

***Bylaws of the Rotary Club of**

West Chester, PA, Charter Number 910

**NOTE: These bylaws are intended to be in harmony with the standard Rotary club constitution and with the RI constitution, RI bylaws, and the Rotary Code of Policies. If any doubt exists, the proposed changes should be submitted to the Club Secretary, and if not resolved, to the general secretary of RI for the consideration of the Board of Directors of RI.*

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: 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 fourteen members of this club, namely, seven (7) directors elected in accordance with article 3, section 1, of these bylaws, and the president, president-elect, vice-president, secretary, treasurer, sergeant-at-arms, and the immediate past president.

Article 3 Election of Directors and Officers

Section 1 The nominating committee for the election of officers and directors at large, will consist of the three most recent available past presidents of the club. The nominating committee is responsible for soliciting candidates and proposing a slate of nominees for officers and directors at large to serve the club for the following year. The slate of officers shall include president, president-elect, vice-president, secretary, treasurer, and sergeant-at-arms. Seven directors at large, who may not serve more than four consecutive years, shall also be selected

Section 2 At a regular meeting in November, at least four weeks prior to the annual meeting, the nominating committee chair will announce committee objectives to the club, solicit nominations, and indicate that nominations will remain open for at least two weeks. The committee will develop a slate of candidates to be presented to the Club. Current Board members, committee chairs and other club members who have demonstrated strong Rotary leadership skills will be given preference. The slate of officers and directors proposed by the Nominating Committee will be announced by the Committee at a regular meeting and posted on the web page at least one week prior to the annual meeting. At the Club's Annual Meeting in December, the chair of the nominating committee will present the slate of candidates for approval. The Club may vote by voice ascent, or by ballot.

Section 3 The officers and directors at large, so elected, together with the immediate past president shall constitute the Board, consisting of fourteen members, for the following Rotary year.

Section 4 – A vacancy in the Board or any office shall be filled by action of the remaining officers and directors.

Section 5 – A vacancy in the position of any officer-elect or director-elect shall be filled by action of the remaining officers and 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 pertain to the office of president.

Section 2 – *President-elect*. It shall be the duty of the president-elect to serve as a director, to serve as chair of the Club Service Avenue, to 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 or the board.

Section 3 – *Vice-President*. It shall be the duty of the vice-president to serve as a director, to serve as chair of an avenue of service, and to perform other duties as ordinarily pertain 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, and prorated reports on 1 October and 1 April 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; and perform other duties as usually pertain to the office of secretary.

Section 5 – *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 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 6 – *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 in December 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 Thursdays at 12:10 PM. Due notice of any changes in or canceling of the regular meeting shall be given to all members of the club. All members excepting honorary members (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 the second Thursday of each month at 7:30 AM. 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 – The admission fee shall be \$40.00, to be paid before the applicant can qualify as a member.

Section 2 – The membership dues shall be \$230.00 per annum, payable July 1, or semiannually on the first day of July and of January. A portion of each members dues shall be applied to each member's subscription to the RI official magazine.

Section 3 – Annual membership dues for the President, Secretary, and Treasurer shall be waived during their terms of office.

Article 7 Method of Voting

The business of this club shall be transacted by *vocal accent* vote except the election of officers and directors, which may be by ballot or special resolution and vocal accent.

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 Avenues and Committees Organization

Section 1 The initiatives of the club are organized into four Avenues of Service. Avenues are further organized into committees. The avenues and committees are charged with organizing and carrying out the annual and long-range goals of the club. The avenues and committees of the club are listed below, but may change from year to year to meet specific Rotary plans or club needs.

Section 2 Club Service Avenue

Responsible for club service activities, and supervision and coordination of committees appointed on particular phases of club service, with special emphasis placed on the education and assimilation of new members into the service of Rotary, Club Service committees include:

- Attendance/Retention
- Budget and Audit
- Fellowship and Family
- Invocation
- Program
- Publications and Public Relations
- Rotary Votary
- Sergeant-at-Arms
- Sports
- Membership Development
- Rotary Information
- Rotary Education
- Honorary Rotarian

Section 3 Community Service Avenue

Responsible for devising and carrying forward initiatives to guide and assist members of the club in discharging their responsibilities in community relationships, the Community Service Avenue includes the following committees:

Allocations
Brighter Future
Environmental Protection
Human Development

Section 4 Vocational Service Avenue

Responsible for devising and implementing plans to guide and assist members of the club in discharging their responsibilities in their vocational relationships and in improving the general standards of practice in their respective vocations, the Vocational Service Avenue includes the following committees:

Leadership Development
Vocational Development, Education and Ethics (Four-way Test)
Career Awareness
Interact

Section 5 International Service Avenue

Responsible for devising and putting into place plans to guide and assist the members of the club in discharging their responsibilities in matters relating to international service, the International Service Avenue includes the following committees

Rotary Foundation
Gundaker
International Hospitality
World Community Service
International Projects
Youth Exchange

Section 6 Other Committees or Task Groups

The president shall, subject to the approval of the board, also appoint such committees or task groups on particular phases of Rotary service as deemed necessary.

