

# **PLATTSBURGH SUNRISE ROTARY**

## Board of Directors December Meeting

### Wednesday, November 30, 2016

#### **Call to Order**

#### **Minutes of the Previous Meeting**

#### **Treasurer's Report**

#### **Attendance Report**

#### **Membership Report**

#### **Action Items**

- Request for Leave
- New Member
- Committee Structure
- By-laws and Constitution

#### **Discussion**

- Local Community Project
- Meeting Location
- Strategic Planning Process - Update

#### **Adjournment**

# Sunrise Rotary Club of Plattsburgh, NY Inc.

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## Board Meeting – November 3, 2016

### Minutes

**Present:** Joanne D., Doug K., Kerry T., Roger B., Jack B., Libby H., Allison H.

#### **Meeting:**

President Joanne Dahlen called the meeting to order at 7:37. She also reminded board members that the next board meeting has been rescheduled to Wednesday, November 30<sup>th</sup>.

#### **Secretary's Minutes:**

- Motion to accept the Sept. minutes made by Jack Brown, seconded by Allison Hulbert-Bruce and approved by the board.

#### **Treasurers Report:**

- Treasurer Jessica Sears was unable to attend the meeting because she was out-of-town. She did submit a treasurer's report for Oct. 2016.
- President Joanne D. reported that the club received a check from the City of Plattsburgh for our Mayor's Cup participation in the amount of \$17,550 — more than she had anticipated and budgeted for. She also noted that revenues from Mayor's Cup T-shirt sales was higher than anticipated despite a lack of sales on Saturday due to the bad weather.
- Doug Kashorak reported he received an invoice for the Youth Exchange background checks. He has inquired why one member's background check cost significantly more than all the others. He hasn't yet received an answer to his inquiry.
- Motion to accept the Oct. Treasurer's report made by Jack Brown, seconded by Doug Kashorak and approved by the board.

#### **Attendance:**

- Roger Black reported Oct. attendance/participation was 65%, consistent with previous months.
- Roger B. also suggested that the board will need to discuss at some point how to deal with members who have very low attendance/participation. Joanne D. agreed but before doing so the board needs to revise and clarify our bylaws and others matters related to attendance/participation. She also mentioned creating a process of sending friendly emails to absent members reminding them of how to makeup meeting absences.
- Motion to accept the Attendance report made by Libby Hyatt ,seconded by Jack Brown and approved by the board.

#### **Membership:**

- Jim Snook was unable to attend the board meeting (sickness), no membership report was submitted

# Sunrise Rotary Club of Plattsburgh, NY Inc.

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## Board Discussion:

- **Strategic Planning Process:** Joanne Dahlen provided board members with a summary of the progress made on updating the club's Strategic Planning Process. The summary was submitted by Victoria Zinser Duley and included a list of next steps.
- **Committee Structure:** Joanne D. submitted a draft of proposed committees:
  - **Membership** — The current committee is headed by Jim Snook but a suggestion from the committee is that we consider making all club membership members of the Membership committee and we initiate a rotating chair for terms to be decided.
  - **Finance** — Currently chaired by Mark Hamilton
  - **Marketing & PR** — With Libby Hyatt as chair
  - **Club Administration** — This would be a new committee formed at the suggestion of R.I.. Roger Black has volunteered to be chair.
  - **Radio Days** — Currently chaired by Laurie Marvin.
  - **Winter Carnival** — Currently co-chaired by Allison Hulbert-Bruce and Joan Sterling.
  - **Mayor's Cup** — Currently co-chaired by Richard Jarrette, Joanne Dahlen and Kjell Dahlen.
  - **Literacy Challenge** — Currently chaired by Rebecca King.
  - **Youth Programs** — Currently co-chaired by Doug Kashorak, Kerry Taylor and Kathy Duley.
  - **Rotary Foundation** — This would be a new committee formed at the suggestion of R.I. and chaired by Tom LaBombard.
  - **International Service** — This would be a new committee based largely on the existing World Service committee. Kathy Eppler would chair.
  - **Honey Project** — Chaired by Tom Defayette.
  - **Festival of Trees** — Chaired by Allison Hulbert-Bruce.
  - **Fellowship Events** — To incorporate Libby Hyatt's proposed effort to create and propagate a long-term calendar of club fellowship events.

## Discussion:

There was a great deal of discussion exploring how to incorporate the proposed committees into the overall committee structure of the club.

Roger Black suggested that some of the proposed committees could become sub-committees under the umbrella of committees meeting the overall strategic priorities of the Sunrise Club including International and Community Service and Promoting Member Participation.

Roger Black also suggested a committee structure should guide new members to participate on committees involving community service and fund-raising.

The Club Administration committee would better ensure club continuity by being responsible for outlining individual committee responsibilities as well as stating how and when each committee would meet.

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The Youth Programs Committee should encourage more membership support of Youth Exchange, RYLA and other club youth programs. These programs should not fall on the shoulders of a single member.

The Honey Project and Festival of Trees probably should not be separate committees. They could be sub-committees of the proposed Fellowship Events committee or a Community Service committee.

Joanne D. commented that “There is a dotted line between Marketing and Membership” to illustrate how many different committees have responsibilities that are closely related.

Libby Hyatt said having a long term calendar of all club events would help with scheduling future events.

Jack Brown suggested that the Fellowship Events committee should make a list of all previous events in which the club has participated.

- **Meeting Location:** Joanne D. suggested that the board begin exploring options for a different meeting venue in order to be better prepared in the event that the club finds itself unable to continue meeting in our present location. She stated that if we move “We should do it on our own terms, not because we suddenly have to find a different place to meet.”

## **Discussion:**

At the request of President Joanne D., Libby Hyatt reported on her findings regarding the Adirondack Room’s availability and viability as a breakfast meeting location. Libby H. said using the Adirondack Room would require that we move our meeting day to Wednesday and that in order to have a meal price comparable to the current price, we would need to offer a single meal choice.

The down side of changing the meeting day to Wednesday is that it would limit the opportunity of makeups for Noon Club members.

The board agreed to explore additional location options, in particular the Holiday Inn.

Joanne D. stated, “I do feel we have to move,” because of complaints she has received from club members about the current venue’s meals and because she would prefer the club’s meeting site offer a better ambiance.

- **Local Community Project:** Joanne D. reported to the board on discussions she has had with the City of Plattsburgh about plans the city and other groups have to enhance the Saranac River Trail system with new infrastructure, bridges in particular, and new locations along the trail for “learning centers” to appeal to youth.

## **Discussion:**

Joanne D. sees this as an opportunity for the Sunrise Club to support a major new project in Plattsburgh that will have great visibility and will continue to grow in time.

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Our commitment would definitely be a financial one and probably a substantial one but our financial support would be a great help in attracting a grant for the project.

Joanne emphasized that “We would need naming rights.”

Doug Kashorak agreed to attend future discussions on the proposed project.

Jack Brown raised the question of possible vandalism of the learning centers.

- **By-laws and Constitution:** President Joanne D. brought up that R.I. has released new recommended by-laws and constitution documents for clubs to customize for their own use. She suggested that once we have completed our Strategic Plan and new committee structure, we should look at adopting these.

Roger Black volunteered to serve on whatever group is formed to study the new documents.

