

Recommended Rotary Club Bylaws

Bylaws of the Rotary Club of

Martin, TN

District 6760 – Club 3823

Chartered March 14, 1928

Article I Definitions

1. Board: The Board of Directors of this club.
2. Director: A member of this club's Board of Directors.
3. Member: An active or exempt member, other than an honorary member, of this club.
4. RI: Rotary International.
5. Year: The twelve-month club and fiscal period that begins on 1 July.
6. In Writing Physical paper documentation, facsimile, or email communication.

Article 2: Board

The governing body of this Club shall be a Board of Directors consisting of fifteen members of this club, namely nine Directors elected in accordance with Article 3, Section 3, of the bylaws, along with the President, Vice-President, Secretary, Treasure, Sergeant at Arms, and the immediate Past President

Article 3: Election of Directors and Officers

Section 1 – Terms of Officers: The Vice President / President Elect position is a two year commitment, with the officer serving as President of Martin Rotary Club the second year. The offices of Secretary, Treasurer, and Sergeant-at-Arms are all one year terms. An officer in a one-year term office may serve more than one term in that position if willing and elected by the club. Candidates for Vice President are strongly encouraged to serve as an officer for at least position before asking to be nominated as President Elect.

Section 2 – Election of Officers: The officers of this club are President, Vice-President / President - Elect, Secretary, Treasurer, and Sergeant-at-arms. At a regular meeting one month prior to the Annual Meeting (December of every year), the presiding officer shall allow nominations to be brought in writing before the board of directors meeting immediately prior to the Annual Meeting for consideration for the offices of Vice President / President Elect, Secretary, Treasurer, and Sergeant-at-Arms. All nominated members should be in good standing with the club. The Board of Directors will deliberate and vote on an officer slate for the coming year to recommend to the general membership for vote during the Annual Meeting in December of every year.

Section 3 – Election of Directors: The Board of Directors shall consist of nine (9) club members on a rotating basis. Beginning with the election of the Board Members for the fiscal year 2013-2014; Three (3) Board Members will be elected to a 1 year term, Three (3) will serve

a two (2) year term; and, three (3) will complete a three (3) year term. Each year the club will elect three (3) new Board members to replace those rotating off.

Upon the end of a Board member's three (3) year term, he or she will be required to rotate off the Board for a minimum of 1 year before being eligible to serve again. The exception to this will be the case where a Board member is elected to an office and serves on the Board as an officer. If the Board member moves, quits or resigns from the club and/or the Board during his/her term, the vacancy will be filled by a new Board member at the next election for only the remaining term of the individual's office. The one (1) year break is not required for any Board member elected to fill a recently vacated Board position.

The purpose of our rotation system is to provide continuity to our leadership while also providing opportunities for more club Rotarians to serve in leadership roles

Section 4 – The officers and directors together with the immediate past president shall constitute the board.

Section 5 – A vacancy in the board or any office shall be filled by action of the remaining directors. If an officer must resign a position, the Board will appoint a club member to fill that post for the remainder of the club year and a permanent replacement will be elected during the Annual Meeting. If the vacancy is the office of Vice President / President-Elect, the board will nominate a replacement who has agreed to serve as President the following year. This will be brought before the club in a special called business meeting for vote. As soon as voted on, the newly elected President-Elect or the existing Secretary will notify District 6760 on the change and make sure that the new President-Elect is registered for all training programs available to prepare for the next year.

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,
- Send out notices of club, board and committee meetings
- Perform other duties as ordinarily pertain to the office of president.

Section 2 – *Vice-President / President-Elect*. 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
- Generate and distribute the weekly meeting bulletin
- Coordinate the program schedule for weekly meetings
- Fill committee member vacancies during the club year and appoint committee members and committee chairs for the upcoming year.
- Perform other duties as ordinarily pertain to the office of vice-president.

Section 3 – *Secretary*. It shall be the duty of the secretary to:

- Keep membership records
- Record attendance at meetings
- Maintain membership accounts
- Assist the president in sending out notices of club board meetings

- Record and preserve the minutes of all board and general business meetings. Also, the secretary will record all official board and club decisions.
- Report membership data to club during quarterly board and general business meetings.
- Report board minutes during quarterly business meeting.
- Report as required to Rotary International, including the semiannual reports of membership on January 1st and July 1st of each year, and prorated reports on October 1st and April 1st of each active member who has 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
- Perform other duties as usually pertain to the office of secretary.

