

# **BYLAWS OF ROTARY CLUB OF MEREDITH, NEW HAMPSHIRE**

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## **ARTICLE I DEFINITIONS**

1. Board: The Board of Directors of this Club.
2. Club: Rotary Club of Meredith, New Hampshire
3. Constitution: The Standard Rotary Club Constitution
4. Director: A member of this Club's Board of Directors.
5. Member: A member, other than an honorary member, of this Club.
6. Quorum: One-third of the membership shall constitute a Quorum for the annual and regular meetings of the Club. A majority of the Directors shall constitute a Quorum for the Board.
7. RI: Rotary International.
7. Year: The twelve-month period that begins on 1 July.

## **ARTICLE 2 BOARD**

The governing body of this club shall be the board consisting of ten members of this club, namely, the president, vice-president, president-elect (or president-nominee, if no successor has been elected), secretary, assistant secretary, treasurer, the immediate past president and three directors from the membership at large. All Board members shall have equal voting rights.

## **ARTICLE 3 ELECTION OF DIRECTORS AND OFFICERS**

**Section 1** - Two months prior to the annual meeting the nominating committee will solicit nominations for Club President, President – elect, Vice President, Secretary, Assistant Secretary, Treasurer and three Directors from club members. The Nominating Committee will in turn prepare a slate of candidates for all upcoming board positions, which commence on the following July 1<sup>st</sup>, and present it to the current Board of Directors at least one meeting prior to the annual meeting. The slate of candidates will customarily include the current President-Elect for President, the current Vice President for President-Elect, as well as all other nominees for positions on the board. The current President will then present the full slate of candidates to the membership at the annual meeting for voting. Members may add nominations to the slate at the annual meeting prior to the voting. The candidates for president, president-elect, vice-president, secretary, assistant secretary, and treasurer who are unopposed or who receive a majority of the

votes shall be declared elected to their respective offices. The three candidates for director 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. Within one week after their election the board of directors-elect shall meet and elect some member of the club to act as sergeant-at-arms.

**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-elect.

#### **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 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 director and to perform such other duties as may be prescribed by the president or the board. The President-elect shall take all actions required to prepare to serve as President and shall serve as a Director.

**Section 3 – *Vice-President*.** It shall be the duty of the vice-president to preside at meetings of the club and the board in the absence of the president and to perform other duties as ordinarily pertains to the office of vice-president.

**Section 4 – *Secretary*.** It shall be the duty of the secretary to keep membership records; record attendance at meetings; send out notices of club, board, and committee meetings; record and preserve the minutes of such 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, which shall be made to the district governor within 15 days of the last meeting of the month; collect and remit RI official magazine subscriptions; and perform other duties as usually pertain to the office of secretary.

**Section 5 – *Assistant Secretary*.** It shall be the duty of the assistant secretary to record the attendance at meetings and assist in all the duties as usually pertain to the office of secretary as established under Section 4 above.

**Section 6 – *Treasurer*.** It shall be the duty of the treasurer to have custody of all funds, accounting for it to the club annually and at any other time upon demand by the board, and to

perform other duties as pertains 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 7 – *Sergeant-at-Arms.*** 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.

## **ARTICLE 5 MEETINGS**

**Section 1 – *Annual Meeting.*** An annual meeting of this club shall be held no later than the thirty-first day of December in each year, at which time the election of officers and directors to serve for the ensuing year shall take place.

**Section 2 – *Regular Club Meetings.*** The regular weekly meetings of this club shall be held on Wednesday at six PM

Due notice of any changes in or canceling of the regular meeting shall be given to all members of the club in accordance with Article 6, Section 1 (b) and (c) of the Constitution. 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 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 Constitution, Article 9, sections 1 and 2.

**Section 3 – *Regular Board Meetings.*** – Regular meetings of the Board shall be held on the third Wednesday of each month. Special meetings of the Board shall be called by the president, whenever deemed necessary, or upon the request of two (2) directors, due notice having been given.

## **ARTICLE 6 FEES AND DUES**

The membership dues shall be \$125.00 per annum, payable annually on the first day of July, with the understanding that a portion of each annual payment shall be applied to each member's subscription to the RI official magazine.