# Plattsburgh Sunrise Rotary Treasurer's Report

## November 29, 2016

### Assets

Cash on Hand	\$	-
Checking Account - GFNB **	\$	43,014.41
Savings Account - Community Bank*	\$	26,791.61
<b>Total Checking &amp; Savings</b>	<b>\$</b>	<b>69,806.02</b>

### Fixed Assets

Projector/Screen/Stand	\$	500.00
<b>Total Assets</b>	<b>\$</b>	<b>70,306.02</b>

### Liabilities

50/50 Raffle 11/29/16	\$	21.00
Foodshelf	\$	363.00
Rotary Foundation - Member Donations	\$	300.00
Paul Harris Fellow Award - Community Member	\$	1,000.00
<b>Total Liabilities</b>	<b>\$</b>	<b>1,684.00</b>

\*Community Bank includes \$3000 for the Pavilion Project

# Plattsburgh Sunrise Rotary Treasurer's Report

## November 29, 2016

### Expenses since October 31, 2016 Report

<b>Rotary District 7170 - Background Checks</b>	\$	<b>194.50</b>
<b>Security Innovations - Background Checks</b>	\$	<b>45.00</b>
<b>Pipsqueaks Party Time - Winter Carnival Deposit</b>	\$	<b>122.50</b>
<b>Allison Hulbert Bruce - Festival of Trees</b>	\$	<b>145.68</b>
<b>Adirondack Pennysaver - Polio Plus Raffle</b>	\$	<b>86.77</b>
<b>Randy Giltz - 50/50 Winner</b>	\$	<b>295.00</b>
<b>Samaritans Purse - International Svc Donations</b>	\$	<b>182.00</b>
<b>Rotary Club of Westmount - Int'l Svc Joint Project Kenya</b>	\$	<b>1,000.00</b>
<b>CanAdirondack Engineers - Donation</b>	\$	<b>500.00</b>

### Annual Membership Dues

<b>Members Billed</b>	<b>48</b>
<b>Members Paid</b>	<b>43</b>
<b>% Collected thru 11-29-2016</b>	<b>90%</b>

**SUNRISE ROTARY**  
**Budget 2016-2017**

	Budget	Actual
	Jul '16 - Jun '17	Jul '16 - Jun '17
<b>Income</b>		
4000 · Member dues	\$6,000	\$5,467.50
4010 · Mayor's Cup	\$11,339	\$24,055.06
4020 · Radio Days	\$8,000	\$0.00
4038 · Honey Sales	\$4,400	\$0.00
4038 · Winter Carnival	\$0	\$0.00
4040 · 50/50 Raffle, Fines	\$2,000	\$708.00
4100 · Interest income	\$50	\$18.00
<b>Total Income</b>	<b>\$31,789</b>	<b>\$30,248.56</b>
<b>Expense</b>		
4050 · Holiday Party	\$600	\$0.00
4060 · Paul Harris Award	\$1,500	\$211.68
5000 · Charitable donations & projects	\$5,000	\$800.00
5002 · Membership Committee	\$750	\$0.00
5003 · Polio Plus	\$0	\$86.77
5004 · Literacy Challenge	\$600	\$0.00
5005 · International Service Donations	\$9,000	\$2,182.00
5006 · Winter Carnival	\$670	\$122.50
5007 · Youth Exchange	\$3,500	\$1,233.06
5009 · ARC Festival of Trees	\$200	\$145.68
5010 · Dues	\$6,000	\$4,354.72
5011 · RYLA	\$800	\$0.00
5012 · Sponsorships Community Events	\$0	\$500.00
5015 · Miscellaneous	\$1,000	\$1,321.00
5016 · Contingency	\$1,600	\$0.00
5025 · Conference expense	\$550	\$0.00
5030 · Supplies	\$500	\$65.27
5035 · Insurance	\$396	\$0.00
5040 · Postage	\$100	\$86.00
5045 · Website	\$750	\$579.40
<b>Total Expense</b>	<b>\$32,916</b>	<b>\$11,688.08</b>
<b>Net Income</b>	<b>-\$1,127</b>	<b>\$18,560.48</b>

\*Please note Fall into Pink & Polio Plus activities will be funded through their own fundraising

\*\*Operation Warm will not be funded by the club at this time

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11/29/16

Cash Basis

**SUNRISE ROTARY  
Balance Sheet  
As of November 29, 2016**

	<u>Nov 29, 16</u>
<b>ASSETS</b>	
<b>Current Assets</b>	
<b>Checking/Savings</b>	
1000 · Checking	43,014.41
1020 · Savings	26,791.61
<b>Total Checking/Savings</b>	<u>69,806.02</u>
<b>Total Current Assets</b>	<u>69,806.02</u>
<b>TOTAL ASSETS</b>	<b><u>69,806.02</u></b>
<b>LIABILITIES &amp; EQUITY</b>	
<b>Liabilities</b>	
<b>Current Liabilities</b>	
<b>Other Current Liabilities</b>	
2005 · Due to Foundation	300.00
2007 · Paul Harris Award - Community	1,000.00
2010 · 50/50 Raffle	21.00
2015 · Food Shelf	363.00
<b>Total Other Current Liabilities</b>	<u>1,684.00</u>
<b>Total Current Liabilities</b>	<u>1,684.00</u>
<b>Total Liabilities</b>	<u>1,684.00</u>
<b>Equity</b>	
32000 · Unrestricted Net Assets	49,561.54
Net Income	18,560.48
<b>Total Equity</b>	<u>68,122.02</u>
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<b><u>69,806.02</u></b>

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11/29/16

Cash Basis

**SUNRISE ROTARY**  
**Profit & Loss Prev Year Comparison**  
July 1 through November 29, 2016

	Jul 1 - Nov 29, 16	Jul 1 - Nov 29, 15
<b>Income</b>		
4000 · Member dues	5,467.50	5,815.00
4010 · Mayor's Cup		
4015 · Mayor's Cup 2015 Income	0.00	23,593.50
4016 · Mayor's Cup 2015 Expense	0.00	-6,144.37
4017 · Mayor's Cup 2016 Income	27,340.00	0.00
4018 · 2016 Mayor's Cup Expense	-3,284.94	0.00
Total 4010 · Mayor's Cup	24,055.06	17,449.13
4040 · 50/50 Raffle, Fines	708.00	741.00
4100 · Interest income	18.00	18.02
Total Income	30,248.56	24,023.15
<b>Expense</b>		
4050 · Holiday Party		
4055 · Holiday Party Revenue	0.00	-770.00
Total 4050 · Holiday Party	0.00	-770.00
4060 · Paul Harris Dinner	211.68	81.00
5000 · Charitable donations & projects	800.00	2,441.00
5003 · Polio Plus	86.77	0.00
5004 · Literacy Volunteers of America	0.00	600.00
5005 · International Service Donations	2,182.00	0.00
5006 · Winter Carnival	122.50	0.00
5007 · Youth Exchange Program	1,233.06	1,010.00
5009 · ARC Christmas Tree Project	145.68	153.32
5010 · Dues	4,354.72	3,500.85
5012 · Sponsorship - Community Events	500.00	0.00
5015 · Miscellaneous	1,321.00	0.00
5025 · Conference expense	0.00	250.00
5030 · Supplies	65.27	23.19
5040 · Postage	86.00	0.00
5045 · Website	579.40	579.40
Total Expense	11,688.08	7,868.76
<b>Net Income</b>	<b>18,560.48</b>	<b>16,154.39</b>



