

# Bylaws of the Rotary Club of Tustin-Santa Ana

Revised September 2017

## 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 1 July.

## Article 2 Board

The governing body of this club shall be the board consisting of 14 members, namely, 8 directors elected in accordance with article 3, section 1 of these bylaws, and 6 officers, namely the president, vice president, president-elect, (or president-nominee, if no successor has been elected), 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-nominee, secretary, treasurer and those directors whose terms are expiring. The nominations may be presented by a nominating committee or by members from the floor, by either or by both as a club may determine. If it is determined to have a nominating committee, such committee will be chaired by the president-elect\*, and other committee members shall be appointed as the club may determine. The nominations duly made shall be placed on a ballot in alphabetical order and shall be voted for at the annual meeting. Club members may also cast their ballot on line the week prior to elections. All online votes must be in by 4:00 pm of the day preceding the annual meeting of the Club. All nominees shall be published in the Club publication at one time in advance of the election. Candidate nominees will be a part of the program and address the Club at least one week prior to elections.

The candidate for president-nominee must be a Club member for no less than one year and must attend PETS. The candidates for officers and directors receiving a majority of votes shall be declared elected. Directors shall be elected for a two year term.

**Section 2** —The candidate for president-nominee elected in such balloting shall assume the office immediately and serve as president-elect for the year commencing on the first day of July next following the election, and shall assume office as president on the first day of July immediately following that year.

**Section 3** - A vacancy in the board of any office shall be filled by action of the remaining directors.

## **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 that ordinarily pertain to the office of president.

**Section 2 – Vice President** It shall be the duty of the vice president to serve as a director and perform such duties as prescribed by the president and the board.

**Section 3 - President-Elect.** It shall be the duty of the president-elect to serve as a director, chair the club's major fundraiser, preside at meetings of the club and the board in the absence of the president, and to perform such other duties as may be prescribed by the President of the Board.

**Section 4 – Secretary.** It shall be the duty of the Secretary, in the absence of a paid executive secretary, to keep the 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 and District 5320, including the semiannual reports of membership on 1 January<sup>1<sup>st</sup></sup> and 1 July<sup>1<sup>st</sup></sup> of each year, report changes in membership; provide the monthly attendance report which shall be made to the District Office within 15 days of the last meeting of the month; collect and remit to RI subscriptions to the “Rotarian” magazine; and perform such other duties usually pertaining to his or her office. Upon retirement from office, the secretary shall turn over to the incoming secretary or to the president all minutes of meetings, books, records or any other club property.

**Section 5 – Treasurer.** It shall be the duty of the treasurer to have custody of all funds, accounting for these funds to the club monthly to the board, and at any other time upon demand by the board, and to perform such other duties as it pertains to his or her office. Upon retirement from office, the treasurer shall turn over to the incoming treasurer or to the president all funds, books of accounts, records or any other club property.

**Section 6 – Immediate past-president** It shall be the duty of the immediate past president to serve as a director and perform such duties as prescribed by the president and the board.

## **Article 5 Meetings**

**Section 1 – Annual Meeting.** An annual meeting of this club shall be held in November in each year, at which time the election of officers and directors to serve for the ensuing year shall take place.

**Section 2 – Weekly Meeting.** Regular weekly meetings of this club shall be held on Thursday. Due notice of any changes in or canceling of the regular meeting shall be given to all members of the club.

**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 at the convenience of that board. The meeting times and days will be decided annually, but must be held once a month. Special meetings of the board may 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 Board shall constitute a quorum of the board.

## **Article 6 Fees and Dues**

**Section 1.** The membership admission fee shall be set by the board and is to be paid before the applicant can qualify as a member.

**Section 2.** The membership dues shall be decided by the board annually, with the understanding that a portion of each payment shall be applied to each member's District & RI dues, fees, and subscription to the official RI and District publications.

## **Article 7 Method of Voting**

The business of this club shall be transacted by voice vote except the election of officers and directors, which shall be by ballot. Members may cast their votes for officers and directors online the week prior to the meeting at which the vote will take place. Such online votes must be submitted to the chair of the nominating committee no later than 4:00 pm of the day prior to the election meeting. The board may determine that a specific resolution be considered by ballot rather than by voice vote.

## **Article 8 Five Avenues of Service**

The five Avenues of Service are the philosophical and practical framework for the work of this Rotary Club. They are Club Service, Community Service, International Service, Vocational Service and New Generations Service. New Generations Service includes RYLA, Rotaract, Interact and Rotary Youth Exchange. This club will be active in each of the five Avenues of Service.

