past President and four (4) non-officer directors elected in accordance with Article 3, Section 1 of these bylaws.

Article 3 – Election of Directors and Officers Section 1 – At a regular meeting, one month prior to the annual meeting for election of officers, the presiding officer shall ask for nominations by members of the club for President, President- elect, President-nominee, Secretary, Treasurer, and four (4) non-officer directors. The nominating committee shall present a slate of nominations. Members may also make additional nominations from the floor. The nominations duly made shall be placed on a ballot in alphabetical order under each office, if there is more than one candidate for each position, and shall be voted for at the annual meeting. The candidates for President, President-elect, President- nominee, Secretary and Treasurer receiving a majority of the votes, if there is more than on candidate for an office, shall be declared elected to their respective offices. The four (4) non-officer candidates for director receiving a majority of the votes shall be declared elected as directors for the next Rotary year, for a one year term of office. (See Article 7 for the voting procedures if the only candidates are those proposed by the Nominating Committee.) The candidate for President-nominee elected in such balloting shall serve as a director for the year commencing on the first day of July next following the election, and shall assume office as President-elect on 1 July immediately following that year. The President-elect elected as President shall take the title of President on 1 July.

Section 2 – The officers, and other directors, so elected, together with the immediate past president shall constitute the board. Within one week after their election, the directors-elect shall meet and elect a member of the club to act as sergeant-at-arms to start his or her term on July 1 of the next Rotary year, if necessary or warranted.

Section 3 – A vacancy in the board or any office shall be filled by action of the current remaining directors.

Section 4 – A vacancy in the position of any officer-elect or director-elect shall be filled by action of the remaining directors-elect.

Section 5 – Induction of new Officers and Directors – to be held the last regular meeting of the

old Rotary year, to become effective on 1 July of the new Rotary year. Assuming the position of an officer or director in the BHBL Rotary Club reflects positively on the respect and faith fellow members have in the leadership skills, character and dedication of those taking office. New officers and directors are shouldering a commitment that will consume a lot of their time and occasionally test their metal. The occasion should be treated appropriately, and presided over by the outgoing President. In addition to fitting remarks by the President, the new officers and directors shall be administered the following oath of office.

“I _____ solemnly swear to support the Constitution and Bylaws of the Rotary Club of Burnt Hills Ballston Lake, to foster a club culture of service and good fellowship, and in the execution of all my duties, guide my thoughts, words and deeds by Rotary’s Four Way Test.”

Article 4 – Duties of Officers Section 1 – President

The President shall:

- Plan for and preside at club meetings, including board meetings.
- Supervise the proper accounting of club finances.
- Prepare annually in June a comprehensive report to be given to the membership on progress in achieving club objectives for the year and the status of club finances.
- Secure a smooth transition of authority to the president-elect before leaving office by transferring of all relevant records and financial information.
- Serve as an ex officio member of all committees and, as such, have all the privileges of membership thereon.
- Perform such other duties as ordinarily pertain to the office of President.

Section 2 – President-elect. The President-elect shall:

- Preside at meetings of the club and the board in the absence of the president.
- Arrange for programs to be presented at club meetings.
- Supervise the preparation of next year’s club budget in the January–June timeframe, and as soon as possible after assuming office as President on 1 July, make adoption of the annual budget one of his/her first priorities.
- As soon as possible after 1 January, appoint Committee Chairs for the next Rotary Year, and ensure that each committee for the next year has a sufficient number of members serving on it.
- Provide leadership to prepare club committees’ mandates, goals and plans in advance of the start of his or her year as President.
- Perform such other duties as may be prescribed by the president or the board.

Section 3 – President-nominee. The President-nominee shall:

- Preside at meetings of the club and the board in the absence of the president and president-elect.
- Manage the initial organization of Fund Raising events.
- Perform such other duties as may be prescribed by the president or the board.

Section 4 – Secretary.

The secretary shall:

- Keep membership records.

- Maintain the RI database.
- Record attendance at meetings.
- Report as required to RI; including the semiannual reports of membership on 1 January and 1 July of each year, which shall include per capita dues for all members and prorated dues for active members who have been elected to membership in the club since the start of the July or January semiannual reporting period.
- Report changes in membership.
- Provide the monthly attendance report to the Membership committee and the President, which also shall be made to the district within 15 days of the last meeting of the month.
- Provide weekly attendance figures to the Rotateller reporter for the week.
- Collect and remit RI official magazine subscriptions.
- Perform 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 them to the club at the annual meeting and at any other time upon demand by the board, and to perform 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.

The Treasurer is responsible for the preparation and submission of Federal and State tax forms (e.g., currently Fed Form 990EZ and State form CHAR 500) – both of which are due prior to November 15). The Treasurer shall keep detailed and accurate records to support tax reporting.

Note: A detailed list of specific Treasurer duties is included in the Supplemental Information Section after the end of the bylaws.

Section 6 – Sergeant-at-Arms. (If appointed in accordance with Article 3 Section 2 of these Bylaws)

The duties of the sergeant-at-arms shall be such as are usually prescribed for such office and other duties as may be prescribed by the president or the board.