## Rotary Club of Plattsburgh Sunrise

**Membership Attendance**

Current Year: Jul 01, 2016 - Nov 30, 2016

Name	Notes	Meetings Attended	Meetings Missed	Makeups	Banked Makeups	YTD Attendance
<a href="#">Alterie, Yvonne</a>		14	6	0	0	70.00 %
<a href="#">Black, Roger</a>		19	1	1	6	100.00 %
<a href="#">Brown, Jack</a>	Exempted Members Aug 24, 2015	18	2	1	3	100.00 %
<a href="#">Dahlen, Joanne</a>		16	4	2	8	90.00 %
<a href="#">Dahlen, Kjell</a>	Exempted Members Aug 24, 2015	11	9	5	0	100.00 %
<a href="#">DeFayette, Tom</a>		11	9	3	0	70.00 %
<a href="#">Desnyder, Jake</a>	Exempted Members Aug 24, 2015	14	6	0	0	100.00 %
<a href="#">Duley, Kathy</a>		9	11	0	0	45.00 %
<a href="#">Duley, Victoria Zinser</a>		9	11	4	1	65.00 %
<a href="#">Eppler, Kathy</a>		15	5	1	1	80.00 %
<a href="#">Fisher, Connie</a>		16	4	1	1	85.00 %
<a href="#">Frederick, Melissa</a>		0	20	0	0	0.00 %
<a href="#">Garsow, Patrick</a>		0	20	0	0	0.00 %
<a href="#">Giltz, Randall G.</a>		17	3	0	0	85.00 %
<a href="#">Glasgow, Thomas E.</a>	Exempted Members Aug 24, 2015	19	1	0	0	100.00 %
<a href="#">Gosrich, Thomas</a>		8	12	1	0	45.00 %
<a href="#">Grindle, Bruce</a>	Exempted Members Aug 24, 2015	7	13	1	2	100.00 %
<a href="#">Hamilton, Mark</a>		13	7	1	0	70.00 %
<a href="#">Hammond, Priscilla</a>		17	3	1	1	90.00 %
<a href="#">Hulbert-Bruce, Allison</a>		14	6	4	4	90.00 %
<a href="#">Hyatt, Libby</a>		10	10	7	0	85.00 %
<a href="#">Jarrette, Rich</a>		9	11	3	2	60.00 %
<a href="#">Kashorek, Doug</a>		17	3	1	4	90.00 %
<a href="#">Kehn, Edward</a>		1	19	0	0	5.00 %
<a href="#">Kehoe, Kevin</a>		6	14	0	0	30.00 %
<a href="#">Kelly, Gerard E.</a>	Exempted Members Aug 24, 2015	19	1	0	1	100.00 %
<a href="#">Kennedy, James</a>		12	8	0	0	60.00 %

Name	Notes	Meetings Attended	Meetings Missed	Makeups	Banked Makeups	YTD Attendance
<a href="#">King, Rebecca</a>		8	12	1	0	45.00 %
<a href="#">LaBombard, Tom</a>	Exempted Members May 01, 2016	12	8	3	0	100.00 %
<a href="#">LeBlanc-Durocher, Susan</a>		17	3	2	1	95.00 %
<a href="#">Lesser, Cheryl</a>		12	8	1	0	65.00 %
<a href="#">Loreman, Thom</a>		6	14	0	0	30.00 %
<a href="#">Marino, Ron</a>	Exempted Members Aug 24, 2015	7	13	2	0	100.00 %
<a href="#">Marvin, Laurie L</a>		15	5	2	0	85.00 %
<a href="#">O'Connell, Shirley</a>		4	16	0	0	20.00 %
<a href="#">Perry, Maxine</a>		11	9	5	0	80.00 %
<a href="#">Raino, Paul</a>	Exempted Members Aug 24, 2015	11	9	5	0	100.00 %
<a href="#">Recore, Gail</a>		1	19	0	0	5.00 %
<a href="#">Russell, Pat</a>	Exempted Members Aug 24, 2015	8	12	0	1	100.00 %
<a href="#">Sears, Jessica</a>		11	9	3	1	70.00 %
<a href="#">Senecal, Michelle</a>		13	7	1	0	70.00 %
<a href="#">Snook, James</a>		16	4	3	2	95.00 %
<a href="#">Sterling, Joan</a>		5	15	1	0	30.00 %
<a href="#">Tardelli, Karen</a>		2	18	4	0	30.00 %
<a href="#">Taylor, Kerry P</a>		8	12	4	0	60.00 %
<a href="#">Volkman, Karen E.</a>		10	10	1	0	55.00 %
<a href="#">Whitbeck, PJ</a>		14	6	0	2	70.00 %
<a href="#">Woodward, Fred</a>	Exempted Members Aug 24, 2015	1	19	0	0	100.00 %
Total: 48 members		YTD official club attendance:				67.47 %



## Rotary Club of Plattsburgh Sunrise

**Club Attendance Report by Month**

Current Year: Jul 01, 2016 - Nov 30, 2016

Month	Total Members at End of Month (Incl. Honorary)	Total Members Reported (Not Incl. Honorary)	New Members	Terminated	Closed Meetings	Gain/Loss	YTD Gain/Loss	MTD %
07 16	48	48	0	0	4	0	0	69.64 %
08 16	48	48	0	0	5	0	0	66.43 %
09 16	48	48	0	0	4	0	0	68.25 %
10 16	48	48	0	0	4	0	0	67.19 %
11 16	48	48	0	0	3	0	0	65.61 %

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Report Date: Nov 29, 2016

**\*Constitution of the Rotary Club of  
Plattsburgh Sunrise**

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### **Article 1 Definitions**

As used in this constitution, unless the context otherwise clearly requires, the words in this article shall have the following meanings:

- |   |   |
|---|---|
| 1. Board:                               | The Board of Directors of this club.  |
| 2. Bylaws:                              | The bylaws of this club.  |
| 3. Director:                            | A member of this club's Board of Directors.                                   |
| 4. Member:                              | A member, other than an honorary member, of this club.                        |
| 5. RI:                                  | Rotary International.   |
| 6. Satellite club<br>(when applicable): | <u>A potential club whose members shall also be members<br/>of this club.</u> |
| 76. Year:                               | The twelve-month period which begins on 1 July.                               |

### **Article 2 Name**

The name of this organization shall be Rotary Club of Plattsburgh Sunrise

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(Member of Rotary International)

(a) The name of a satellite of this club (when applicable) shall be Rotary Satellite Club  
of  
(A satellite of Rotary Club of

### **Article 3 Purposes**

The purposes of this club are to pursue the Object of Rotary, carry out successful service projects based on the Five Avenues of Service, contribute to the advancement of Rotary by strengthening membership, support The Rotary Foundation, and develop leaders beyond the club level.

### **Article 4 Locality of the Club**

The locality of this club is as follows: Plattsburgh,  
N.Y.

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### **Article 5 Object**

The Object of Rotary is to encourage and foster the ideal of service as a basis of worthy enterprise and, in particular, to encourage and foster:

*First.* The development of acquaintance as an opportunity for service;

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\* The bylaws of Rotary International provide that each club admitted to membership in RI shall adopt this prescribed standard club constitution.

- Second.* High ethical standards in business and professions; the recognition of the worthiness of all useful occupations; and the dignifying of each Rotarian's occupation as an opportunity to serve society;
- Third.* The application of the ideal of service in each Rotarian's personal, business, and community life;
- Fourth.* The advancement of international understanding, goodwill, and peace through a world fellowship of business and professional persons united in the ideal of service.

## **Article 6 Five Avenues of Service**

Rotary's Five Avenues of Service are the philosophical and practical framework for the work of this Rotary club.

