

## **Bylaws of the Rotary Club of Columbia, Missouri**

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

**Section 1** – Prior to August 15, the president shall appoint a nominating committee of not less than three past presidents, one of whom shall be designated chairperson. The nominating committee shall select six members as candidates for the board of directors, three of whom shall be elected to serve for a term of three years. The nominating committee shall use the following guidelines in selecting candidates:

- strong interest in the principal of Rotary service,
- willingness to accept the responsibilities of a director and whatever additional duties are assigned by the president,
- past record of involvement in the activities and projects of the club,
- a desire to serve as a director of the club.

**Section 2** — The officers and directors, so elected, together with the immediate past president shall constitute the board of directors. Within one month after their election, the board of directors and the directors-elect shall meet and verify the president-elect's willingness to serve as president for the following year. They will also elect the following club officers to take office on the following July 1:

- president elect (who will serve as vice president until July 1),
- secretary,
- treasurer,
- sergeant-at-arms.

The president-elect must be an elected board member. The secretary, treasurer, and sergeant-at-arms may be elected members of the board. If not, they become ad hoc members of the board.

**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 or director-elect shall be filled by action of the remaining members of the board of directors.

**Section 5**—Directors failing to attend three consecutive regular monthly meetings or five meetings in twelve months vacate their office unless excused by the board and shall be replaced.

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

The governing body of this club shall be the board of directors consisting of directors elected in accordance with article I, section 1, of these bylaws, the president, vice-president, president-elect, secretary, treasurer, sergean-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 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, to preside at meetings of the club and board in the absence of the president, 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 president elect, 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 notices of meetings of the club, board and committees, record and preserve the minutes of such meetings, make the required reports to Rotary International (RI), including the semiannual reports of membership, which shall be made to the general secretary of RI on January 1<sup>st</sup> and July 1<sup>st</sup> of each year, and including prorated reports to the general secretary on 1 October and 1 April of each active member who has been elected to membership in the club since the start of the July or January semiannual reporting period, the report of changes in 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 fifteen 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.

**Section 6** — *Sergeant-at-Arms*. The duties of the sergeant-at-arms shall be such as are usually prescribed for such office and such 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 at the last meeting of the month of September in each year, at which time the election of directors to serve for the ensuing year shall take place.

**Section 2** — The regular weekly meetings of this club shall be held on Thursday at twelve noon. 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, pursuant to article VIII, section 2 (b) of 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 sixty 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 club constitution, article VIII, 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 monthly. Special meetings of the board shall be called by the president, whenever deemed necessary, or upon the request of two members of the board, due notice having been given. Board business may also be conducted by e-mail or fax. All such transactions shall be ratified at the first subsequent regular meeting of the board, and included in the minutes of that meeting.

**Section 5** — A majority of the board members shall constitute a quorum of the board.

## **Article V Fees and Dues**

**Section 1** — The admission fee shall be \$100 to be paid before the applicant can qualify as a member.

**Section 2** — Effective January 1, 2005, club membership dues shall be \$200.00 per annum, payable \$100.00 semiannually on the first day of July and January, with the understanding that per-member dues and other charges assessed by Rotary International and Rotary District 6080 will be paid therefrom. (As amended 9/16/2004)

## **Article VI Method of Voting**

The business of this club shall be transacted by voice vote except the election of directors, which shall be by secret ballot.

## **Article VII Committees**

**Section 1** — (a) The president shall, subject to the approval of the board, appoint the following standing committees:

- membership Committee
- club service committee
- vocational service committee
- community service committee
- international service/Rotary Foundation committee

- (b) The president shall, subject to the approval of the board, also appoint the subcommittees listed in sections 2 through 6, and others as deemed necessary.
- (c) The membership committee shall be chaired by the president-elect
- (d) The vice president shall chair the Rotary Foundation/international service committee.
- (e) The club service committee, vocational service committee, community service committee shall be chaired by a member of the board.
- (f) The president shall be an *ex officio* member of all committees and, as such, shall have all the privileges of membership thereon.
- (g) Each committee shall transact such business as is delegated to it in the 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 and approved by the board.

