

Effective September 16, 2021
Bylaws of the Rotary Club of Westfield, IN
Club # 81381

Article 1. Definitions

Board:	The President, President-Elect, Club Administrator, Secretary, Treasurer, Sgt. at Arms; each being a Board member.
Director:	An elected member of this Club's Board of Directors.
Member:	A member Board of Directors of this Club.
Officer:	President, other than an honorary member, of this Club.
RI:	Rotary International.
Year:	The twelve-month period that begins on 1 July and ending on 30 June.
Club:	The Rotary Club of Westfield, IN
Honorary Member:	An individual, having been approved for membership by the Board, who has been recognized for his/her service contributions to the community or internationally, and who is not a dues-paying member.

Article 2. Board

The governing body of this club shall be the board consisting of eleven (11) members of this Club, namely, the President, the Immediate Past President, President-elect (or President-nominee, if no successor has been elected), Club Administrator, Secretary, Treasurer, and the Sergeant-at-Arms. At the discretion of the Board, up to four Directors can be elected in accordance with article 3, section 1 of these bylaws. All Board members are voting members.

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, vice-president, secretary, treasurer, and four directors. 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 use 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, Club Administrator, Secretary, and Treasurer, and Sergeant-at-Arms receiving a majority of the votes shall be declared elected to their respective offices. The four candidates for Director receiving a majority of the votes shall be declared elected as voting directors/advisors commencing with the first Board meeting following the election. The candidate for President elected in such balloting shall be the president-nominee. The president-nominee shall take the title of president-elect on the first day of July following the election and shall serve as an officer during that year. On 1 July immediately following that year, the president-elect shall assume office as president.

Section 2 – The Officers and Directors shall constitute the Board.

Section 3 – A vacancy in the Board or any office shall be filled by action of the Board.

Section 4 – A vacancy in the position of any officer-elect or director-elect shall be filled by action of the Board.

Section 5 – Terms of Officers:

President – One Year
Immediate Past President – One Year
President-Elect – One Year
Club Administrator – Three Years
Treasurer – One Year
Secretary – One Year
Sgt. at Arms – One Year
Director Alternating -- 2 Years

Article 4. Duties of Officers

Section 1 – *President*. It shall be the duty of the President to be the Presiding Officer of the Club, presiding at meetings of the Club and the Board, and to perform other duties as ordinarily pertain to the office of President. The President, or Designee, will be responsible for sending out notices of Club and Board meetings. The President along with the Club Administrator will be responsible for overseeing the Committee Chairs. In addition, the President will be responsible for ensuring that all required RI and District reports are filed in a timely manner.

Section 2 – *Immediate Past President*. It shall be the duty of the Immediate Past President to serve as a Director and to perform such other duties as may be prescribed by the President or the Board.

Section 3 – *President-elect*. It shall be the duty of the President-elect to serve as an Officer and a Director, and 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. The President Elect will oversee the International Service Project. The President Elect will meet with the Administrative Committee to plan goals for the next year. It shall also be the requirement of the President-Elect to attend the District PETS Training.

Section 4 – *Club Administrator*. It shall be the duty of the Club Administrator to serve as an Officer and a Director; Club Administrator (Admin) to interact and support all Club Committee Chairs. The Club Administrator and the Board of Directors member under the guidelines of the President will execute the plan/goals for the year. The Club Admin will establish the Administrative Committee made of the President, Club Secretary and Club Treasurer. This committee will meet with President Elect to create an action plan/goals for the upcoming year. The Club Admin will serve as a support person responsible for setting up club banners and flags if the Sargent of Arms is not in attendance the meeting. The Club Admin shall order supplies for the Club (name badges, membership

packets, decals and tickets). They will have knowledge of where Bridgewater stores Club flags, banners, bell and name badges, they shall maintain copy of combination lock to Brat Trailer and Health Department Rules for the Brat Booth. Supply yearly Health Department Rules to chairperson of Brat Booth. The Club Admin shall encourage members to attend District Meetings and Training. They will promote club fellowship and two-yearly club socials. The Club Admin will maintain copy of Club Bylaws and Constitution. They will maintain and distribute 501(c)(6) Tax Exempt Forms. The Club Admin will serve a three-year term. In the third year they will train the incoming administrator.