1. Club Service, the first Avenue of Service, involves action a member should take within this club to help it function successfully.
2. Vocational Service, the second Avenue of Service, has the purpose of promoting high ethical standards in businesses and professions, recognizing the worthiness of all dignified occupations, and fostering the ideal of service in the pursuit of all vocations. The role of members includes conducting themselves and their businesses in accordance with Rotary's principles and lending their vocational skills to club-developed projects in order to address the issues and needs of society.
3. Community Service, the third Avenue of Service, comprises varied efforts that members make, sometimes in conjunction with others, to improve the quality of life of those who live within this club's locality or municipality.
4. International Service, the fourth Avenue of Service, comprises those activities that members do to advance international understanding, goodwill, and peace by fostering acquaintance with people of other countries, their cultures, customs, accomplishments, aspirations, and problems, through reading and correspondence and through cooperation in all club activities and projects designed to help people in other lands.
5. Youth Service, the fifth Avenue of Service, recognizes the positive change implemented by youth and young adults through leadership development activities, involvement in community and international service projects, and exchange programs that enrich and foster world peace and cultural understanding.

## **Article 7 Exceptions to Provisions on Meetings and Attendance**

The bylaws may include rules or requirements not in accordance with article 8, section 1; article 12; and article 15, section 4, of this constitution. Such rules or requirements shall supersede the rules or requirements of these sections of this constitution; a club, however, must meet at least twice per month.

## **Article 8 Meetings**

**Section 1 — Regular Meetings.** [See article 7 for exceptions to the provisions of this section.]

- (a) *Day and Time.* This club shall hold a regular meeting once each week on the day and at the time provided in the bylaws. Attendance may be in person, through an online meeting, or using an online connection for members whose attendance

- otherwise would be precluded. Alternatively, a club shall hold a meeting once each week or during the week(s) chosen in advance by posting an interactive activity on the club's website. The latter type of meeting shall be considered as held on the day that the interactive activity is to be posted on the website.
- (b) *Change of Meeting.* For good cause, the board may change a regular meeting to any day during the period commencing with the day following the preceding regular meeting and ending with the day preceding the next regular meeting, or to a different hour of the regular day, or to a different place.
- (c) *Cancellation.* The board may cancel a regular meeting if it falls on a legal holiday, including a commonly recognized holiday, or during the week which includes a legal holiday, including a commonly recognized holiday, or in case of the death of a club member, or of an epidemic or of a disaster affecting the whole community, or of an armed conflict in the community which endangers the lives of the club members. The board may cancel not more than four regular meetings in a year for causes not otherwise specified herein provided that this club does not fail to meet for more than three consecutive meetings.
- (d) ~~*Satellite Club Meeting (When Applicable). If provided in the bylaws, a satellite club shall hold regular weekly meetings at a place and at a time and day decided by its members. The day, time and place of the meeting may be changed in a similar way to that provided for the club's regular meetings in section 1(b) of this article. A satellite club meeting may be cancelled for any of the reasons enumerated in section 1(c) of this article. Voting procedures shall be as provided in the bylaws.*~~

**Section 2 — Annual Meeting.**

- (a) An annual meeting for the election of officers shall be held not later than 31 December as provided in the bylaws.
- (b) ~~*A satellite club (when applicable) shall hold an annual meeting of its members before 31 December to elect officers for the general governance of the satellite club.*~~

**Section 3 — Board Meetings.** Written minutes should be provided for all board meetings. Such minutes should be available to all members within 60 days of said meeting.

**Article 9 Exceptions to Provisions on Membership**

The bylaws may include rules or requirements not in accordance with Article 10, sections 2 and 4 - 8 of this constitution. Such rules or requirements shall supersede the rules or requirements of these sections of this constitution.

**Article 10 Membership [See article 9 for exceptions to sections 2 and 4 - 8 of this article.]**

**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 two kinds of membership, namely: active and honorary.

**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.

**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.

**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.

**Section 6 — Honorary Membership.**

- (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.

**Section 7 — Holders of Public Office.** Persons elected or appointed to public office for a specified time shall not be eligible to active membership in this club under the classification of such office. This restriction shall not apply to persons holding positions or offices in schools, colleges, or other institutions of learning or to persons who are elected or appointed to the judiciary. Members who are elected or appointed to public office for a specified period may continue as such members in their existing classifications during the period in which they hold such office.

**Section 8 — Rotary International Employment.** This club may retain in its membership any member employed by RI.

## Article 11 Classifications

**Section 1 — General Provisions.**

- (a) *Principal Activity.* Each member shall be classified in accordance with the member's business, profession, or type of community service. The classification shall be that which describes the principal and recognized activity of the firm, company, or institution with which the member is connected or that which describes the member's principal and recognized business or professional activity or that which describes the nature of the member's community service activity.
- (b) *Correction or Adjustment.* If the circumstances warrant, the board may correct or adjust the classification of any member. Notice of a proposed correction or adjustment shall be provided to the member and the member shall be allowed a hearing thereon.

**Section 2 — Limitations.** This club shall not elect a person to active membership from a classification if the club already has five or more members from that classification, unless the club has more than 50 members, in which case, the club may elect a person to active membership in a classification so long as it will not result in the classification making up more than 10 percent of the club's active membership. Members who are

retired shall not be included in the total number of members in a classification. The classification of a transferring or former member of a club, or a Rotaractor or Rotary alumnus as defined by the board of directors of RI, shall not preclude election to active membership even if the election results in club membership temporarily exceeding the above limitations. If a member changes classification, the club may continue the member's membership under the new classification notwithstanding these limitations.

## **Article 12 Attendance [See article 7 for exceptions to the provisions of this article.]**

**Section 1 — General Provisions.** Each member should attend this club's regular meetings, or satellite club's regular meetings if provided in the bylaws, and engage in this club's service projects, other events and activities. A member shall be counted as attending a regular meeting if the member is present in person or using an online connection for at least 60 percent of the meeting, or is present and is called away unexpectedly and subsequently produces evidence to the satisfaction of the board that such action was reasonable, or participates in the regular meeting posted on the club's website within one week following its posting, or makes up for an absence in any of the following ways:

- (a) *14 Days Before or After the Meeting.* If, within fourteen (14) days before or after the regular time for that meeting, the member
  - (1) attends at least 60 percent of the regular meeting of another club, of a satellite club meeting of another club, or of a provisional club; or
  - (2) attends a regular meeting of a Rotaract or Interact club, Rotary Community Corps, or Rotary Fellowship or of a provisional Rotaract or Interact club, Rotary Community Corps, or Rotary Fellowship; or
  - (3) attends a convention of RI, a council on legislation, an international assembly, a Rotary institute for past and present officers of RI, a Rotary institute for past, present, and incoming officers of RI, or any other meeting convened with the approval of the board of directors of RI or the president of RI acting on behalf of the board of directors of RI, a Rotary multizone conference, a meeting of a committee of RI, a Rotary district conference, a Rotary district training assembly, any district meeting held by direction of the board of directors of RI, any district committee meeting held by direction of the district governor, or a regularly announced intercity meeting of Rotary clubs; or
  - (4) is present at the usual time and place of a regular meeting or satellite club meeting of another club for the purpose of attending such meeting, but that club is not meeting at that time or place; or
  - (5) attends and participates in a club service project or a club-sponsored community event or meeting authorized by the board; or
  - (6) attends a board meeting or, if authorized by the board, a meeting of a service committee to which the member is assigned; or
  - (7) participates through a club website in an interactive activity requiring an average of 30 minutes of participation.

When a member is outside the member's country of residence for more than fourteen (14) days, the time restriction shall not be imposed so that the member may attend regular meetings or satellite club meetings in another country at any time during the

travel period, and each such attendance shall count as a valid make-up for any regular meeting missed during the member's time abroad.

