

# Bylaws of the Rotary Club of Michigan City

~~July, 2010~~ May 2011

Amended ~~May, 2014~~ October 2018

## Article 1. Definitions

As used in these Bylaws, unless the context otherwise clearly requires, the words in these Bylaws shall have the following meanings:

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 associate or honorary member, of this club.
4. **RI:** Rotary International.
5. **Year:** The twelve-month period beginning July 1.

## Article 2. Board

The governing body of this club shall be the board consisting of:

- Fourteen (14) to ~~S~~sixteen (16) members from this club, namely, eight (8) to ten (10) directors elected in accordance with article 3, section 1 of these bylaws,
- the president,
- president-elect,
- secretary,
- treasurer,
- immediate past president, and
- Sergeant-at-Arms (non-voting appointed by the board president)

## Article 3. Election of Directors and Officers

### Section 1

At a regular meeting in October of each year, two months prior to the meeting in December each year for election of officers, the presiding president-elect shall present suggestions for a slate of officers (president-elect, secretary, and treasurer), and four (4) to five (5) directors. The members of the ~~club~~ may then suggest nominations that will then be presented to a nominating committee formed and chaired by the presiding president-elect. The nominating committee will prepare a slate of officers and directors.

At a regular meeting in November of each year, one month prior to the meeting in December each year for election of officers, the nominating committee will present the slate of officer and directors to the club to be voted for at the annual meeting in December. The candidates for officers receiving a majority of the votes shall be declared elected to their respective offices. The f o u r ( 4 ) o r five (5) candidates for director receiving a majority of the votes shall be declared elected as directors.

The candidate for president-elect in such balloting shall serve as an officer of the club 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 2**

The officers and directors, so elected, together with the immediate past president and four or five existing directors, shall constitute the new board. Within one week after their election, the new board shall meet and elect some member of the club to act as sergeant-at-arms.

## **Section 3**

A vacancy in the board or any office shall be filled by action of the remaining directors.

## **Section 4**

A vacancy in the position of any officer-elect or director-elect shall be filled by action of the new board.

# **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 preside at meetings of the club and the board in the absence of the president and to form and chair a nominating committee for officers and Board members during the month of October.

## **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, 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; 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 it 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 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 day of the first regular meeting of the Rotary club in December of each year, at which time the election of officers and directors to serve for the ensuing year shall take place.

### Section 2

*Regular Meetings.* 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. ~~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 once a month as determined by the Board of Directors from time to time. 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 officers and directors shall constitute a quorum of the board.

## Article 6. Fees and Dues

### Section 1

The admission fee shall be determined by the Board of Directors from time to time, and it is to be paid before the applicant can qualify as a member.

### Section 2

The membership dues shall be determined by the Board of Directors from time to time and shall be payable semiannually on the first day of July and of January, with the understanding that a portion of each semiannual payment shall be applied to each member's subscription to the RI official magazine.

## Article 7. Method of Voting

The business of this club shall be transacted by *viva voce* (by vocal assent) vote ~~except the election of officers and directors, which shall be by ballot~~. The board may determine that a specific resolution be considered by ballot rather than by *viva voce* vote.

## Article 8. ~~Four~~ Five Avenues of Service

The ~~four~~ five Avenues of Service are the philosophical and practical framework for the work of this Rotary club. They are:

- Club Service
- Vocational Service
- Community Service
- International Service,
- Youth Service

Formatted: Not Expanded by / Condensed by

This club will be active in each of the ~~four~~ 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 the four Avenues of Service. The president-elect, president and immediate past president shall work together to ensure continuity of leadership and succession planning. When feasible, committee members shall 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 shall 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 shall conduct activities associated with the effective operation of the club.
- **Service Projects** - This committee shall 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 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 coordinate 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 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, leave of absence may be granted excusing a member from attending the meetings of the club for a specified length of time.

## 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 in respect of club operations and one in respect of charitable/service operations.~~

### 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 bills shall be paid by the treasurer or other authorized officer only when approved by ~~two~~ one 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 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 Membership

### Section 1

General Qualifications. This club shall be composed of adult persons who demonstrate good character, integrity, and leadership; possess good reputation within their business, profession, and/or community; and are willing to serve in their community and/or around the world.

### Section 2

Kinds. This club shall have four kinds of membership, namely: active, corporate, associate and honorary.

Formatted: Font: (Default) Times New Roman, 14 pt

Formatted: Font: +Headings (Cambria), 12 pt

Formatted: Font: (Default) Times New Roman, 12 pt

Formatted: Font: +Headings (Cambria), 12 pt

Formatted: Font: +Headings (Cambria), 12 pt

Formatted: Font: (Default) Times New Roman, 12 pt

**Section 3**

Active Membership. A person possessing the qualifications set forth in article 5, section 2 of the RI constitution may be elected to active membership in this club.

Formatted: Font: +Headings (Cambria), 12 pt

Formatted: Font: +Headings (Cambria), 12 pt

Formatted: Font: (Default) Times New Roman, 12 pt

**Section 4**

Satellite Club Membership. Members of a satellite club shall also be members of the sponsor club until such time as the satellite club shall be admitted into membership of RI as a Rotary club.

Formatted: Font: +Headings (Cambria), 12 pt

Formatted: Font: (Default) Times New Roman, 12 pt

**Section 5**

Dual Membership. No person shall simultaneously hold active membership in this and another club other than a satellite of this club. No person shall simultaneously be a member and an honorary member in this club.