## **Article 9 Committees**

Club committees are charged with carrying out the annual and long-range goals of the club based on six committees, five of which are based on the Avenues of Service (Club, New Generations and Vocational). The president-elect, president and immediate past president should work together to ensure continuity of leadership and succession planning. When feasible, committee members should be appointed to the same committee for two 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 should be appointed as follows:

- Membership  
This committee shall develop and implement a comprehensive plan for the recruitment and retention of members.
- Club Public Relations  
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  
This committee should conduct activities associated with the effective operation of the club.
- Service Project  
This committee shall develop and implement education, humanitarian and vocational projects that address the needs of its community and communities in other countries.
- Club Training  
The club trainer should work with the club's board and committees, our assistant governor, the district training committee, and the district governor for support and ideas.

The training plan for the club should ensure that ○

Club leaders attend district training meetings;

- Orientation is consistent and regularly provided to new members; ○
- Ongoing educational opportunities are available for current members; and ○
- A leadership skills development program is available for all members
- The Rotary Foundation  
This committee shall develop and implement plans to support The Rotary Foundation through both financial contributions and program participation.

Additional ad hoc committees may be appointed as needed.

- (a) The president shall be ex officio a member of all committees and, as such, shall have all the privileges of membership thereon.
- (b) 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 and approved by the board.
- (c) Each chair shall be responsible for regular meetings and activities of the committee, shall supervise and cooperate the work of the committee and shall report to the board on all committee activities.

## **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 make reference to appropriate RI materials. The service project committee will consider vocational service, community service, new generations 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 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.

## **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.

*(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 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 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. The budget shall be broken into two separate parts: one related to club operations and one related to charitable/service operations.
- Section 2** The treasurer shall deposit all club funds in a bank, selected by the board. The club funds shall be divided into two separate parts: club operations and service projects.
- Section 3** All bills paid by the treasurer or other authorized officer shall have prior approval from two other officers or directors.
- 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 be from 1 July to 30 June, and for the collection of members' dues shall be divided into four (4) quarterly periods – July, October, January and April. 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** – 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 by the former club or by an active member of the club. The proposal shall be kept confidential except as otherwise provided in this procedure.
- Section 2** – The board shall request the classifications committee to consider and report to the board on the eligibility of the proposed member from the standpoint of classification, and shall request the membership committee to investigate and report to the board on the eligibility of the proposed member from the standpoint of character, business and social standing, and general eligibility.
- Section 3** – The board shall approve or disapprove the proposal and shall then 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, following which the prospective member shall be requested to complete and submit an application for membership and to give permission for his/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 of the club within 10 days following publication of the name of the prospective member, that person, upon payment of the admission fee, as prescribed in these bylaws, shall be considered to be elected to membership.
- If any 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 prescribed admission fee, shall be considered to be elected to the membership.
- Section 6** – Following the election, the president shall arrange for the new member's induction. The club secretary shall prepare a *New Member Packet* and report the new member information to RI and the District Office. 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 member shall be formally inducted by his/her sponsor as a new member at a regular meeting of the Club.

**Section 8** – The club may elect, in accordance with the standard Rotary club constitution, honorary members proposed by the board. Persons who have distinguished themselves by meritorious service in the furtherance of Rotary ideals may be proposed for honorary membership by the board and voted by the club.

Honorary membership shall automatically terminate on June 30 following the date of election. However, on an annual basis, the board may extend an honorary membership for an additional year.

Honorary members shall be exempt from the payment of admission fees and dues, shall have no vote and shall not be eligible to hold any office in the club. Such members shall not hold classifications, but shall be entitled to attend all meetings and enjoy all the other privileges of this club. An honorary member shall not identify himself/herself as a Rotarian but as an “Honorary Member” and shall not wear the Rotary pin or any Rotary emblems and/or insignias reserved for active members.

## **Article 14 Resolutions**

The club shall not consider any resolution or motion to commit the club on any matter until the board has first considered it. Such resolutions or motions, if offered at a club meeting, shall be referred to the board without discussions.

## **Article 15 Order of Business**

The order of business shall be decided by the current President but shall include:

- Call to order
- Flag salute
- Invocation
- 4 way test
- Introduction of visitors
- Greeting
- Fine Master
- Program

## **Article 16 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 emailed 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 compliance with the standard Rotary club constitution and with the constitution and bylaws of RI.