- (b) *At the Time of the Meeting.* If, at the time of the meeting, the member is
- (1) traveling with reasonable directness to or from one of the meetings specified in sub-subsection (a)(3) of this section; or
  - (2) serving as an officer or member of a committee of RI, or a trustee of The Rotary Foundation; or
  - (3) serving as the special representative of the district governor in the formation of a new club; or
  - (4) on Rotary business in the employ of RI; or
  - (5) directly and actively engaged in a district-sponsored or RI- or Rotary Foundation-sponsored service project in a remote area where making up attendance is impossible; or
  - (6) engaged in Rotary business duly authorized by the board which precludes attendance at the meeting.

**Section 2 — Extended Absence on Outposted Assignment.** If a member will be working on an outposted assignment for an extended period of time, attendance at the meetings of a designated club at the site of the assignment will replace attendance at the regular meetings of the member's club, provided there is a mutual agreement between the two clubs.

**Section 3 — Excused Absences.** A member's absence shall be excused if

- (a) the absence complies with the conditions and under circumstances approved by the board. The board may excuse a member's absence for reasons which it considers to be good and sufficient. Such excused absences shall not extend for longer than twelve months. However, if the leave is for a medical reason or after the birth, the adoption, or foster care of a child that extends for more than twelve months such leave may be renewed by the board for a period of time beyond the original twelve months.
- (b) the aggregate of the member's years of age and years of membership in one or more clubs is 85 years or more, the member has been a member of one or more clubs for at least 20 years, and the member has notified the club secretary in writing of the member's desire to be excused from attendance and the board has approved.

**Section 4 — RI Officers' Absences.** A member's absence shall be excused if the member is a current officer of RI or a Rotarian partner of a current officer of RI.

**Section 5 — Attendance Records.** When a member whose absences are excused under the provision of subsection 3(a) of this article fails to attend a club meeting, the member and the member's absence shall not be included in the attendance records. In the event that a member whose absences are excused under the provisions of subsection 3(b) or section 4 of this article attends a club meeting, the member and the member's attendance shall be included in the membership and attendance figures used to compute this club's attendance.

## **Article 13 Directors and Officers and Committees**

**Section 1 — Governing Body.** The governing body of this club shall be the board constituted as the bylaws may provide.

**Section 2 — Authority.** The board shall have general control over all officers and committees and, for good cause, may declare any office vacant.

**Section 3 — Board Action Final.** The decision of the board in all club matters is final, subject only to an appeal to the club. However, as to a decision to terminate membership, a member, pursuant to article 15, section 6, may appeal to the club, request mediation, or request arbitration. If appealed, a decision of the board shall be reversed only by a two-thirds vote of the members present, at a regular meeting specified by the board, provided a quorum is present and notice of the appeal has been given by the secretary to each member at least five (5) days prior to the meeting. If an appeal is taken, the action taken by the club shall be final.

**Section 4 — Officers.** The club officers shall be a president, the immediate past president, a president-elect, a secretary, and a treasurer, and may include one or more vice-presidents, all of whom shall be members of the board. The club officers shall also include a sergeant-at-arms, who may be a member of the board as the bylaws shall provide. Club officers shall regularly attend satellite club meetings.

**Section 5 — Election of Officers.**

- (a) *Terms of Officers other than President.* Each officer shall be elected as provided in the bylaws. Except for the president, each officer shall take office on 1 July immediately following election and shall serve for the term of office or until a successor has been duly elected and qualified.
- (b) *Term of President.* The president shall be elected as provided in the bylaws, not more than two (2) years but not less than eighteen (18) months prior to the day of taking office and shall serve as president-nominee upon election. The nominee shall take the title of president-elect on 1 July in the year prior to taking office as president. The president shall take office on 1 July and shall serve a period of one (1) year or until a successor has been duly elected and qualified.
- (c) *Qualifications.* Each officer and director shall be a member in good standing of this club. A candidate for the office of president shall have served as a member of this club for at least one year prior to being nominated for such office, except where service for less than a full year may be determined by the district governor to satisfy the intent of this requirement. The president-elect shall attend the district presidents-elect training seminar and the district training assembly unless excused by the governor-elect. If so excused, the president-elect shall send a designated club representative who shall report back to the president-elect. If the president-elect does not attend the presidents-elect training seminar and the district training assembly and has not been excused by the governor-elect or, if so excused, does not send a designated club representative to such meetings, the president-elect shall not be able to serve as club president. In such event, the current president shall continue to serve until a successor who has attended a presidents-elect training seminar and district training assembly or training deemed sufficient by the governor-elect has been duly elected.

**Section 6 — Governance of a Satellite Club of This Club (When Applicable).** A satellite club shall be located in the same locality as this club or in the surrounding area.

- (a) *Satellite Club Oversight.* This club shall provide such general oversight and support of a satellite club as is deemed appropriate by the board.

- (b) *Satellite Club Board.* For the day to day governance of a satellite club, it shall have its own annually elected board drawn from its members and comprising the officers of the satellite club and four to six other members as the bylaws shall provide. The highest officer of the satellite club shall be the chair and other officers shall be the immediate past chair, the chair elect, the secretary and the treasurer. The satellite board shall be responsible for the day to day organization and management of the satellite club and its activities in accordance with Rotary rules, requirements, policies, aims and objectives under the guidance of this club. It shall have no authority within, or over, this club.
- (c) *Satellite Club Reporting Procedure.* A satellite club shall, annually, submit to the president and board of this club a report on its membership, its activities and programs, accompanied by a financial statement and audited accounts, for inclusion in this club's reports for its annual general meeting and such other reports as may, from time to time, be required by this club.

**Section 67 — Committees.** This club should have the following committees:

- Club Administration
- Membership
- Public Image
- Rotary Foundation
- Service Projects

Additional committees may be appointed as needed.

#### **Article 14 Dues**

Every member shall pay annual dues as prescribed in the bylaws.

#### **Article 15 Duration of Membership**

**Section 1 — Period.** Membership shall continue during the existence of this club unless terminated as hereinafter provided.

**Section 2 — Automatic Termination.**

- (a) *Membership Qualifications.* Membership shall automatically terminate when a member no longer meets the membership qualifications, except that
- (1) the board may grant a member moving from the locality of this club or the surrounding area a special leave of absence not to exceed one (1) year to enable the member to visit and become known to a Rotary club in the new community if the member continues to meet all conditions of club membership;
  - (2) the board may allow a member moving from the locality of this club or the surrounding area to retain membership if the member continues to meet all conditions of club membership.
- (b) *How to Rejoin.* When the membership of a member has terminated as provided in subsection (a) of this section, such person, provided such person's membership was in good standing at the time of termination, may make new application for membership, under the same or another classification.
- (c) *Termination of Honorary Membership.* Honorary membership shall automatically terminate at the end of the term for such membership as determined by the board.

However, the board may extend an honorary membership for an additional period. The board may revoke an honorary membership at any time.

**Section 3 — Termination – Non-payment of Dues.**

- (a) *Process.* Any member failing to pay dues within thirty (30) days after the prescribed time shall be notified in writing by the secretary at the member's last known address. If the dues are not paid on or before ten (10) days of the date of notification, membership may terminate, subject to the discretion of the board.
- (b) *Reinstatement.* The board may reinstate the former member to membership upon the former member's petition and payment of all indebtedness to this club. However, no former member may be reinstated to active membership if the former member's classification is in conflict with article 11, section 2.

