

# BY-LAWS OF THE ROTARY CLUB OF SOUTHEAST PORTLAND

## ARTICLE I

### **Election of Directors and Officers**

1. At a regular meeting at least one month prior to the meeting for election of officers, the presiding officer shall ask for nominations by members of the club for president, vice-president, secretary, treasurer, and sergeant-at-arms.. Any such nominations shall be in addition to the slate of nominations that shall be presented by a nominating committee appointed by the president. If there are no other nominations, then in lieu of a secret ballot the slate of nominations may be elected by voice vote of the membership at the annual meeting or a regular meeting upon advance notice to members. The candidates for president, vice-president, secretary, treasurer, sergeant-at-arms, and directors, upon receiving a majority of the votes, shall be declared elected to their respective offices.
2. A vacancy in the board of directors or any office shall be filled by action of the remaining members of the board.
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 II

### **Board of Directors**

The governing body of this club shall be the board of directors consisting of members of this club, namely the president, immediate past-president, vice-president, secretary, treasurer, sergeant at arms and membership chair.

## ARTICLE III

### **Duties of Officers**

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.
2. *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 to perform such other duties as ordinarily pertain to the office.
3. *Secretary.* It shall be the duty of the secretary to keep the records of membership, to record the attendance at meetings, to send out notices of meetings of the club, board and committees, and to

record and preserve the minutes of such meetings. The secretary shall make the required reports to RI and to the District and perform such other duties as usually pertain to the office.

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. Upon his/her retirement from office, he/she shall turn over to the successor or to the president all funds, books of accounts, or any other club property in his/her possession.
5. *Sergeant-at-Arms.* The duties of the sergeant-at-arms shall be to maintain order at the regular weekly meetings of this club, to preserve the banners and other similar property of the club stored at the meeting site, and to perform such other duties as normally prescribed for the office or as may be prescribed by the president or board of directors.
6. *Membership Chair.* The duties of the membership chair shall be to ensure that the membership committee achieves the membership goals set forth by the committee and club; to plan and conduct regular committee meetings, hold members accountable for the responsibilities they have accepted, report committee activities and progress to the club president and board of directors and the full club and recognize committee members' work and efforts.

## ARTICLE IV

### Meetings

1. *Annual Meeting.* An annual meeting of this club shall be held in or before the month of December of each year, at which time the election of officers and directors to serve for the ensuing year shall take place.
2. *Weekly Meetings.* The regular weekly meetings of this club shall be held on each Monday, from 12:00 noon until 1:15 p.m. Due notice of any changes in or cancellation of the regular meeting shall be given to all members of the club. All members in good standing (excepting honorary members or members excused by the board of directors of the club), must be counted as present or absent. Attendance must be evidenced by the members 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.
3. *Membership Quorum.* One-third of the membership shall constitute a quorum at the annual and regular meetings of this club.
4. *Board Meetings.* Regular meetings of the board shall be held at least six times per year. 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 (of ten days) having been given.
5. *Board Quorum.* A majority of the board members shall constitute a quorum of the board.

## ARTICLE V

### **Membership Dues**

The membership dues shall be \$200.00 per annum, payable annually on or before the first day of July, with the understanding that the portion of that amount as may be necessary shall be applied to each member's subscription to THE ROTARIAN magazine.

## ARTICLE VI

### **Methods of Voting**

The business of this club shall be transacted by voice vote. The election of officers and directors shall be by ballot voice vote for each office having more than one candidate.

## ARTICLE VII

### **Committees**

1. General Provisions:

- (a) The president shall, subject to the approval of the board, appoint the chair of the following standing committees: Club Service; Vocational Service; Community Service; International Service.
- (b) Each standing committee shall be chaired by a member, who shall be nominated by the president, and shall have not less than two (2) other members.
- (c) The president shall, subject to the approval of the board, also appoint special committees on particular phases of club service, vocational service, community service, and international service as the president may deem necessary.
- (d) The president shall be *an ex officio* member of all committees.
- (e) 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 the board and approved by the board.
- (f) Should the president deem it necessary, he/she may appoint one or more committees dealing with various aspects of youth activities, which, depending on their respective responsibilities, may be under any, or all, of the vocational service, community service, or international service committees. Where feasible and practicable in the appointment of

such committees, there should be provision for continuity of membership, either by appointing one or more members for a second term or by appointing one or **more** members to a two-year term.

2. **Club Service Committee:**

- (a) The club service director shall be responsible for all club service activities and shall supervise and coordinate the work of all special committees appointed on particular phases of club service

3. **Special Committees:**

- The president shall, subject to the approval of the board, appoint the following special committees on particular phases of club service:

Public Relations - Club bulletin/website committee  
Family of Rotary - fellowship  
Program committee  
Fundraising committee

- 1. Where feasible and practicable in the appointment of club committees, there should be provision for continuity of membership, by appointing one or more members for a second term.

3. **Community Service Committee:**

The director in charge of the community service committee shall be responsible for all community service activities and shall supervise and coordinate the work of all committees appointed on particular phases of community service.

ARTICLE VIII

## Duties of Committees

(If you have a classification for these committees these are the guidelines)

1 **Club Service Committee:**

This committee shall devise and carry into effect plans to guide and assist the members of this club in discharging their responsibilities in matters relating to club service. The club service director committee shall be responsible for regular meetings of his/her committee and shall report to the board on all club service activities.

2 **Membership Committee:** This committee shall consider all proposals for membership from the personal side and shall thoroughly investigate the character, business, social and community standing, and general eligibility of all persons proposed for membership and shall report their decisions on all applications to the board. The committee shall also review continually the club roster of filled and unfilled classifications and shall take positive action to initiate and present to the board the names of suitable persons to fill unfilled classifications. The Membership Committee will adhere to responsibilities as laid out in the Rotary International Membership Committee guidelines.