Section 7 Avenue/Committee Memberships

- (a) The president-elect, president, and immediate past president should work together to ensure continuity of leadership and succession planning for each avenue and committee. When feasible, avenue and committee members should be appointed to the same committee for three years. The president-elect is responsible for appointing avenue and committee members to fill vacancies, appointing chairs, and conducting planning meetings prior to the start of the year in office. Where feasible, the chair should have previous experience as a member of the avenue/committee assigned.
- (b) Each avenue and committee shall consist of a chairperson, a vice-chair, and as many other members as considered necessary by the president, president-elect, and the chair.
- (c) Under normal circumstances, the president-elect shall serve as chair of the Club Service Avenue and the vice-president shall serve as chair of an avenue designated by the president and president-elect. Other avenue chairs shall generally be appointed from the membership of the Board.
- (d) The president shall be an *ex officio* member of all avenues and committees and, as such, shall have all the privileges of membership thereon.

Article 10 Duties of Committees

Section 1 Under the guidance of the avenue chair, each committee shall develop an annual plan of intended activities and initiatives to advance committee objectives. These plans/reports shall consider information included in the RI Club Committee Manual and other appropriate RI materials, the traditions and practices of the club, any special needs, and initiatives of the president-elect. Plans should be presented to the president-elect, and if appropriate the board, by the avenue chair or a designee prior to or at the beginning of the Rotary year. Committees shall not take action until a report has been made to and approved by the board or President-elect.

Section 2 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, guidance, mandates, goals and plans to club committees for their use in developing plans for intended activities and initiatives.

Section 3 Service project committees will consider vocational service, community service and international service objectives when developing plans.

Section 4 Each avenue and committee shall transact such business as is delegated to it in the bylaws, included in the annual plan, and referred to it by the avenue chair, president or the board.

Section 5 Each chair shall be responsible for regular meetings and activities of the avenue/committee, shall supervise and coordinate the work of the avenue/committee and shall report to the board via the avenue chair on committee activities.

Article 11 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. *(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 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 board shall approve all bank accounts and signatories for those accounts. Bank statements for those accounts should be sent directly to a designated officer who cannot have signatory authority for the accounts.

Section 3 – The treasurer shall arrange to have all club funds deposited in approved accounts. All bills and other expenditures shall be paid by the Treasurer or other authorized signatory only after approval by the avenue chair, or other officer, responsible for that area of activity.

Section 4 – A thorough review of all financial transactions shall be made once each year by an independent certified public accountant or other qualified person, as determined by the board.

Section 5 – The Board shall incur no debt nor make any pledge or other commitment which will extend beyond the end of the current Rotary year, except as follows:

Revocable commitments, such as early reservation of event dates

Debts, pledges or commitments which are approved by two-thirds (2/3) of the Club membership at a regular or extraordinary club meeting, after presentation of an appropriate financial plan to discharge the obligation.

Section 6 – 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 7 – The fiscal year of this club shall extend from 1 July to 30 June, and for the collection of members' dues shall be divided into two (2) semiannual periods extending from 1 July to 31 December, and from 1 January 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 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 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 standard Rotary 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 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 – 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 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 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 not honorary membership), shall be considered to be elected to membership.

Section 6 – Following the election, the Chair of the Membership Development Committee shall arrange for the new member's induction, membership card, and new member Rotary literature. In addition, the secretary will report the new member information to RI, and the Chair of the Assimilation and Education Committee will assign a member to assist with the new member's assimilation to the club as well as assist in assigning the new member to club projects or functions.

Section 7 – The club may elect, in accordance with the standard Rotary club constitution, honorary members proposed by the Honorary Rotarian Committee, and approved by the board. Under normal circumstances, only one Honorary Rotarian will be elected each Rotary Year.

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 at Weekly Club Meetings

Meeting called to order.

Invocation

Introduction of visiting Rotarians and guests.

Correspondence, announcements, and Rotary information.

Avenue/Committee reports, if any.

Any unfinished business.

Any new business.

Address/program

Adjournment.

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 provided to each member by E-mail or meeting announcement 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.

Article 17 Adoption

And now, this 8th day of February, 2007, these bylaws are hereby adopted, having been approved this day by two-thirds vote of all club members present. Any and all previously adopted bylaws are hereby rescinded in their entirety.

Annalie Korengel Lorgus, President

Patricia Kotsay, Secretary