

BYLAWS

The Rotary Club of Clovis

Rotary
Club of Clovis, CA



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ARTICLE 1 - ELECTION AND DUTIES OF BOARD OF DIRECTORS

1.1 – Election of Directors of the Board. At a regular meeting in November, via email and in the first two newsletters published in the month to all active members, nominations shall be called for by the President for candidates for the Board of Directors. Nominations shall first be presented by the current Board of Directors who request to seek re-election. Thereafter, and for two successive meetings, nominations may be made by the members from the floor. To be eligible, members nominated for Director and/or Officer positions must be in good financial standing, with one year of membership in the club at the beginning of their term. Ballots shall be prepared to allow for written or email secret vote by the members. Nominee's names shall be placed on the ballot in alphabetical order. The marked ballots shall be returned by a designated meeting date in December to be counted by the President (or designee) and Recording Secretary. The six candidates receiving the highest number of votes shall be declared elected for a two-year term commencing on the first day of July following their election.

The Directors of the Board, consisting of no less than ten, but no more than twelve members of the club, are nominated from and elected by the Club's general membership. The Board Directors serve a two-year term starting on July 1st and ending on June 30th two years later. The terms of office for one-half of the Directors will expire each year.

Should a Director leave office during their term with less than one year to serve, a replacement will be appointed by the President with approval of the Board. Should a Director leave office during their term with one year or more to serve, a new director shall be nominated and elected by the membership.

1.2 – Duties of Directors of the Board - Board Director's duties include, but are not limited to:

1. Each Director is assigned a set of committees to oversee and ensure these committees remain active and productive throughout the year. Committees support the 5 Avenues of Service – Club, Vocational, Community, International and Youth Services. Committees have Chairs and members and are supported through volunteers from the entire membership. As new projects or committees are formed each year, this list may be modified at any time.
2. Each Director will lead a Team of members to coordinate the Club Service activities of the Club's regular meetings (one month per year) and plan a Social Event (one month per year).
3. Other duties as assigned by the Board Officers and/or President.

ARTICLE 2 – ELECTION AND DUTIES OF OFFICERS

2.1 – President. The President serves a one-year term starting on July 1st and ending on June 30th of the following year. His/her responsibilities and Board membership begins upon selection as President Nominee and ends after serving as Immediate Past President. Title succession is defined as consecutive one-year terms as President Nominee, President Elect, President and Immediate Past President. The President's duties include, but are not limited to:

1. Responsible for planning, leading, strengthening membership and retention, promoting the Club, Rotary International, The Rotary Foundation, The Clovis Rotary Foundation and service/fundraising projects.
2. Chairperson of all official functions of the Club, including weekly Club meetings, Board of Director meetings and any special event requiring a spokesperson for the club.

3. Member of the Finance Committee.
4. Responsible to investigate problems, facilitate communication and settle disputes within or outside of the club.
5. Director of the Board for the Clovis Rotary Foundation Board.
6. Other duties as assigned by the District and Rotary International.

2.2 - President-Elect. The President Elect serves a one-year term starting on July 1st and ending on June 30th of the following year. He/she will assume the office of President the following year. The President Elect's duties include, but are not limited to:

1. Membership Chair (unless another person is designated by the President) – actively promote membership growth and retention in coordination with the membership committee and provide oversight of the proposed new member and induction processes in accordance with the policies set forth under the membership section of this manual.
2. During RI Membership month (Aug.) coordinate recruitment and retention education for the club.
3. Member of the Finance and Fundraising Committees.
4. Acts as Fundraising Committee Chair (unless another person is designated by the President).
5. Assist the President as directed, and learn all aspects of the club's operation including but not limited to: officer positions, finances, rules and regulations, meeting procedures, projects and events, etc.
6. Attend the mandatory PETS training seminar in March. Create plans for their Presidential year including Team/Committee assignments, budget, projects, strategies and goals etc.
7. Create budget with the Finance Committee to be reviewed and approved by the Board of Directors before July 1.
8. Director of the Board for the Clovis Rotary Foundation.
9. May attend the Rotary International Convention with financial support from the club (registration, travel and room only) during their term as President-Elect. May switch with President Nominee during their term if unable to attend.
10. Other duties as assigned by the President.

