Bylaws of the Rotary eClub of the State of Jefferson
(District 5110)

Article I Definitions

1. **Board**: The Club’s Officers and Directors.
2. **Officer**: The president, vice president, president-elect, secretary, treasurer, and sergeant-at-arms.
3. **Director**: A member of the Club’s board of directors.
4. **Member**: A member of the Club, other than an honorary member.
5. **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, or a majority of the Officers and Directors for club board decisions.
6. **RI**: Rotary International
7. **District**: District 5110
8. **Club**: Rotary eClub of the State of Jefferson
9. **Year**: The 12-month period that begins on 1 July.

Article II Board

The governing body of this Club is its Board, consisting of, at a minimum, the president, vice-president, immediate past president, president-elect, secretary, treasurer, and five members as directors.

Article III Elections and Terms of Office

Section 1 — One month before elections, members nominate candidates for vice president, president-elect, secretary, treasurer, sergeant-at-arms, and any open director positions. The nominations may be presented by a nominating committee, by members from the floor, or both.

Section 2 — The candidates for president, vice-president, secretary, treasurer, and sergeant-at-arms, receiving the majority of Members votes shall be declared elected to their respective offices. The candidates for Director receiving the five highest numbers of votes shall be declared elected as Directors. The president-elected in such balloting shall serve as a member of the Board as president-elect for the year commencing on the first day of July next following the election, and shall assume office as president on the first day of July immediately following the year of service on the board as president-elect.

Section 3 — In the event of a tie vote, the president (as the presiding officer) shall have an additional casting vote. The result of the election shall be final.
Section 4 — If any officer-elect or director-elect vacates a position, the remaining members of the board-elect will appoint a replacement.

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

- President — one year
- Vice President — one year
- President-Elect — one year
- President Nominee — one year
- Past-President — one year
- Treasurer — three years
- Secretary — three years
- Sergeant-at-arms — three years
- Directors — three years, following initial terms to establish a staggered system, as follows:
  - #1 2013-2014 2014-2017
  - #2 2013-2015 2015-2018
  - #3 2013-2015 2015-2018
  - #4 2013-2016 2016-2019
  - #5 2013-2016 2016-2019

Article IV Duties of the Officers

Section 1 — The president presides at club and board meetings and to perform such other duties as ordinarily pertains to the office of president.

Section 2 — The immediate past-president serves as an officer on the club board.

Section 3 — The president-elect prepares for his or her year in office and serves as an officer and to perform such other duties as may be prescribed by the president or the Board.

Section 4 — The vice-president (recent past president of the Club and/or another Rotary club) presides at club and board meetings when the president is absent and to perform such other duties as ordinarily pertain to the office of vice-president.

Section 5 — A director attends club and board meetings.

Section 6 — The secretary keeps membership and attendance records. It shall be the duty of the secretary to keep the records of membership, record the attendance at meetings, send out notices of meetings of the club, board and committees, record and preserve the minutes of such meetings, make the required reports to RI, including the semi-annual reports of membership, which shall be made to the general secretary of RI on 1 January and 1 July of each year, and including prorated reports to the general secretary on 1 October and 1 April of each active member who has been elected to membership in the club since the start of the July or January semi-annual reporting period, the report of changes in
membership, which shall be made to the general secretary of RI and to
the district governor, and perform such other duties as usually pertain the
office of secretary.

**Section 7** — The treasurer oversees all funds and provides an annual
accounting of them. It shall be the duty of the treasurer to have custody of
all funds, accounting for same to the club annually and at any other time
upon demand by the board, and to perform such other duties as pertain to
the office of treasurer. Upon retirement from office, the treasurer shall turn
over to the incoming treasurer or to the president all funds, books of
accounts, or any other club property.

**Section 8** — The sergeant-at-arms maintains the security and integrity of
the Club’s website.

**Article V 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** — Regular Cyberspace Meetings. This club shall hold regular
shall hold no less than two regular cyberspace meetings each month via
the club's website. President shall designate at the minimum quarterly
fellowship cyberspace meeting to allow members to interact with each
other. Reasonable notice of any change or cancellation of the regular
meeting will be given to all club members.