## **ARTICLE 7 METHOD OF VOTING**

The business of this club shall be conducted by voice vote or the show of hands except the election of officers and directors, which may be by ballot. The board may provide a ballot for a vote on a specific resolution.

## **ARTICLE 8 COMMITTEES**

Section 1 –The President – elect is responsible for the appointment of committees and chairs, subject to the approval of the Board

Section 2 - Club committees are charged with carrying out the annual and long-range goals of the club. The Club shall have the following committees:

**Core Committees** consisting of Program Committee, Membership/Orientation /Attendance/Greeting Committee, Youth Exchange Committee, Major Projects Committee, Fishing Derby Committee, Bulletin Committee, and Interact Committee.

**Seasonal Committees** consisting of Environmental Committee, Your Leadership/four Way Test Committee, Scholarship Committee, Ski Team, Memorial Golf Tournament, Senior Christmas Dinner and Loon Center

**Club Service Committees** consisting of Public Relations/Website Committee, Rotary Foundation Committee, History/Brochure Committee, Nominating Committee, Scholarship Investment Committee, Paul Harris/Community Service Awards Committee, Social Club Committee and By-law Revision Committee

Section 3 – The duties and meeting requirements of each of the committees shall be circulated to the members at least annually. Additional committees may be appointed at the discretion of the Board.

Section 4 – The President shall be ex-officio member of all committees and, as such, shall have all privileges of membership.

Section 5 – Except where special authority is given by the Board, committees shall not take action until a report has been made and approved by the Board. The President or the Board shall refer additional business to a specific committee as needed

Section 6 – 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 9 LEAVE OF ABSENCE**

Excused absences are authorized by the Constitution. Members desiring an excused absence shall submit a written request to the Membership/Attendance Committee, setting forth good and sufficient cause. The Membership/Attendance Committee shall then submit their recommendation to the Board who may grant a leave of absence in accordance with the Constitution excusing a member from attending the meetings of the Club for a specified length of time

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*(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 the Standard Rotary Club Constitution is not computed in the attendance record of the club.)*

## **ARTICLE 10 FINANCES**

**Section 1** – Prior to the beginning of each fiscal year, the board 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. All expenditures of the Club greater than \$1,000, which are not included as part of the current year's budget, shall be brought to the general membership for approval. Approvals for such expenditures shall be consistent with Article VII – Method of Voting.

**Section 2** – The Treasurer shall deposit all club funds in a bank, named by the Board. The club funds may be used for club operations and service projects.

**Section 3** – All bills shall be paid by the Treasurer or other authorized Officer only when approved by one other Officer or Director.

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

**Section 5** - A financial report, including but not limited to, an income and expense statement and balance sheet shall be provided and presented at each Board meeting

**Section 6** – The fiscal year of this Club shall extend from 1 July 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.

## **ARTICLE 11 METHOD OF ELECTING MEMBERS**

**Section 1** – The name of a prospective member, proposed by an active member of the club, shall be submitted in writing to the Membership Committee or as the Board may determine. 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 instructed by the Board pursuant to the Constitution.

**Section 2** – The Membership Committee shall ensure that the proposal meets all the classification and membership requirements of the standard Rotary club constitution.

**Section 3** – The Membership Committee shall approve or disapprove the proposal within 30 days of its submission and shall notify the proposer of its decision.

**Section 4** – If the decision of the Membership Committee 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** - Upon acceptance of the prospective new member, the Membership Committee shall submit the prospective new member nomination to the Board of Directors. When the Board approves the nomination it will be submitted at the next regular Club Meeting.

**Section 6** – If no written objection to the proposal, stating reasons, is received by the Membership Committee 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 prorated dues (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 Membership Committee, it shall vote on this matter at its next meeting by closed ballot. 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 7** – Following the election, the Membership Committee shall arrange for the new member's induction at the next regular Club meeting, 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.



## **ARTICLE 12 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.

## **ARTICLE 13 ORDER OF BUSINESS**

Meeting called to order.

Introduction of visitors.

Correspondence, announcements, and Rotary information.

Committee reports if any.

Any unfinished business.

Any new business.

Address or other program features.

Adjournment.

## **ARTICLE 14 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 by the Secretary 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.