**Section 4 — Termination – Non-attendance. [See article 7 for exceptions to the provisions of this section.]**

- (a) *Attendance Percentages.* A member must
  - (1) attend or make up at least 50 percent of club regular meetings or satellite club meetings, or engage in club projects, other events and activities for at least 12 hours in each half of the year, or a proportionate combination of both;
  - (2) attend at least 30 percent of this club's regular meetings or satellite club meetings, or engage in club projects, other events and activities in each half of the year (assistant governors, as defined by the board of directors of RI, shall be excused from this requirement).

If a member fails to attend as required, the member's membership may be subject to termination unless the board consents to such non-attendance for good cause.

- (b) *Consecutive Absences.* Unless otherwise excused by the board for good and sufficient reason or pursuant to article 12, sections 3 or 4, each member who fails to attend or make up four consecutive regular meetings shall be informed by the board that the member's non-attendance may be considered a request to terminate membership in this club. Thereafter, the board, by a majority vote, may terminate the member's membership.

**Section 5 — Termination – Other Causes.**

- (a) *Good Cause.* The board may terminate the membership of any member who ceases to have the qualifications for membership in this club or for any good cause by a vote of not less than two-thirds of the board members present and voting, at a meeting called for that purpose. The guiding principles for this meeting shall be article 10, section 1; The Four-Way Test; and the high ethical standards that one should hold as a Rotary club member.
- (b) *Notice.* Prior to taking any action under subsection (a) of this section, the member shall be given at least ten (10) days' written notice of such pending action and an opportunity to submit a written answer to the board. The member shall have the right to appear before the board to state the member's case. Notice shall be by personal delivery or by registered letter to the member's last known address.
- (c) *Filling Classification.* When the board has terminated the membership of a member as provided for in this section, this club shall not elect a new member under the former member's classification until the time for hearing any appeal has expired and the decision of this club or of the arbitrators has been announced. However, this provision shall not apply if, by election of a new member, the

number of members under the said classification would remain within provided limitations even if the board's decision regarding termination is reversed.

**Section 6 — Right to Appeal, Mediate or Arbitrate Termination.**

- (a) *Notice.* Within seven (7) days after the date of the board's decision to terminate or suspend membership, the secretary shall give written notice of the decision to the member. Within fourteen (14) days after the date of the notice, the member may give written notice to the secretary of the intention to appeal to the club, request mediation, or to arbitrate as provided in article 19.
- (b) *Date for Hearing of Appeal.* In the event of an appeal, the board shall set a date for the hearing of the appeal at a regular club meeting to be held within twenty-one (21) days after receipt of the notice of appeal. At least five (5) days' written notice of the meeting and its special business shall be given to every member. Only members shall be present when the appeal is heard.
- (c) *Mediation or Arbitration.* The procedure utilized for mediation or arbitration shall be as provided in article 19.
- (d) *Appeal.* If an appeal is taken, the action of the club shall be final and binding on all parties and shall not be subject to arbitration.
- (e) *Decision of Arbitrators or Umpire.* If arbitration is requested, the decision reached by the arbitrators or, if they disagree, by the umpire shall be final and binding on all parties and shall not be subject to appeal.
- (f) *Unsuccessful Mediation.* If mediation is requested but is unsuccessful, the member may appeal to the club or arbitrate as provided in subsection (a) of this section.

**Section 7 — Board Action Final.** Board action shall be final if no appeal to this club is taken and no arbitration is requested.

**Section 8 — Resignation.** The resignation of any member from this club shall be in writing, addressed to the president or secretary. The resignation shall be accepted by the board if the member has no indebtedness to this club.

**Section 9 — Forfeiture of Property Interest.** Any person whose club membership has been terminated in any manner shall forfeit all interest in any funds or other property belonging to this club if, under local laws, the member may have acquired any right to them upon joining the club.

**Section 10 — Temporary Suspension.** Notwithstanding any provision of this constitution, if in the opinion of the board

- (a) credible accusations have been made that a member has refused or neglected to comply with this constitution, or has been guilty of conduct unbecoming a member or prejudicial to the interests of the club; and
- (b) those accusations, if proved, constitute good cause for terminating the membership of the member; and
- (c) it is desirable that no action should be taken in respect of the membership of the member pending the outcome of a matter or an event that the board considers should properly occur before such action is taken by the board; and
- (d) that in the best interests of the club and without any vote being taken as to his or her membership, the member's membership should be temporarily suspended and the member should be excluded from attendance at meetings and other activities of this club and from any office or position the member holds within the club;

the board may, by a vote of not less than two-thirds of the board, temporarily suspend the member as aforesaid for a reasonable period of time not to exceed 90 days and on such further conditions as the board determines. A suspended member may appeal or refer to mediation or arbitration the suspension as provided in article 15, section 6. During the suspension, the member shall be excused from fulfilling attendance responsibilities. Prior to the expiration of the suspension period, the board must either proceed to terminate the membership of the suspended Rotarian or reinstate the suspended Rotarian to full regular status.

#### **Article 16 Community, National, and International Affairs**

**Section 1 — Proper Subjects.** The merits of any public question involving the general welfare of the community, the nation, and the world are of concern to the members of this club and shall be proper subjects of fair and informed study and discussion at a club meeting for the enlightenment of its members in forming their individual opinions. However, this club shall not express an opinion on any pending controversial public measure.

**Section 2 — No Endorsements.** This club shall not endorse or recommend any candidate for public office and shall not discuss at any club meeting the merits or demerits of any such candidate.

**Section 3 — Non-Political.**

- (a) *Resolutions and Opinions.* This club shall neither adopt nor circulate resolutions or opinions, and shall not take action dealing with world affairs or international policies of a political nature.
- (b) *Appeals.* This club shall not direct appeals to clubs, peoples, or governments, or circulate letters, speeches, or proposed plans for the solution of specific international problems of a political nature.

**Section 4 — Recognizing Rotary's Beginning.** The week of the anniversary of Rotary's founding (23 February) shall be known as World Understanding and Peace Week. During this week, this club will celebrate Rotary service, reflect upon past achievements, and focus on programs of peace, understanding, and goodwill in the community and throughout the world.

#### **Article 17 Rotary Magazines**

**Section 1 — Mandatory Subscription.** Unless, in accordance with the bylaws of RI, this club is excused by the board of directors of RI from complying with the provisions of this article, each member shall, for the duration of membership, subscribe to the official magazine or to the magazine approved and prescribed for this club by the board of directors of RI. Two Rotarians residing at the same address have the option to subscribe jointly to the official magazine or the Rotary magazine approved and prescribed by the board for their club or clubs. The subscription shall be paid on such dates as established by the board for the payment of per capita dues for the duration of membership in this club.

**Section 2 — Subscription Collection.** The subscription shall be collected by this club from each member in advance and remitted to the Secretariat of RI or to the office of such regional publications as may be determined by the board of directors of RI.

## **Article 18 Acceptance of Object and Compliance with Constitution and Bylaws**

By payment of dues, a member accepts the principles of Rotary as expressed in its object and submits to and agrees to comply with and be bound by the constitution and bylaws of this club, and on these conditions alone is entitled to the privileges of this club. Each member shall be subject to the terms of the constitution and bylaws regardless of whether such member has received copies of them.

## **Article 19 Arbitration and Mediation**

**Section 1 — Disputes.** Should any dispute, other than as to a decision of the board, arise between any current or former member(s) and this club, any club officer or the board, on any account whatsoever which cannot be settled under the procedure already provided for such purpose, the dispute shall, upon a request to the secretary by any of the disputants, either be resolved by mediation or settled by arbitration.