Section 4 – 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
- Provide quarterly treasurer reports to board and membership.
- 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 5 – 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 on the 2nd week of December in each year, at which time the presentation of incoming 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 Thursday at Noon.

Due notice of any changes in or canceling of the regular meeting shall be given to all members of the club by website announcement or email. All members that do not have internet access will be notified by phone. All members excepting an honorary member (or member excused pursuant to article 8, sections 3 and 4 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 (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 standard Rotary club constitution, article 8, sections 1 and 2.

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 a quarterly basis. 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.

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

Article 6 Fees and Dues

Section 1 – *Membership Dues:* The membership dues shall be \$500 per annum, payable on a quarterly basis on the first meeting date of July, October, January, and April. A portion of each quarterly payment shall be applied to each member's subscription to the RI official magazine. The membership dues include Rotary International and District 6760 dues along with meal charges.

Section 2 – *Fees:* Fees may be assessed to the membership at the discretion of the Board of Directors for lack of participation in fund raising or service projects. All other fees outside of membership dues must be brought before the membership for approval at a regular business meeting.

Section 3 – *Other Charges and Credits:* the meal expense of a guest of a member shall be charged to that member's quarterly bill. Whenever a member visits another Rotary club for a make-up and pays for a meal, that member's quarterly bill will be credited for one week of meal expenses. This credit does not apply to on-line makeups.

Section 4 – *Non – charged Guests:* the meal charges of all speaker guests, Rotaract or Interact guests, and Westview guests shall be charged to the club. All other guests, aside from Visiting Rotarians and guests of Members, shall be charged according to the determination of the Secretary in conjunction with the President during the club meeting.

Section 5 – *Visiting Rotarians:* visiting Rotarians must pay for their meal charge in order to receive credit from our club Secretary for the visit unless a member of the club wishes to sponsor the guest Rotarian's visit. In that case, the meal charge will be added to the club member's quarterly account.

Article 7 Method of Voting

The business of this club shall be transacted by *viva voce** (or vocal assent) vote, except in the cases of close votes. In a close vote, the President has the discretion to tally votes by raised hands or by ballot. The board may determine that a specific resolution be considered by ballot rather than by vocal assent.

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 – *Committee Rules:* Club committees are charged with carrying out the annual and long-range goals of the club based on the four Avenues of Service. The vice president, president, and immediate past president should work together to ensure continuity of leadership and succession planning. All committee changes and committee member appointments must be approved by the Board of Directors. The president shall be an ex officio member of all committees and, as such, shall have all the privileges of membership thereon. 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 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 – *Committee Participation and Rotation:* Committee members are appointed to serve a three year term. At the end of each three year term, the committee member will rotate off. A committee member may be appointed to multiple, consecutive terms, if approved by the board of directors. The vice president is responsible for appointing committee members to fill vacancies if they should arise during the club year or if a committee member chooses to resign prior to the expiration of the term.

Section 3 – *Committee Chairs:* Committee chairs are appointed to serve one year terms. Each committee chair may serve continuously at the discretion of the Board of Directors. 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. It is recommended that the chair have previous experience as a member of the committee. The vice-president is responsible for appointing committee chairs to fill any vacancies if they should arise during the club year.

Section 4 – *Standing Committees:* Standing committees should be appointed as follows:

- I. **Membership Committee:** develops and implements a comprehensive plan for the recruitment and retention of members.

- II. **Club Public Relations**
 - A. Communications/Publicity: develops and implements plans to provide the public with information about Rotary and to promote the club's service projects and activities.
 - B. Website: maintains website and keeps it up to date for membership and prospects.

- III. **Club Administration**
 - A. Club History Committee: collects and chronicles the significant events in the life of the Martin Rotary Club and commits these events to documents that can be used during member orientation and club meetings.
 - B. Rotaract: serves as advisors to the UT Martin Rotaract chapter.

- C. Interact: committee's goal is to start an Interact club at Westview High School and act as advisors to the chapter.
- D. Special Events: stays up-to-date on community special events throughout the region and informs the club on events that may warrant Rotary involvement.
- E. Audit Committee: either performs or bids out annual financial audit and oversees the process.

IV. Service, Fund Raising, and Philanthropic Endeavors

- A. Philanthropy: recognizes community service opportunities and recommends the participation in such activities to the membership.
- B. Scholarship: selects students to receive a Martin Rotary Club Scholarship to the University of Tennessee at Martin.
- C. Youth Exchange: stays abreast of youth exchange opportunities available through Rotary International and pursues and implements appropriate exchange programs for Martin Rotary.
- D. Ham Breakfast: plans and oversees the annual Ham Breakfast fund raiser.
- E. Golf Tournament: plans and oversees the annual Golf Tournament fund raiser.
- F. Four Way Test: oversees the Four Way Test contest that occurs annually at Westview High School.