Section 5 – Secretary. It shall be the duty of the Secretary to serve as a Director, and to keep membership records; record attendance at meetings; record and preserve in the DaCdb, the minutes of Club and Board meetings; report as required to RI, including the semiannual reports (SAR) of membership on 1 January and 1 July of each year. The SAR shall include the following data provided by the Club Treasurer: per capita dues for all members and pro-rated 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. Secretary will serve on the Administrative Committee and help prepare action plan/goals for upcoming year. In addition, the Secretary will assist all club committee chairs as needed.

Section 6 – Treasurer. It shall be the duty of the Treasurer to serve as an Officer and Director, to have custody of all funds, accounting for all funds to the Club at any time upon request by the Board, and during a formal annual financial review; and to perform other duties as pertains to the office of Treasurer, and to provide to the Secretary in a timely manner, all RI and District required reports. Upon retirement from office, the Treasurer shall be responsible to train the incoming Treasurer beginning with the March Board Meeting and to turn over to the incoming Treasurer or to the President, all funds, books of accounts, or any other Club property that pertains to the club's treasury. The Treasurer will serve on the Administrative Committee and help prepare action plan/goals for the upcoming year.

Section 7 – Sergeant-at-Arms. The duties of the Sergeant-at-Arms shall be to serve as a Director, to maintain order at regular Club meetings, to set up flags, banners, the Bell and assist with audio/video equipment if need, conduct Happy Bucks collection, conduct the 50/50 drawing, assist with the election proceedings, and such other duties as are usually prescribed for such office and other duties as may be prescribed by the President or the Board.

Section 8 – Director The duties of a Director shall be to attend and actively participate at all Board meetings, and to oversee the function of a Club committee.

Section 9 – Officer. The following positions shall be Officers of the Club: President, President-elect, Club Administrator and Treasurer, Secretary and Sgt. at Arms.

Article 5. Meetings

Section 1 – Annual Meeting. An annual meeting of this Club shall be held on the second Tuesday of December in 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 Tuesday at 7:30 AM, unless alternative arrangements are made for a different time and/or location. Due notice of any changes in, or cancelation of, the regular meeting shall be given to all members of the Club in a timely manner. All members excepting an honorary member (or member excused pursuant to 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 shall 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 9, sections 1 and 2. Make-ups must be reported to the Secretary within two weeks of the missed meeting.

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 each month. 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 all Directors shall constitute a quorum of the Board.

Article 6. Fees and Dues

Section 1 – No admission fee shall be charged to new member applicants except as provided for in the standard Rotary Club Constitution, Article 11.

Section 2 – The membership dues and Rotary Foundation contributions shall be payable semi-annually on the first day of July and January with the understanding that a portion of each semi-annual payment shall be applied to the member's subscription to the RI official magazine, the Rotarian. All members will receive an invoice for each pay period. Payment is due upon receipt of the invoice.

Section 3 – See Exhibit 1 for the current club dues listing.

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 written ballot. 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, Vocational Service, Community Service, International Service, and New Generations Service. This club will be active in each of the Avenues of Service.

Article 9. Committees

Club committees are charged with carrying out the annual and long-range strategic goals of the Club. The President-elect, President, Immediate Past President, and Club Administrator 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 should develop and implement a comprehensive plan for the recruitment and retention of members.

Public Image: 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.

Administration: This committee includes the Secretary and Treasurer and should work with the Club Admin in planning and executing the action plan and goals of the club and formulating the plan for the upcoming year in conjunction with the President Elect.

Service Projects (Community and International): This committee should develop and implement educational, humanitarian, and vocational projects that address the needs of the local 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.

Programs: This committee shall recruit speakers and plan alternative meetings and other special events.

Fundraising: This committee shall develop and implement programs and other fund-raising events.

a) The President shall be an *ex officio* 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-Elect for his or her year. In declaring the duties of each, the President-Elect shall reference appropriate RI materials and the Avenues of 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 11. Membership and Leave of Absence

Section 1. Active membership – Active members are expected to make timely payment of club dues and to participate in a minimum number of club activities each club year. Club activities consist of participating at club service projects (i.e. serving at Open Doors, driving for Meals on Wheels, working the Brat Booth at Cool Creek Concerts, driving the Park Street Shuttle, etc.). The minimum number of activities shall be 6.