Formatted: Font: +Headings (Cambria), 12 pt

Formatted: Font: (Default) Times New Roman, 12 pt

**Section 6**

Corporate, Associate and Honorary Membership.

Formatted: Font: +Headings (Cambria), 12 pt

Formatted: Font: (Default) Times New Roman, 12 pt

a) Eligibility for Honorary Membership. Persons who have distinguished themselves by meritorious service in the furtherance of Rotary ideals and those persons considered friends of Rotary for their support of Rotary’s cause may be elected to honorary membership in this club. The term of such membership shall be as determined by the board. Persons may hold honorary membership in more than one club.

b) Rights and Privileges. Honorary members shall be exempt from the payment of dues, shall have no vote, and shall not be eligible to hold any office in this club . Such members shall not hold classifications, but shall be entitled to attend all meetings and enjoy all the other privileges of this club. No honorary member of this club is entitled to any rights and privileges in any other club, except for the right to visit other clubs without being the guest of a Rotarian.

c) Eligibility for Corporate Membership. An organization may be considered a Corporate Member upon approval of the Board of Directors. The Corporate entity or organization can become an eligible Corporate Member through the following approval process.

- a. Be recommended and proposed for membership by an existing Rotarian.
- b. A classification will be assigned by the membership committee.
- c. The semi-annual dues entitle the Corporation to a full club membership, one meal, and the Corporate Executive may designate one associate to attend meetings and participate in other club activities. If the Corporation wishes to designate additional associates there will be a charge added to the corporations’ dues for each addition. Should more than one person from the Corporation attend meetings the current meal charge is to be paid at the door.
- d. The Corporate Executive Designee and all additional designees will complete an application for membership.
- e. The Corporation is the member.
- f. All Corporate members are required to attend an orientation.

Formatted: Font: (Default) Times New Roman

Formatted: Font: (Default) Times New Roman

- g. Each designee will be listed under the corporate name and sign in on the attendance sheet prior to the meeting.
  - h. A badge will be provided each designee after attending at least 2 meetings or events.
  - i. Attendance will be reported under the Corporation name with only one qualifying event or makeup counted for attendance regardless of the number of attending designees.
  - j. The corporation can change the designees subject to notification to the board and submission of an application for the replacement.
  - k. One designee from the corporation can hold any office in the Rotary Club to which the designee is elected in the usual way.
  - l. Should an active member want to change their status to Corporate they can do so with approval of the board after agreeing to the Corporate Membership guidelines as stated above.
- d) Rights and Privileges. Primary Corporate members are entitled to all the rights and privileges of an Active member. Corporate Designees may attend meetings in place of the Primary Corporate member for attendance purposes.
- e) Eligibility for Associate Membership. A person may be considered an Associate member upon approval of the Board the Board of Directors pursuant to the clubs bylaws.
- f) Eligibility for Associate Membership. A person may be considered an Associate member upon approval of the Board the Board of Directors. First time prospective Rotary members may choose to become an Associate Member pursuant to, the following criteria.
- a. A prospect must be sponsored by a current regular member and attend at least 2 meetings before submitting an application.
  - b. An application is required to be completed and submitted to the club secretary.
  - c. Dues are for 6 months and may be renewed for an additional 6 month term. Dues will be billed beginning with the next billing cycle after approval.
  - d. After one year as an Associate a decision is required to convert to a Regular Member at the then current dues rate.
  - e. Lunch is paid for at the door.
  - f. A Rotary orientation is required and the applicant will be contacted by the Orientation committee for arrangements.
  - g. Following approval by the Board of Directors, the associate member will be:
    - i. Introduced to the club, presented a badge, and give a brief personal history.
    - ii. Encouraged to participate in club meetings and all club activities.
    - iii. Expected to participate in at least one service project and/or to serve on one or more committees.
    - iv. Required to attend at least 50% of regular meetings.
- g) Rights and Privileges. Associate members are considered members of the club but not members of Rotary International and as such shall have no vote, and shall not be eligible to hold any office in this club.

Formatted: Font: (Default) Times New Roman, 12 pt

Formatted: Font: (Default) Times New Roman

Formatted: Font: (Default) Times New Roman

Formatted: Font: (Default) Times New Roman, 12 pt

## Article ~~14~~3. 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 using the official application which allows publishing of the members name 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 person proposing the prospect, ~~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.~~ Repealed.

### Section 6

Following the election, the president shall arrange for the new member's induction, membership ~~card~~ badge and pin, and new member Rotary literature. In addition, the president or secretary will report the new member information to RI and 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 club may elect, in accordance with the standard Rotary club constitution, honorary members proposed by the board.

**Article 154. 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 165. Order of Business**

Meeting called to order.

Introduction of visitors.

Correspondence, announcements and Rotary

Information.

Formatted: Left, Indent: Left: 0.06", Right: 0.15"

Formatted: Indent: Left: 0.06"

Committee reports if any.

Any unfinished business.

Any new business.

Address or other program features.

Adjournment

## Article 176. 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.

### **Amendments to Bylaws**

#### **Article 5 Section 1**

~~Amended 5/11/2011 at regular club assembly meeting, adding "December of" as follows: *Annual Meeting.* An annual meeting of this club shall be held on the day of the first regular meeting of the Rotary club in December of each year, at which time the election of officers and directors to serve for the ensuing year shall take place.~~

Formatted: Left, Indent: Left: 0.06", Right: 0.15"

Formatted: Normal, Indent: Left: 0.07", Space Before: 8.65 pt

Formatted: Normal, Indent: Left: 0.07", Right: 0", Space Before: 8.65 pt, Line spacing: single