**Section 2.—Membership Committee**

This committee, chaired by the president elect, shall oversee all work relating to the recruitment and admission of new members and their indoctrination in the history and principals of Rotary. Four subcommittees shall be appointed:

- membership subcommittee (to review proposals and determine eligibility for membership),
- membership development subcommittee,
- classifications subcommittee,
- rotary information subcommittee.

**Section 3 — Club Service Committee.**

- (a) The chairman of the club service committee shall be responsible for all club service activities except membership, and shall supervise and coordinate the work of all subcommittees appointed on particular phases of club service.
- (b) The club service committee shall consist of the chairman and the chairmen of all subcommittees appointed on particular phases of club service including”
  - attendance subcommittee,
  - club bulletin subcommittee,
  - fellowship subcommittee,
  - program subcommittee,
  - public relations subcommittee,
  - fund raising subcommittee.

**Section 4 — Community Service Committee.**

- (a) The chairman of the community service committee shall be responsible for all community service activities and shall supervise and coordinate the work of all subcommittees appointed on particular phases of community service.
- (b) The community service committee shall consist of the chairman of the community service committee and the chairmen of all subcommittees appointed on particular phases of community service.
- (c) The president shall, subject to the approval of the board, appoint the following subcommittees on particular phases of community service:

community service subcommittee,  
inter-club projects subcommittee,  
student government day subcommittee.  
RYLA (Rotary Youth Leadership Academy) subcommittee,  
scholarships (locally funded) subcommittee.

**Section 5** *Vocational Service Committee.*

This committee shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in their vocational relationships and in improving the general standards of practice in their respective vocations. The chairman of this committee shall be responsible for the vocational service activities of the club and shall supervise and coordinate the work of any subcommittees that may be appointed on particular phases of vocational service to include the Botts Award subcommittee and the Four Way Test subcommittee.

**Section 6** — *International Service/Rotary Foundation Committee.*

(a) This committee, chaired by the vice president, shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in matters relating to Rotary International programs and the programs of the Rotary Foundation.

(b) The president shall, subject to the approval of the board, appoint the following subcommittees:

- Rotary International programs:
  - Rotary Youth Exchange,
  - friendship exchange
- Rotary Foundation programs:
  - contributions to Foundation funds,
  - Group Study Exchange,
  - humanitarian programs
  - educational programs.

**Article IX 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 prevents a forfeiture of membership but it does not operate to give the club credit for the member's attendance. Unless the member attends a regular meeting of another club, the excused member must be recorded as absent. If the absence is authorized under article VIII, section 2(b) of the club constitution, it is not recorded as an absence in the attendance record of the club.)

**Article X Finances**

**Section 1** — The treasurer shall deposit all funds of the club in a FDIC member bank to be named by the board.

**Section 2** — All bills shall be paid only by checks signed by the treasurer upon vouchers signed by an officer or approved during a meeting of the board. A thorough financial review shall be made once each year of all the club's financial transactions.

**Section 3** — The fiscal year of this club shall extend from July 1st to June 30th, and for the collection of members' dues shall be divided into two semiannual periods extending from July 1st to December 31st, and from January 1st to June 30th. The payment of per capita dues and magazine subscriptions to RI shall be made on July 1st and January 1st of each year on the basis of the membership of the club on those dates.

**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 XI 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 remain 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 club constitution.

**Section 3** — The board shall approve or disapprove the proposal within 30 days of its Submission. The secretary shall notify the proposer of the board's action

**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 within seven days following publication of information about the prospective member, that person, upon payment of the admission fee (Article V, Section 1) 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, 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 club secretary shall issue a membership card and shall report the new member to RI; and the 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 XII 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 XIII Order of Business**

Call to order.  
Pledge of allegiance & prayer.  
Introduction of visiting Rotarians.  
Correspondence and announcements.  
Committee reports.  
Unfinished business.  
New business.  
Address or other program features.  
Adjourn  
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## **Article XIV Amendments**

These bylaws may be amended at any regular club 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 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.

## **Article XV Review of the bylaws and constitution.**

The board shall review these by-laws annually, preferably at the regular meeting in July, but no later than the annual meeting of the club. The board shall review the club constitution every third year immediately following the publication of action taken by the tri-annual Rotary Council on Legislation.