**Section 2 — Date for Mediation or Arbitration.** In the event of mediation or arbitration, the board shall set a date for the mediation or arbitration, in consultation with disputants, to be held within twenty-one (21) days after receipt of the request for mediation or arbitration.

**Section 3 — Mediation.** The procedure for such mediation shall be that recognized by an appropriate authority with national or state jurisdiction or be that recommended by a competent professional body whose recognized expertise covers alternative dispute resolution or be that recommended by way of documented guidelines determined by the board of RI or the trustees of The Rotary Foundation. Only a member of a Rotary club may be appointed as mediator(s). The club may request the district governor or the governor's representative to appoint a mediator who is a member of a Rotary club and who has appropriate mediation skills and experience.

- (a) *Mediation Outcomes.* The outcomes or decisions agreed between the parties as a result of mediation shall be recorded and copies held by each party, the mediator(s) and one copy given to the board and to be held by the secretary. A summary statement of outcomes acceptable to the parties involved shall be prepared for the information of the club. Either party, through the president or secretary, may call for further mediation if either party has retracted significantly from the mediated position.
- (b) *Unsuccessful Mediation.* If mediation is requested but is unsuccessful, any disputant may request arbitration as provided in section 1 of this article.

**Section 4 — Arbitration.** In the event of a request for arbitration, each party shall appoint an arbitrator and the arbitrators shall appoint an umpire. Only a member of a Rotary club may be appointed as umpire or as arbitrator.

**Section 5 — Decision of Arbitrators or Umpire.** If arbitration is requested, the decision reached by the arbitrators or, if they disagree, by the umpire shall be final and binding on all parties and shall not be subject to appeal.

## **Article 20 Bylaws**

This club shall adopt bylaws not inconsistent with the constitution and bylaws of RI, with the rules of procedure for an administrative territorial unit where established by RI, and with this constitution, embodying additional provisions for the government of this club. Such bylaws may be amended from time to time as therein provided.

## **Article 21 Interpretation**

Throughout this constitution, the terminology “mail,” “mailing,” and “ballot-by-mail” will include utilization of electronic mail (e-mail) and internet technology to reduce costs and increase responsiveness.

## **Article 22 Amendments**

**Section 1 — Manner of Amending.** Except as provided in section 2 of this article, this constitution may be amended only by the council on legislation in the same manner as is established in the bylaws of RI for the amendment of its bylaws.

**Section 2 — Amending Article 2 and Article 4.** Article 2 (Name) and Article 4 (Locality of the Club) of the constitution shall be amended at any regular meeting of this club, a quorum being present, by the affirmative vote of not less than two-thirds of all voting members present and voting, provided that notice of such proposed amendment shall have been mailed to each member and to the governor at least ten (10) days before such meeting, and provided further, that such amendment shall be submitted to the board of directors of RI for its approval and shall become effective only when so approved. The governor may offer an opinion to the board of directors of RI regarding the proposed amendment.

# **Bylaws of the Rotary Club of Plattsburgh Sunrise**

## **Article 1 Definitions**

1. Board: The club's board of directors
  2. Director: A member of the club's board of directors
  3. Member: A member of the club, other than an honorary member
  4. Quorum: The minimum number of participants who must be present when a vote is taken: one-third of the club's members for club decisions and a majority of the directors for club board decisions
  5. RI: Rotary International
  6. Year: The 12-month period that begins on 1 July
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## **Article 2 Board**

The governing body of this club is its board of directors, consisting of the president, immediate past president, president-elect, **president-nominee**, two members at large, secretary, treasurer and sergeant-at-arms.

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## **Article 3 Elections and Terms of Office**

Section 1 — A Nominating Committee comprised of at least three members in good standing of the Club **who are past presidents** shall present a slate of officers at a regular meeting one month prior to the meeting of election of officers (President, President-Elect, **President-Nominee**, Secretary, Treasurer, Sergeant-at-Arms, and two Board Members-at-Large). At that time, the Nominating Committee shall call for additional nominations for candidates for the board of directors. Any number of nominations may be made by the members from the floor. These nominations shall be placed upon a slate and voted for at the annual meeting to be held in December.

**Section 2 – In the event of a vacancy in the board of directors, the Nominating Committee shall make recommendations to the remaining members of the board for their action.**

Section 3 — The candidate who receives a majority of the votes for each office is declared elected to that office.

**Section 4 — If any officer or board member vacates his or her position, the remaining members of the board will appoint a replacement.**

Section 5 — The terms of office for each role are:

- President — one year
  - President-elect — one year
  - President-nominee — one year**
  - Member at large (2) — one year
  - Treasurer — one year
  - Secretary — one year
  - Sergeant-at-arms — one year
-

#### **Article 4 Duties of the Officers**

Section 1 — The president presides at club and board meetings.

Section 2 — The immediate past president serves as a director on the club board.

Section 3 — The president-elect prepares for his or her year in office and serves as a director.

Section 4 — **The president-nominee prepares for his or her year in office and serves as a director.**

Section 5 — A member-at-large attends club and board meetings.

Section 6 — The secretary keeps membership and attendance records.

Section 7 — The treasurer oversees all funds and provides an annual accounting of them.

Section 8 — The sergeant-at-arms maintains order in club meetings.

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#### **Article 5 Meetings**

Section 1 — An annual meeting of this club is held no later than 31 December to elect the officers and directors who will serve for the next Rotary year.

Section 2 — The regular weekly meetings of this club shall be held on Tuesdays at 7:30 a.m. Due notice of any change in or canceling of the regular meeting shall be given to all members of the club. **All members, except an honorary member (or members excused by the board of directors) of this club 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 by meeting the requirements of on-line attendance.**

Section 3 — Regular meetings of the board shall be held on the first Thursday of each month.

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.

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#### **Article 6 Dues**

Section 1 — The admission fee shall be determined by the board of directors and must be paid before the applicant can qualify as a member in good standing.

Section 2 — **The membership dues shall be determined by the board of directors annually or semiannually.** Annual club dues include RI per capita dues, a subscription to The Rotarian, district per capita dues, club fees, and any other Rotary or district per capita assessment.

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#### **Article 7 Method of Voting**

The business of this club is conducted by voice vote, electronic vote or a show of hands **except in the election of officers and directors, which is conducted by ballot. The board may also provide a ballot for a vote on some resolutions.**

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## **Article 8 Committees**

Section 1 — Club committees coordinate their efforts to achieve the club's annual and long-term goals. Each club should have the committees listed in article 13, section 7, of the Standard Rotary Club Constitution.

Section 2 — The president is an ex officio member of all committees and, as such, has all the privileges of membership.

Section 3 — Each committee's chair is responsible for the regular meetings and activities of the committee, supervises and coordinates its work, and reports to the board on all committee activities.

Section 4 — Each committee shall transact its businesses 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.

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## **Article 9 Finances**

Section 1 — At the beginning of each fiscal year the board shall prepare or cause to be prepared a budget of estimated income and estimated expenditures for the year, that having been agreed to by the board, shall stand as the limit of expenditures for the respective purposes unless otherwise ordered by the action of the board.

Section 2 — The treasurer deposits club funds in a financial institution or institutions designated by the board, divided into two accounts: one for club operations and one for service projects.

Section 3 — Bills are paid by the treasurer or another authorized officer and approved by two other officers or directors.

Section 4 — A qualified person conducts a thorough annual review of all financial transactions.

Section 5 — Club members will receive an annual financial statement of the club.

Section 6 — The fiscal year is from 1 July to 30 June.