2.3 - President Nominee. Nominations for the President Nominee are made by the membership. The Board of Directors will narrow the nominations to no more than 3 candidates for election by the general membership. The President Nominee serves a one-year term starting on July 1st and ending on June 30th of the following year. He/she will assume the office of President Elect, then President over the next two years. The President Nominee's duties include, but are not limited to:

1. Member of the Finance and Fundraising Committees.
2. Acts as Fundraising Committee Co-Chair and Sponsorship Chair (unless another person is designated by the President).
3. Learn all aspects of club's operation including but not limited to: officer positions, finances, rules and regulations, meeting procedures, projects and events, etc.
4. Other duties as assigned by the President.

2.4 - Club Secretary. The duties of the Secretary are divided between the Recording and Corresponding Secretaries. The Club Secretaries are appointed to the Board by the President and serve a one-year term starting on July 1st and ending on June 30th of the following year.

Recording Secretary - duties include, but are not limited to:

1. Member of the Finance Committee.
2. Record and update all member records with RI and District (DacDb). Enter inducted new member and termination information within 2 days of receipt.
3. Record member make-ups and attendance. Report attendance by the 15th of the month for the prior month.
4. Prepare and distribute the agenda and minutes for the Board of Directors meetings one week prior to the meeting.
5. Order club supplies, new member kits, name badges etc. as required.
6. Act as back-up for the Corresponding Secretary.
7. Other duties as assigned by the President.

Corresponding Secretary - duties include, but are not limited to:

1. Member of the Finance Committee.
2. Conduct communication between the Board and club members so as to minimize the number of communications members receive.
3. Conduct communication between the club and outside individuals and agencies.
4. Create, publish and distribute on a weekly basis (Wed.) the club bulletin.
5. Participate in the publication and maintenance of the club's Facebook page and other social media sites.
6. Act as back-up to the Recording Secretary.
7. Other duties as assigned by the President.

2.5 - Treasurer. The Treasurer is appointed to the Board by the incoming President and President-Elect and serves a minimum of a two-year term starting on July 1st and ending on June 30th two years later. The club's fiscal year runs from July 1st to June 30th of the following year. The Treasurer's duties include, but are not limited to:

1. Member of the Finance Committee.
2. Coordinate and manage all financial transactions between the club and club members, vendors and banks.
3. Coordinate and manage disbursements to any recipients, exchange students and suppliers.
4. Send dues invoices to membership and send member dues to District & RI each July and January. Send invoices to membership as necessary when accounts are delinquent.
5. Prepare and distribute financial reports for the Board meeting one week prior to the meeting.
6. Proficiency in Quick Books is preferred.
7. Secure and update bank signature cards each year.
8. Assist with the development and administration of the annual budget.

9. Protect and secure all club financial documents, records, checks, receipts, deposits and endorsement stamps.
10. Provide all financial records to the club's accounting firm for annual tax reporting purposes.
11. Other duties as assigned by the President.

2.6 - Immediate Past President. The Immediate Past President serves a one-year term starting on July 1st and ending on June 30th of the following year, immediately following the year they serve as President. The Immediate Past President's duties include, but are not limited to:

1. Member of the Finance Committee.
2. Serve as an advisor to the current President.
3. Other duties as assigned by the President.

2.7 - Sgt-at-Arms. The duties of the Sgt-at-Arms are divided between the Registration/Attendance and Audio/Visual Sgt-at Arms. Two newer members should be appointed by the President to these positions to expose members to the operations of the club. They will serve a one-year term starting on July 1st and ending on June 30th of the following year (not considered Board Member or Officer).

Registration/Attendance Sgt-at-Arms - Reports to the Recording Secretary for club attendance and the Treasurer for the accounting of any funds collected. Duties include, but are not limited to:

1. Collect payment for meeting lunches by cash, check, credit cards. Create and maintain member accounts for prepaid meals. Accept payments by members for any member account item.
2. Create meeting date and enter meeting attendance in DacDb.
3. Maintain on-site, supplies and forms of the club for members, visitors and guests. Transport these items before and after the meeting.
4. Act as a back-up for the Audio/Visual Sgt-at-Arms.
5. Other duties as assigned by the Board Officers and/or President.