- V. **The Rotary Foundation**: develops and implements plans to support The Rotary Foundation through both financial contributions and program participation.

Article 10 Duties of Committees

The duties of all committees shall be established and reviewed by the president each year. In declaring the duties of each, the president shall make reference to appropriate RI materials. The service project committees will consider vocational service, community service and international service avenues when developing plans for the year.

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 vice president 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.

Article 11 Leave of Absence

Upon written application to the board, setting forth good and sufficient cause, a leave of absence may be granted excusing a member from attending the meetings of the club for a specified length of time. The maximum leave of absence is six months. After the six month period, membership must be reactivated or terminated. Taking a leave of absence does NOT waive Rotary International and District dues. Leaves of Absence does, however, waive all meal charges (and other applicable fees) that are normally included in membership dues. It is recommended that all pro-rated Rotary International and District dues are paid prior to the effective date of the Leave of Absence.

(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 8, sections 3 and 4 of the standard Rotary club constitution is not computed in the attendance record of the club.)

Article 12 Finances

Section 1 – Prior to the beginning of each fiscal year, the Treasurer will be responsible for working with the various committees to 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. The Treasurer will present the budget to the board at the June board meeting.

Section 2 – The treasurer 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 – All operating expenses and bills shall be paid by the treasurer. All other financial obligations shall be paid by the treasurer or other authorized officer only when approved by two other officers or directors in writing. No reimbursements will be made without proper invoices.

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

Section 5 – 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 four (4) quarterly periods extending from July 1st – September 30th, October 1st – December 31st, January 1st - March 31st, and April 1st – June 30th. 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 13 Method of Electing Members

Section 1 – *Application for Membership:* All persons wishing to join this club shall request an application for membership from the sponsoring member. The completed application shall be given to the club President and must be approved by the board of directors. Upon approval, the application for membership will have two readings during two separate weekly club meetings. If no objection to the application in writing, stating reasons, is received by the board from any member (other than honorary) of the club within two (2) days following the second reading of the membership application, that person, upon induction shall be considered an active member of the club.

If any such objection in writing has been filed with the board, the board shall vote on this matter in a special called meeting. If approved despite the objection in writing, the proposed member, upon induction shall be considered an active member of the club.

Section 2 – The president is responsible for arranging and presiding over the new member induction. The secretary shall secure the membership card, membership pin, induction certificate, and new member Rotary literature. In addition, the secretary will report the new member information to RI. The new member’s sponsor will be responsible for assisting with the new member's assimilation into the club.

Section 3 – The club may induct, in accordance with the standard Rotary club constitution, honorary members proposed by the board.

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.

Article 15 Order of Business

- Meeting called to order.
- Invocation, Pledge, Four Way Test, Song
- Introduction of visitors.
- Sergeant-at-Arms
- Correspondence, announcements and Rotary Information.
- Committee reports if any.
- Any unfinished business.
- Any new business.
- Address or other program features.
- Adjournment.

Article 16 Fund-Raisers

The Board of Directors shall designate by majority vote at least one (1) fund-raising event each year that will require the participation of all club members. Required participation shall be in the form of selling tickets for the designated fund-raiser. When said fund-raiser is designated by the Board of Directors, the Board shall also specify the ticket price and the number of tickets each member is required to sell. Members must pay for tickets allocated to them whether they sell the tickets or not. Members are encouraged to participate in other club fund-raising events throughout the year, but participation will not be required other than for the one (1) designated fund-raiser.

Article 17 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 standard Rotary club constitution and with the constitution and bylaws of RI.