Section 2. 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. During the leave, to remain in good standing with the Club, the member will be required to keep his/her dues current, and is encouraged to continue to make a semi-annual donation to the Rotary Foundation. Whenever possible members are encouraged to participate in service projects and/or special events. Leave of Absence members will be reviewed annually by the Board. A Board member requiring a Leave of Absence shall forfeit the remainder of the term to which they were elected. A special election will be held to fill the remainder of their term. *(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 the Standard Rotary Club Constitution is not computed in the attendance record of the club.)*

Section 3. Honorary Membership - As stated in Article 1, an individual who is unable to serve as an active member, who has been approved for membership by the Board, and who has been recognized for his/her service contributions to the community or internationally, may be granted honorary membership. This type of member shall not be required to pay dues.

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 an account or accounts in a financial institution, as directed 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.

Section 4 – A thorough audit of all financial transactions shall be made by a qualified person, once each year.

Section 5 – 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 July 1 and January 1 of each year on the basis of the membership of the Club on those dates.

Article 13. Dissolution

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all assets of the Corporation for one or more of the exempt purposes within the meaning of Section 501(c)(6), consistent with the purposes of the Corporation, or to such person or persons organized and operated exclusively for charitable, educational, religious, or scientific purposes that shall at the time qualify as an exempt organization or organizations under Section 501(c)(6). Any such assets not so transferred by the Board of Directors shall be disposed of by the Circuit Court of the County in which the registered office of the Corporation is located, exclusively for such tax-exempt purposes or to such tax-exempt organization as the Court shall determine. No Director or Officer of the Corporation, or any private individual, shall be entitled to share in the distribution of any of the assets of the Corporation on dissolution of the Corporation.

Article 14. 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 (via the application form), through the Membership Chair. A transferring or former member of another Club may be proposed to active membership by the former Club.

Section 2 – The Board shall ensure that the proposal meets all the 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, 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, shall be considered to be elected to membership.

Section 6 – Following approval of the prospective member, the Membership Chair shall arrange for the new member's induction, Rotary Pin and Membership Badge, membership card, and new member Rotary literature. In addition, the President or Secretary will report the new member information to RI and the President, acting on the advice of the Membership Chair, will assign a member (Mentor) to assist with the new member's assimilation to the Club, *as well as assign the new member to a Club Committee, project or function.*

Section 7 – The Club may elect, in accordance with the standard Rotary Club constitution, honorary members proposed by the Board.

Article 15. 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.

Article 16. Order of Business – Regular weekly meeting.

Meeting called to order. Invocation. Pledge of Allegiance. Reciting of Four Way Test. Introduction of visitors. Correspondence, Happy Bucks, 50/50 Raffle, Announcements, and Rotary information. Committee reports if any. Any unfinished business. Any new business. Speaker/Presenter or other program features. Adjournment.

Article 17. 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 e-mailed or otherwise distributed 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.

Exhibit 1 – Current Club Dues Listing

Due Date:	January 1 st	July 1 st	Yearly
• Regular Full Membership:	\$105.00	\$105.00	\$210.00
Bridgewater Breakfast Mandatory	<u>\$150.00</u>	<u>\$150.00</u>	<u>\$300.00</u>
Total Mandatory Dues	\$255.00	\$255.00	\$510.00
• Suggested Rotary Foundation Contribution:	\$ 50.00*	\$ 50.00*	\$100.00*
• Leave Of Absence:	\$110.00	\$110.00	\$220.00
• Spousal Joint Membership:	\$105.00	\$105.00	\$210.00
Bridgewater Breakfast Mandatory	<u>\$100.00</u>	<u>\$100.00</u>	<u>\$200.00</u>
Total Mandatory Dues	\$205.00	\$205.00	\$410.00
• Young Executive Membership up to age 35:	\$ 75.00	\$ 75.00	\$150.00
Bridgewater Breakfast Mandatory	<u>\$150.00</u>	<u>\$150.00</u>	<u>\$300.00</u>
Total Mandatory Dues	\$225.00	\$225.00	\$450.00
• New Member dues will be prorated based on the month they are inducted into the membership. For example: an inductee who becomes an active member in March will pay prorated dues for March, April, May, and June rounded up to the nearest dollar. The amount invoiced is \$170.00.			

***Rotary Foundation Contributions while voluntary are considered to be an essential part of being a Rotarian. We are challenged to donate \$100.00 per member per year in order to achieve our EREY Club goal of "EVERY ROTARIAN EVERY YEAR".**