**Section 3** — One-fifth 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 on a day agreed upon by the current board with notice to the
members not later than July 10 of each year as to the day and time the
board will meet and how to join the meeting. Special meetings of the
board shall be called by the president, whenever deemed necessary,
upon the request of two (2) members of the board, or upon the request of
one-fifth of the membership, due notice having been given at least five (5)
days prior to the meeting.

**Section 5** — Attendance will be tabulated and recorded via member's
logins to the website as the means of tracking members’ visit to the Club
meeting. Attendance may include regular club meetings, board meetings,
fellowship meetings, other club activities (fundraisers, committee works,
etc) visits to other clubs, district meetings and events, and active promoter
and/or directly involved in community programs approved by the board.
Members provide log of such attendance/makeups on the club website's
"makeup form" or inform club secretary within two weeks of such other
acceptable makeups. Attend or make up at least 50 percent of club
regular meetings or before mentioned avenues of attendance for at least
for 12 hours in each half of the year, or a proportionate combination of
both. Attendance of the Club’s regular meeting or its supportive and approved club activities must be at least 30 percent.

Section 6 — A majority of the board members shall constitute a quorum of the board.

Article VI Dues

Section 1 — The Board shall establish annual Club membership dues, including admission fee, RI per capita dues, a subscription to The Rotarian or a Rotary regional magazine, district per capita dues, and any other Rotary or district per capita assessment. The fees and dues of this Club shall be determined for a period of at least twelve months, and they may be adjusted annually as determined by the Board.

Section 2 — Annual dues are payable by active members no later than June 30 of each year. Members whose dues are not received by the club treasurer by June 30 for the following Rotary year and who have not made arrangement for semi-annually or quarterly dues payment with the Board prior to June 30, shall be subject to membership termination, as determined by the Board.

Section 3 — Honorary members shall be exempt from the payment of admission fees and dues. Associate members shall pay a concessionary rate which shall be decided by the Board. The Board may establish a special dues rate for Associate prospective member from low-income (underdeveloped) countries, who meet the qualifications of membership, or for members of a Rotaract club who qualify.

Section 4 — Admission fee shall be paid before the applicant can qualify for membership. Membership dues shall become payable semi-annually no later than the last day of June and December. Members whose dues are not received by the club treasurer by June 30 for the following Rotary year and December 31 and who have not made arrangement for quarterly dues payment with the Board prior to those due dates, shall be subject to membership termination, as determined by the Board.

Section 5 — Transferring or former member of another club who is accepted into membership of this club shall not be required to pay a second admission fee. A Rotaractor who ceased to be a member of Rotaract within the preceding two years, who is accepted into membership of this club, shall not be required to pay an admission fee.

Article VII Method of Voting

The voting of this club shall be by written ballots transmitted by electronic means or online electronic, as determined by the president or the Board or by such other means as decided by a majority of members.
Article VIII Committees

Section 1 — Club committees coordinate their efforts to achieve the club’s annual and long-term goals. The president-elect, president and immediate past president should work together to ensure continuity of leadership and succession planning. When feasible, committee members should be appointed to the same committee for three years to ensure consistency and continuity. 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. Standing committees should be appointed as follows:

1. Membership: This committee should develop and implement a comprehensive plan to attract qualified persons for membership and actively engage qualified members.

2. Club Public Image: This committee should develop and implement plans to provide the community it serves with information about Rotary and to promote the club’s service projects and activities to the community and club members.

3. Club Administration: This committee should conduct activities associated with the effective operation of the club.

4. Service Projects: This committee should develop and implement local and international educational, humanitarian and vocational projects based on Rotary International’s six areas of focus. Projects propose by members and undertaken by the club should reflect club members’ current priorities and address the needs of local and international communities. Projects will be selected based recommendations by members, provided they have positive impact on a community or on individual lives and are commensurate with the club's fundraising abilities.