Specific duties include:

- Prepare for the weekly meeting by overseeing the hanging of banners, flags, table arrangement, nametag board, money collection table, lectern, PA system and other room arrangements.
- Pass out songbooks, past meeting notes, speaker's material, etc.
- Help speaker set up any equipment needed for the presentation (projector, screen, window cover, lights, etc.)
- Deliver notices and other communications to and from members to reduce confusion.
- Collect and store songbooks and other Rotary property following meetings.
- Maintain club property at the designated meeting place.
- Maintain proper decorum, during meetings as may be required.

Article 5 – Meetings

Section 1 – Annual Meeting.

An annual meeting of this club shall be held no later than 31 December each year, at which time the election of officers and directors to serve for the ensuing year shall take place. An agenda for the meeting shall be provided to the membership two weeks in advance of the meeting. At this meeting, two audit reports shall be presented, one for our club funds (see Supplemental Information Section for recommended budget and secretary audit guidelines) and one for the secretary's records. The audits shall cover the proceeding Rotary year, ending 30 June. A single-page letter for each shall be read into the record of the meeting. A least two club members, not serving on the present Board, shall conduct audits. The meeting dates for the next calendar year, which covers segments of two administrations, shall be presented to the membership for informational planning purposes.

Section 2 – The regular weekly meetings of this club shall be held on Mondays at 6:15 PM.

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 pursuant to the standard 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 fifty (50) 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 standard Rotary club constitution, article 12, sections 1 and 2.

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

Section 4 – Regular meetings of the board shall be held monthly on a schedule adopted by the BOD. Special meetings of the board (including meetings by electronic means, such as email) shall be called by the president, whenever deemed necessary, or upon the request of two (2) directors, with due notice having been given.

Section 5 – A majority of the directors shall constitute a quorum of the board.

Article 6 – Fees and Dues

Section 1 – No admission fee is charged as a condition for qualification for membership.

Section 2 – The membership dues shall be \$150 per annum, payable semiannually on the first day of July and of January.

Section 3 – Club member dues shall be used exclusively for club operations, RI and District dues payments and Rotary Magazine subscriptions. Money generated by fund-raising events or individual gifts shall be used exclusively to support charitable activities.

Section 4 – Internally-generated funds (e.g., "Happy Dollars") may be used to support club operations unless specifically designated for another purpose such as charitable activities.

Section 5 – Member Consultation. The BOD shall consult with the membership prior to any change in fees or dues.

Article 7 – Method of Voting

The business of this club shall be transacted by *viva voce* vote except during the election of officers and directors, which shall be by ballot when there is a contest (more than one candidate) for an office. When there is no contest, it is acceptable for a motion to be made and seconded from the floor for the secretary to cast one vote for the slate.. The board may determine that a specific resolution be considered by ballot rather than by *viva voce* vote.

Article 8 – Five Avenues of Service

We channel our commitment to service at home and abroad through five Avenues of Service, which are the foundation of club activity.

- **Club Service** focuses on making clubs strong. A thriving club is anchored by strong relationships and an active membership development plan.
- **Vocational Service** calls on every Rotarian to work with integrity and contribute their expertise to the problems and needs of society.
- **Community Service** encourages every Rotarian to find ways to improve the quality of life for people in their communities and to serve the public interest.
- **International Service** exemplifies our global reach in promoting peace and understanding. We support this service avenue by sponsoring or volunteering on international projects, seeking partners abroad, and more.
- **Youth Service** recognizes the importance of empowering youth and young professionals through leadership development programs such as Rotaract, Interact, Rotary Youth Leadership Awards, and Rotary Youth Exchange.

Article 9 – Committees

Club committees are charged with carrying out the annual and long-range goals of the club based on the five 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 should be appointed to the same committee for three years to ensure consistency. The president-elect is responsible for appointing committee members to fill vacancies, appointing committee chairs, and conducting planning meetings prior to the start of the year in office. It is recommended that the chair have previous experience as a member of the committee.

Standing committees shall be appointed as follows:

Section 1 – Membership Committee

The Membership Committee shall develop and implement a comprehensive plan for the recruitment and retention of members. The committee shall coordinate an orientation/training meeting (“Fireside Chat”) with each prospective member and ensure that he or she has a good understanding of Rotary’s values and mission, our club’s mission, history, bylaws and privileges and the responsibilities of each member. Each new club member shall receive a copy of the club bylaws and the RI Standard Club Constitution. The committee shall play a major role in providing

assistance to those members identified by the club secretary as not in regular attendance.

Section 2 – Public (Image) Relations Committee

The Public Relations Committee shall develop and implement plans to provide the public with information about Rotary and to promote the club's service projects and activities.

Section 3 – Club Administration Committee

The Club Administration committee shall conduct activities associated with the effective operation of the club.

Section 4 – Service Committees

The Service Project Committees – Community Service, International Service, New Generations Service and Vocational Service shall develop and implement educational, humanitarian, and vocational projects that address their community's needs and communities in other countries.