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## **Article 10 Method of Electing Members**

Section 1 — A member proposes a candidate for membership to the board, or another club proposes one of its transferring or former members.

Section 2 — The board approves or rejects the candidate's membership within 30 days and notifies the proposing member of its decision.

Section 3 — If the board approves the candidate's membership, the prospective member is invited to join the club.

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 and shall be inducted as a member of the club.

Section 5 — Following induction, the president or secretary will report the new member information to Rotary International 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 committee, project, or function.

**Section 6 – The club may elect, in accordance with the standard Rotary club constitution, honorary members proposed by the board.**

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*A process to address objections raised by current members may also be included here.*

### **Article 11 Amendments**

These bylaws may be amended at any regular club meeting. Changing the club bylaws requires sending written notice to each member 10 days before the meeting, having a quorum present for the vote, and having two-thirds of the votes support the change. Changes to these bylaws must be consistent with the Standard Rotary Club Constitution, the RI Constitution and Bylaws, and the Rotary Code of Policies.

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## **NOTES**

### **Article 1 Definitions**

- This article is not included in the current bylaws but is included in the recommended bylaws.

### **Article 2 Board**

- This article is not included in the current bylaws but the recommended bylaws specifically states, “*The Standard Rotary Club Constitution requires a club’s bylaws to include article 2.*” I have included all the board member positions including president-nominee, two members at large and sergeant-at-arms.

### **Article 3 Elections and Terms of Office**

- This article includes all the main points of the recommended bylaws but also includes some relevant points included in the current bylaws.
- I’ve substituted President-Nominee for Vice President.
- I’ve clarified that the nominating Committee consists of three past presidents.
- Sections 2 and 4 come directly from the RI recommended bylaws but I’m not clear what the differences are between them one refers to a vacancy on the board and the other refers to a board member vacating their position.
- I’ve made all board positions one-year terms.

### **Article 4 Duties of the Officers**

- I’ve defined the duties of the President-Nominee as the same as the duties of the President-Elect.

### **Article 5 Meetings**

- I’ve added one (long) sentence to Section 2 that is lifted directly from the current bylaws

clarifying what constitutes meeting attendance.

#### **Article 6 Dues**

- I've modified this article to include that, "The membership dues shall be determined by the board of directors annually or semiannually," instead of specifying what the dues are.

#### **Article 7 Method of Voting**

- I've used the RI recommended bylaws stipulation that a ballot is used for the election of officers and directors.

#### **Article 8 Committees**

- I've added section 4 to this article, taken from the current bylaws, which states, "Each committee shall transact its businesses 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."

#### **Article 9 Finances**

- I've substituted in Section 1 the wording from our current bylaws which, instead of specifying that the board must prepare a budget before the fiscal year starts, provides a little more wiggle room: "At the beginning of each fiscal year the board shall prepare or cause to be prepared a budget of estimated income and estimated expenditures for the year, that having been agreed to by the board, shall stand as the limit of expenditures for the respective purposes unless otherwise ordered by the action of the board."
- Also, in section three, I've highlighted that the RI recommended bylaws specifies that all expenditures also need the approval of two officer or directors in addition to the treasurer or another authorized officer. I'm not sure we use that procedure currently.

#### **Article 10 Method of Electing Members**

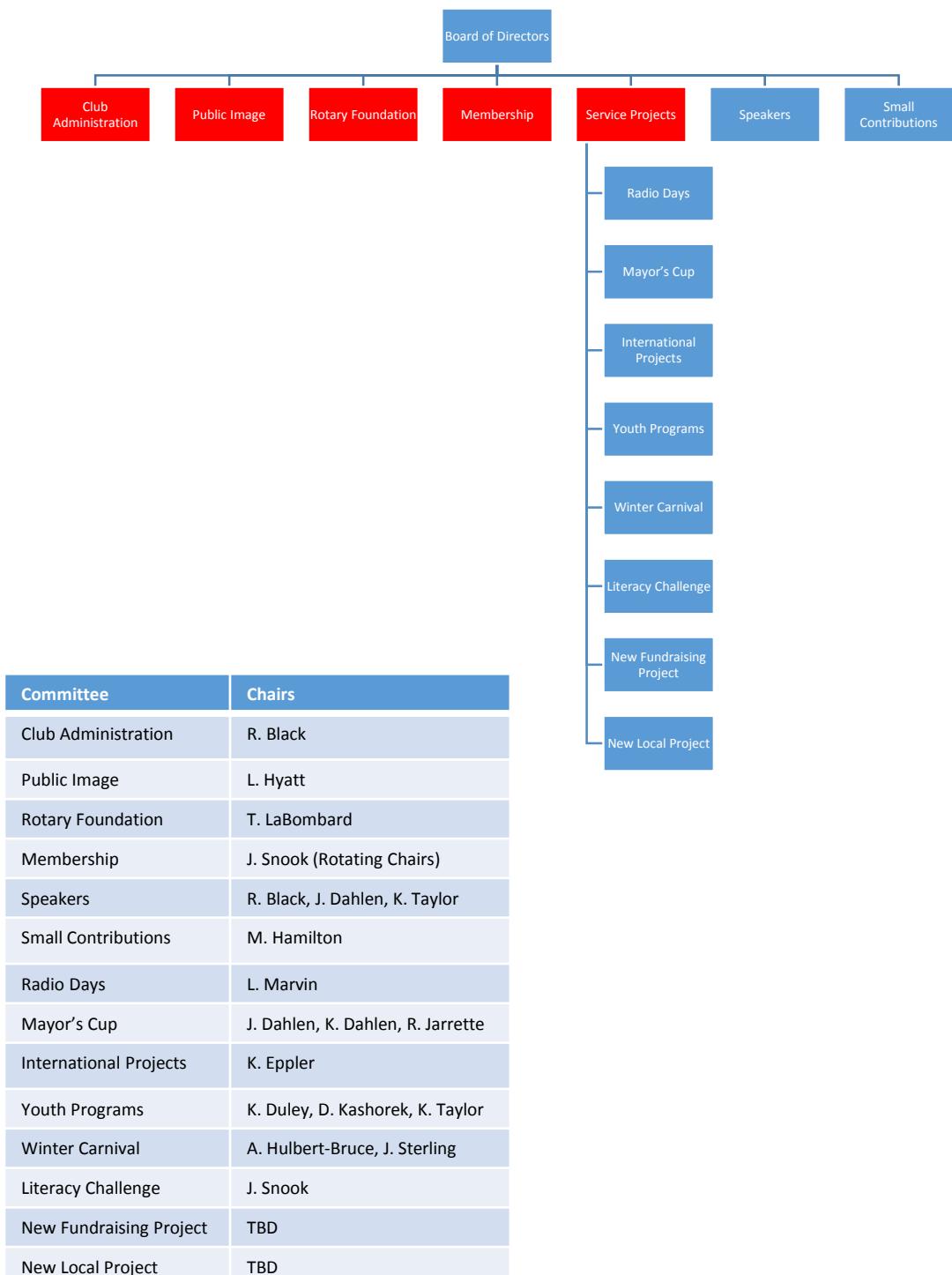
- I lifted two additional sections from our current bylaws:

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 and shall be inducted as a member of the club.

Section 5 – Following induction, the president or secretary will report the new member information to Rotary International 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 committee, project, or function.

Section 6 – The club may elect, in accordance with the standard Rotary club constitution, honorary members proposed by the board.

# Proposed Committee Structure



Note: Standing Rotary committees are highlighted in red. The committee in charge of fellowship events is TBD  
 11/11/16