1. This committee shall devise and carry into effect plans to give prospective members information about the privileges and responsibilities of membership in a Rotary club; to give the members, especially the new members adequate understanding of the privileges of members; to give the members information about Rotary, its history, object, scope, activities and to give the members information as to developments in the administrative operation of RI.

3 **Classification Committee:** This committee shall make an annual classification survey of the community no later than September 30 of each year. It shall compile from the survey a roster of filled and unfilled classifications, applying the Rotary classification principle; shall review, where necessary, existing classifications represented in the club; and shall counsel with the board on all classification problems.

4 **Public Relations/Club Bulletin/website Committee:** This committee shall endeavor, through the publishing of a weekly club bulletin, to stimulate interest and improve attendance, announce the program of the forthcoming meeting, relate highlights of the previous meeting, promote fellowship, contribute to the Rotary education of all members, and report news of the club, of its members and of the worldwide Rotary program.

5 **Family of Rotary – fellowship:** This committee shall promote acquaintance and friendship among the members, promote participation by members in organized Rotary recreational and social activities, and do such work in pursuance of the general object of the club as may be assigned by the president or the board. It shall arrange for greeters for each meeting.

6. **Program Committee:** This committee shall prepare and arrange the programs for the

regular and special meetings of the club.

7. **Vocational Service Committee**: This committee shall devise and carry into effect plans to guide and assist the members of this club in discharging their responsibilities in their the invocational relationships and in improving the general standards of practice in their respective vocations. The chairperson of this committee shall be responsible for the vocational service activities of the club and shall supervise and coordinate the work of any committees that may be appointed on particular phases of vocational service.
8. **Community 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 community relationships. The chairperson of this committee shall be responsible for the community service activities of the club and shall supervise and coordinate the work of any committees that may be appointed on particular phases of community service.
9. **International Service Committee**: This committee shall devise and carry into effect plans to guide and assist the members of this club in discharging their responsibilities in matters relating to international service activities of the club and shall supervise and coordinate the work of any committees that may be appointed on particular phases of international service.

## ARTICLE IX

### 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.

## ARTICLE X

### Finances

1. The treasurer shall deposit all funds of the club in some bank to be named by the board.
2. All bills shall be paid only by checks signed by the treasurer upon appropriate vouchers approved by the president or other officer. A thorough audit by a certified public accountant or other qualified person of all the club's financial transactions shall be conducted as deemed necessary by the board.
3. Officers having charge or control of funds shall give bond as may be required by the board for the safe custody of the funds of the club. The cost of each bond shall be borne by the club.
4. The fiscal year of this club shall extend from July 1st to June 30th. The payment of per capita dues

and magazine subscriptions of 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.

5. At the beginning of each fiscal year the Treasurer shall prepare and present to the Board a budget of estimated income and estimated expenditures for the year. Upon its approval by the Board, the budget shall stand as the limit of expenditures for the respective purposes unless otherwise ordered by action of the board.

## ARTICLE XI

### Electing Members

1. Active Members:

- (a) The name of a prospective member, proposed by a member of the club or by the membership committee, shall be given verbally to the board.
- (b) 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 and reputation in the community.
- (c) The board shall consider and approve or disapprove the recommendations of the classifications and membership committees and shall then notify the sponsor of the new member of its decision.
- (d) If the decision of the board is favorable, the sponsor, together with one or more members of the membership committee, shall inform the prospective member of the purposes of Rotary and of the privileges and responsibilities of membership in the club. Thereafter, the prospective member shall be requested to complete and submit an application for membership.
- (e) The application shall be read to the club at three successive meetings, each attended by the prospective member.
- (f) If no written objection to the proposal, stating reasons, is received by the board from any member of the club within ten (10) days following the first reading of the name of the prospective member, the prospective member, upon payment of his/her admission fee, shall be elected to membership. If any objection has been filed with the board, it shall consider the same at any regular or special meeting of the board and shall cast ballots on the proposed member. If not to exceed one negative votes are cast by the members of the board in attendance at such regular or special meeting, the proposed member, upon payment of the prescribed admission fee, shall be considered to be elected to membership. Following the member's election to membership as herein provided, the club secretary

shall issue a membership card to the member and shall report his/her name to the general secretary of RI.

(g) The member shall be formally introduced as a new member at a regular meeting of the club. An appropriate induction ceremony shall be conducted.

2. Senior Active, Past Service, and Honorary Members: The name of a proposed candidate for any of these three kinds of membership shall be submitted to the board of directors in writing and such proposal may be considered at any regular or special meeting of the board. If not to exceed negative votes are cast by the members of the board in attendance at the regular or special meeting, the proposed member shall be considered duly elected. However, any active member or past service member of this club who qualifies for senior active membership as set forth in the constitution of this club shall automatically become a senior active member of this club, and no application for or election to such senior active membership shall be required.

## 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, offered at a club meeting, shall be referred to the board without discussion.

## ARTICLE XIII

### **Order of Business**

- . Meeting called to order.
- . Invocation and flag salute.
- . Introduction of visiting Rotarians.
- . Introduction of Guests
- . Announcements.
- . Committee reports, if any.
- . Unfinished business.
- . New business.
- . "Brag for Bucks"
- . Program.
- . Door prize
- . Adjournment.



## ARTICLE XIV

### **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 days before such meeting. No amendment or addition to these bylaws can be made that is not in harmony with the club constitution and with the constitution and bylaws of RI.