

**Bylaws of the  
Rotary Club of St. Clair, Michigan**

(As amended by the membership December 14, 2009)

**Article I      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-elect-vice-president, secretary, treasurer, sergeant-at-arms, and one members of the board of directors. The nominations may be presented by a nominating committee, by members from the floor, or by both as the club may determine. If it is determined to have a nominating committee, such committee shall be appointed as the club may determine. The nominations duly made shall be placed on a ballot in alphabetical order under each office and shall be voted for at the annual meeting. The candidates for president-elect-vice-president, secretary, treasurer and sergeant-at-arms receiving a majority of the votes shall be declared elected to their respective offices for the next fiscal year. The candidate for director receiving a majority of the votes shall be declared elected for a two year period to the board of directors. All the officers and the director elected in such balloting shall serve as member of the board for the year commencing on the first day of July next following the election. The president-elect elected in such balloting shall assume office as president on the first day of July immediately following the year of service on the board as president-elect.

**Section 2** – A vacancy in the board of directors or any office shall be filled by action of the remaining members of the board.

**Section 3** – A vacancy in the position of any officer-elect or director-elect shall be filed by action of the remaining members of the board of directors-elect.

**Article II      Board of Directors**

The governing body of this club shall be the board of directors consisting of eight (8) members of this club, namely, two (2) directors

elected in accordance with article I, section 1 of these bylaws, the president, president-elect, secretary, treasurer, sergeant-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 that ordinarily pertain to the office of president.

**Section 2 – President-elect-vice-president.** It shall be the duty of the president-elect to serve as a member of the board of directors of the club and to perform such other duties as may be prescribed by the president or the board.

**Section 3 – 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 4 – 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 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 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 not later than December 31 of each year, at which time the election of 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 Monday at 12:15 p.m., or at such other time as the board shall determine.

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 (60) percent of the time devoted to the regular meeting, either at this club or 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 at a date and time to be determined by the board. Special meetings of the board shall be called by the president, whenever deemed necessary, or upon the request of two (2) members of the board, due notice having been given.

**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 \$0.00 to be paid before the applicant can qualify as a member.

**Section 2 –** The membership dues shall be \$175.00 per annum, payable annually on the first day of July. A portion of such dues payment shall be applied to each member's subscription to THE ROTARIAN magazine.

#### **Article VI      *Method of Voting***

The business of this club shall be transacted by voice vote. Upon motion of a member, supported by four additional members, any item of business shall be conducted by roll call or ballot vote. In addition, the board may designate voting to be conducted by ballot or voice vote.

#### **Article VII      *Committees***

Club committees are charged with carrying out the annual and long-range goals of the club based on the four Avenues of Service. 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 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 should be appointed as follows:

- **Membership**  
This committee should develop and implement a comprehensive plan for the recruitment and retention of members.
- **Club Public Relations**  
This committee should 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 Projects**  
This committee should develop and implement educational, humanitarian, and vocational projects that address the needs of its community and communities in other countries.
- **The Rotary Foundation**  
This committee should 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 coordinate the work of the committee, and shall report to the board on all committee activities.

### ***Article VIII 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 service projects committee will consider the Avenues of Vocational Service, Community Service, and International Service 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 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.

### ***Article X 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.

**Section 2** – The treasurer shall deposit all club funds in a bank, named by the board.

**Section 3** – All bills shall be paid only by checks signed by the treasurer or other authorized officer.

**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. The cost of the bond shall be borne by the club.

**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 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 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 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 purpose 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 (7) days following publication of information about the prospective member, that person, upon payment of the admission fee (if required), 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 required), 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 badge and shall report the new member to RI; and the Rotary information committee shall provide appropriate literature for presentation at the induction and assign a member to assist in the assimilation of the new member.

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

### ***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***

- 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 XIV Amendments***

These bylaws may be amended at any regular meeting, a quorum being present, by two-thirds vote of all members present, provided that notice of such proposed amendment shall have been delivered 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 club constitution and with the constitution and bylaws of RI.

## **APPENDIX**

### **ST. CLAIR ROTARY CLUB RULES AND OPERATING PROCEDURES**

#### **1. Contributions from Club Treasury**

No unbudgeted contribution in excess of \$500 shall be made from the Club Treasury for any purpose unless first approved by a majority of the membership voting.

#### **2. Assessment upon Club Members**

No financial assessment of Club members shall be made, except for flowers for birthdays or funerals. Payment of dues and meals are the only financial obligations of membership of the Club.

#### **3. Selling of Tickets**

Selling of tickets for non-Rotary functions is not permitted at Club meetings, although announcements concerning the availability of tickets shall be permitted.

#### **4. Political Speeches**

Political speeches by or on behalf of any candidate for public office are not permitted. However, holders of or candidates for political office may be invited to speak on subjects within their expertise.

#### **5. Alcoholic Beverages**

Serving of alcoholic beverages just prior to or during the regular noon Club meeting is not permitted.

#### **6. Off-Color Stories**

Relating of "off-color" stories by members, speakers or guests during Club meetings is discouraged.

#### **7. Personal Appearance**

While the Club does not have a dress code for regular noon meetings, it is desirable that all members dress in good taste. Club meetings are professional business meetings at which "Business casual" is appropriate.

#### **8. Early Departure from Meetings**

Club members, who know in advance they will need to leave a Club meeting before adjournment, are encouraged to so inform the President and speaker at the beginning of the meeting.

#### **9. Credit for Attendance**

In order to receive credit for attendance, members and visiting Rotarians must be present at a regular meeting for at least sixty percent of the time devoted to the meeting.