Amendment 1: the following amendment was approved by the Martin Rotary Club on August 7th, 2008 and expounds on members' opportunity for meeting make-ups. Opportunities for meeting make-ups include:

1. Attending a club meeting in a different city
2. Viewing missed Martin Rotary club meeting on the Martin Rotary Club website.
Members are responsible for providing secretary with email stating the date and topic of the viewed program.
3. Attending Martin Rotary Club special called meetings and events, including:
 - a. Regularly scheduled Board Meetings
 - b. Rotary Committee Meetings
 - c. UT Martin Rotaract meetings and events
 - d. Martin Rotary fundraisers
 - e. Inter-club meetings
 - f. Westview High School Interact meetings and events
 - g. Other club events as announced by the club
4. Attending or participating in a Rotary sponsored community event including:
 - a. Community fundraiser
 - b. Important community meetings
 - c. Leadership Weakley County meetings
 - d. WestStar meetings
 - e. Other community events requested by club membership no later than two weeks after the event in writing and approved by the Board of Directors.
5. Members are responsible for emailing a completed Request for Make-Up form to the Secretary within two weeks of the requested event. Completed forms will be evaluated by the Board of Directors with notification of their decision communicated to applying member.

Amendment 2: Listing of subcommittees for Standing Committees: The following list of subcommittees was approved by the Martin Rotary Club on August 7th, 2008 and supercedes Article 9 Section 4.

Section 4 – *Standing Committees:* Standing committees should be appointed as follows:

- I. **Membership Committee:** develops and implements a comprehensive plan for the recruitment and retention of members.
 - a. Subcommittees:
 - i. Rotaract
 - ii. Interact

- II. **Service Projects Committee:** Recommends revenue producing projects designed to produce funds for meeting the needs of the community as well as recommending disbursement of produced funds.
 - a. Subcommittees:
 - i. Golf Tournament,
 - ii. Ham Breakfast,
 - iii. RYLA UTM,
 - iv. Philanthropy

- III. **Club Public Relations:** Develops and implements ways and means to publicize to the community the activities, projects, and services provided by Martin Rotary Club.
 - a. Subcommittees:
 - i. Website
 - ii. Club History

- IV. **Club Administration Committee:** Provides guidance regarding the official procedures and policies for the club
 - a. Subcommittees:
 - i. Audit
 - ii. Four Way Test
 - iii. Scholarship

- V. **The Rotary Foundation:** develops and implements plans to support the Rotary Foundation through contributions by the Club and members.
 - a. Subcommittees:
 - i. Youth Exchange

Amendment 3 – Change in Election Procedure. The following amendment was approved by the Martin Rotary Club on December 11th, 2008 and changes the procedure for electing directors and officers each year. This change in procedure will become effective July 1, 2009. This amendment replaces Article 3 in the Martin Rotary Club By-Laws.

Article 3: Election of Directors and Officers

Section 1 – Terms of Officers: The Vice President / President Elect position is a two year commitment, with the officer serving as President of Martin Rotary Club the second year. The offices of Secretary, Treasurer, and Sergeant-at-Arms are all one year terms. An officer in a one-year term office may serve more than one term in that position if willing and elected by the club. Candidates for Vice President are strongly encouraged to serve as an officer for at least position before asking to be nominated as President Elect.

Section 2 – Election of Officers: The officers of this club are President, Vice-President / President - Elect, Secretary, Treasurer, and Sergeant-at-arms. At a regular meeting one month prior to the Annual Meeting (December of every year), the presiding officer shall allow nominations to be brought in writing before the board of directors meeting immediately

prior to the Annual Meeting for consideration for the offices of Vice President / President Elect, Secretary, Treasurer, and Sergeant-at-Arms. All nominated members should be in good standing with the club. The Board of Directors will deliberate and vote on an officer slate for the coming year to recommend to the general membership for vote during the Annual Meeting in December of every year.

Section 3 – Election of Directors: The incoming board of directors will be approved by the existing board and will be ratified by the membership on during the Annual Meeting in December and will be installed during the first meeting of the new club year along with the incoming officer corps.

Section 4 – The officers and directors together with the immediate past president shall constitute the board.

Section 5 – A vacancy in the board or any office shall be filled by action of the remaining directors. If an officer must resign a position, the Board will appoint a club member to fill that post for the remainder of the club year and a permanent replacement will be elected during the Annual Meeting. If the vacancy is the office of Vice President / President-Elect, the board will nominate a replacement who has agreed to serve as President the following year. This will be brought before the club in a special called business meeting for vote. As soon as voted on, the newly elected President-Elect or the existing Secretary will notify District 6760 on the change and make sure that the new President-Elect is registered for all training programs available to prepare for the next year.

Amendment 4 – Changing officer name of Vice President to Vice President / President Elect. The following amendment was approved by the Martin Rotary Club on December 11, 2008 and changes the name of the Vice President office in Article 4 Section 2 to Vice President / President Elect in accordance with the changes to Article 3 – Election of Directors and Officers. This change has been noted within the body of the Martin Rotary Bylaws in the said location.