Section 5 – The Rotary Foundation Committee

The Rotary Foundation committee shall develop and implement plans to support The Rotary Foundation through both financial contributions and program participation.

Section 6 – Nominating Committee (Ad Hoc)

The Nominating committee shall annually nominate a slate of officers – President, President-Elect, President- Nominee, Secretary and Treasurer – and four (4) non-officer Directors for submission to the membership in advance of the Annual Meeting to elect Officers and Directors. The committee shall consist of no less than three (3) nor more than five (5) club members who have experience in club matters and know the qualifications of potential candidates. Committee members shall be annually recommended by the President and approved by the Board of Directors no later than 15 October of each year. Members shall not serve on the Nominating Committee for more than two (2) consecutive years.

Section 7 – Additional Committees

Additional ad hoc committees may be appointed as needed.

Article 10 – 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 reference to appropriate RI materials. The committees requiring funding shall consider an annual budget when developing plans for the year. Committee Chairs-elect shall supply anticipated income and expenses to the incoming President and Treasurer no later than May 1 of each year in order to support the development of the next year's budget.

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.

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 BOD. 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.

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.

Article 11 – 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 12 – Finances Section 1 – Prior to the beginning of each fiscal year, the board-elect shall prepare a budget of estimated income and expenditures for the year, which shall stand as the limit of expenditures for these purposes, unless otherwise ordered by action of the board. The budget shall be broken into two separate parts: one in respect of club operations and one in respect of charitable/service operations. Prior to final BOD approval of the annual budget, the membership shall have the opportunity to review it, ask questions and make comments.

Section 2 – The treasurer, or other person(s) identified in writing to carry out treasurer duties, shall deposit all club funds in a bank, named by the board. The club funds shall be divided into two separate parts: club operations and service projects.

Section 3 – The Treasurer or other authorized officer shall pay all bills. Reasonable and proper expenses approved in the budget or related to approved fund-raising events shall be paid by the Treasurer without further approval as long as funds are available, as determined by the Treasurer. Unbudgeted or expenses not approved by the BOD, require specific BOD approval prior to payment by the Treasurer.

Section 4 – A thorough review of all financial transactions by a qualified person shall be made once each year.

Section 5 – Officers having charge or control of club funds shall give bond as required by the board for the safe custody of the funds of the club, cost of bond to be borne by the club.

Section 6 – 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 RI official magazine subscriptions shall be made on 1 July and 1 January of each year on the basis of the membership of the club on those dates.

Section 7 – The Board of Directors may establish functionally-unique basket-like budget lines (e.g., Town in Bloom, Pennington and Wolfe Scholarship Funds). Such lines shall be used solely for the deposit, storage, monitoring and appropriation of funds specifically

raised and used for a BOD designated purpose. Such funds cannot be used for any other purpose. The purpose of fund-raisers associated with that budget line shall be clearly specified to potential contributors.

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 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.

Section 2 – The board shall ensure that the proposal meets all the classification and membership requirements of the standard Rotary 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 (e.g., the Fireside Chat is the usual method for conveying this information), 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 within seven (7) 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 (if not honorary membership), shall be considered to be elected to membership.

Section 6 – Following the election, the president shall arrange for the new member's induction, membership card, and new member Rotary literature. In addition, the president or secretary will report the new member information to RI and the president will assign a member to assist with the new member's assimilation to the club as well as assign the new member to a club project or function.

Section 7 – The club may elect, in accordance with the standard Rotary club constitution, honorary members proposed by the board.

Note: Other important information about membership is contained in Rotary International's Standard Constitution to which all Rotary Clubs must be committed. Articles 7, 8, 9, and 12 of the Constitution entitled "Membership", "Classification", "Attendance" and "Duration of Membership" are of particular importance. The requirements of those articles should be familiar to all club members. Portions of the four articles are attached after the end of the bylaws in the Supplemental Information Section.

Article 14 – Resolutions The club 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. The BOD shall address the issue as promptly as the situation dictates.

Article 15 – Suggested Order of Business

- Meeting called to order.
- Introduction of visitors.
- Pledge of Allegiance and Prayer – (Our club includes members who have different religious beliefs and values but are united in service to humanity. Our meetings shall reflect Rotary's basic principle of tolerance and encourage Rotarian's participation in humanitarian service projects.)
- Song
- Happy Dollars
- Correspondence, announcements, and Rotary information.
- Committee reports if any.
- Any unfinished business.
- Any new business.
- Address or other program features.
- Adjournment

Article 16 – Amendments **Section 1** – 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 standard Rotary club constitution and with the constitution and bylaws of RI.

Section 2 – These bylaws shall be reviewed, and updated as necessary, on an annual basis. Annual updates shall be accomplished in June, the last month of the Rotary Year. If no language change to the bylaws is required, the date of the bylaw's currency shall still be advanced to signify that a review has been completed.

Dated: 30 March 2018

Approved by Membership: July 2018