5. The Rotary Foundation: This committee should develop and implement plans to support The Rotary Foundation’s programs through both financial contributions and program participation.

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 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.

Section 4 — 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.
Article IX Finances

Section 1 — Before each fiscal year starts, the board prepares an annual budget of estimated income and expenditures. Budget shall stand as the limit of expenditures unless otherwise ordered by action of the board or the club.

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 club 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.

Article X Method of Electing Members

Section 1 — A member proposes a candidate for membership, or another club proposes one of its transferring or former members. Prospective member may also directly contact the club secretary or membership chair of her/his interest in joining the club. The prospective member must register with the club’s website and complete the new membership application.

Section 2 — The Board shall deliberate on the proposal within 30 days of its submission, and shall notify the proposer or prospective member, through the club secretary, of its decision.

Section 3 — If the decision of the Board is favorable, the prospective member shall be informed of the purpose of Rotary and the privileges and responsibilities of membership.

Section 4 — If no written objection to the proposal, stating reasons, is received by the board from any active member of the club within seven (7) days following the publication of information about the prospective member, that person, upon payment of the admission fee, shall be considered to be elected to active membership.

Section 5 — Following the election and dues payment, the president shall arrange for the induction of the new member. The secretary will obtain a membership number for those new to Rotary and shall report the new member to RI and District.

Article XI Membership
Section 1 — Flexibility in membership types: Rotary has two types of membership: active and honorary. Club can offer additional types; associate, corporate, and family, as long as they report these individuals as active members and collect RI membership dues from them.

Section 2 — Rule of 85: Rotarians can be excused from attendance if two conditions are met: They have been a member of one or more Rotary clubs for at least 20 years, and their years of club membership plus their age equals at least 85.

Section 3 — Rotaractors dual membership: Rotaractors who meet the qualifications for membership can join the club while remaining Rotaract members.

Section 4 — Suspension: The club may suspend a member for a maximum of 90 days. At the end of that time, the club must terminate or reinstate the member. A suspended member has the right to appeal the suspension or request mediation or arbitration.

Section 5 — Leave of Absence: Upon written application to the board, leave of absence may be granted excusing a member from attending the meetings of the club for a specified length of time, but not to exceed six months. A leave of absence is granted for good and sufficient reason, as determined by the board, to preserve a member's active membership status and does not excuse a member from payment of regular dues during that period. If a leave of absence is for medical purposes and extends for more than 12 months, the leave may be renewed by the board beyond the original 12 month period.

Article X Amendments

Section 1 - These bylaws may be amended at any regular club meeting, a quorum being present, by a two-third vote of all members present, provided that notice of the meeting and of such proposed amendment shall have been given to each member in writing at least ten (10) days before such meeting.

Section 2 - No amendment or addition to these bylaws can be made the effect of which is to contravene the club’s constitution and with the constitution and bylaws of RI.

Article VII Resolutions

No resolution or motion to commit this Club on any matter shall be considered by the club until it has been considered by the board.
Resolution pertaining to Committee Reporting

Resolution of the Board of Directors

Adopted June 21, 2017

Whereas, the business of the Club is conducted by the Board of Directors, and

Whereas, the Club has five standing committees to function as the Club’s organizational structure, and

Whereas, committee responsibilities are clearly outlined in each respective Committee Manual, and

Whereas, the Board of Directors needs to be comprehensively and currently informed about committee activities, action plans, and progress, and

Whereas, the Board of Directors is responsible for keeping Club members currently informed on all Club activities and progress towards meeting project goals,

Therefore Be It Resolved:

That committee chairs, or a member of their committee, shall keep the Board of Directors currently informed on all committee activities and progress, and

That committee chairs, or their representative, shall provide an oral or written report at the monthly, regularly scheduled meeting of the board of directors, no less often than quarterly. If a committee chair or a member of the committee is unable to attend the board meeting, a written report will be submitted to the Club president and Club secretary prior to the regularly scheduled board meeting, and

That failure to maintain the communication as required herein may result, in the sole discretion of the Board of Directors, in the replacement of the committee chair.