The Audio/Visual Sgt-at-Arms - duties include, but are not limited to:

1. Set-up and tear down clubs operational and audio/visual equipment. Transport these items before and after the meeting.
2. Assist presenters with operation of equipment.
3. Act as a back-up for the Registration/Attendance Sgt-at-Arms.
4. Other duties as assigned by the Board Officers and/or President.

ARTICLE 3 - MEETINGS

3.1 – Club Assemblies. The President shall schedule at least two Club Assemblies during the term in office to review Club business with the general membership.

3.2 - Weekly Meetings. The regular weekly meetings of this Club shall be held on Friday at 12:00. Seven days' notice of any changes in or canceling of the regular meeting shall be given all members of the Club.

3.3 - Quorum. One-third of the membership shall constitute a quorum at the regular meetings of this

Club.

3.4 - Board Meetings. Regular meetings of the Board shall be held on a monthly basis. Special meetings of the Board shall be called by the President when deemed necessary. A majority of the Board may call a special Board meeting upon seven days' notice to all Board members.

3.5 - Board Quorum. A majority of the Board members shall constitute a quorum of the Board.

ARTICLE 4 - FEES AND DUES

4.1 - Admission Fee. The admission fee, as determined by the Board of Directors, shall be paid before the applicant can qualify as a member. Such fee shall be published in the Board Policies and Procedures.

4.2 - Membership Dues. Membership dues shall be payable semi-annually on the first day of July and of January. The amount of the Membership dues may be changed at any regular meeting of the Club, a quorum being present, provided that notice of the proposed change shall have been delivered by mail, e-mail or facsimile to each member at least ten days before the meeting. Membership dues shall be published in the Board Policies and Procedures.

ARTICLE 5 – VOTING

5.1 – Members. The business of this Club is conducted by voice vote or show of hands except for the election of officers and directors, which is conducted by ballot. The Board may provide a ballot for a vote on a specific resolution.

5.2 – Board. All Officers and Directors (appointed or elected) have voting privileges on matters before the Club Board of Directors.

ARTICLE 6 – COMMITTEES

6.1 - Each Director is assigned a set of committees to oversee and ensure these committees remain active and productive throughout the year. Committees support the 5 Avenues of Service – Club, Vocational, Community, International and Youth Services. Committees have Chairs and members and are supported through volunteers from the entire membership. As new projects or committees are formed each year, this list may be modified at any time. Each Director will lead a Team of members to coordinate the Club Service activities of the Club's regular meetings (one month per year) and plan a Social Event (one month per year).

6.2 - Club committees are charged with carrying out the annual and long-range goals of the club. 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. It is recommended that the chair have previous experience as a member of the committee. The President-Elect and/or Committee's Chair is responsible for discussing interests with club members, appointing committee members and filling vacancies during the year, appointing committee chairs, and conducting planning meetings prior to the start of the year in office. 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.

- a. The President shall be 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 through their Director.
- d. No member of this club shall have the authority to commit the club to any obligation without the express approval of the board as specified in Article 10 – Resolutions.

ARTICLE 7 – FINANCES

7.1 - The Treasurer shall deposit all funds of the Club in financial institutions named by the Board.

7.2 – All bills shall be paid by checks signed by the Treasurer or by any other approved method of payment of the club’s banking institution. Checks for amounts beyond the approved budget shall be made only upon vouchers signed by any two officers. A thorough audit of all the Club's financial transactions shall be made by a Certified Public Accountant or other qualified person at the discretion of the Board.

7.3 - The Finance Committee consisting of the Immediate Past President, President, President Elect, President Nominee, Secretaries and Treasure shall have responsibility delegated by the Board of Directors for the charge and control of the Club’s funds. The Board may require a bond for members of the Finance Committee for the safe custody of the Clubs’ funds, the cost of the bond to be paid by the Club.

7.4 - The fiscal year of this Club shall extend from July 1st to June 30th, and for the collection of members' dues shall be divided into two semiannual periods extending from July 1st to December 31st, and from January 1st to June 30th. The payment of per capita dues and magazine subscriptions to Rotary International shall be made on July 1st of each year on the basis of the membership of the Club on those dates.

7.5 - At least thirty days prior to the beginning of each fiscal year the President-Elect shall prepare, or cause to be prepared, a budget of estimated income and estimated expenditures for the year, which, having been agreed to by the Board, shall stand as the limit of expenditures for the respective purposes unless otherwise ordered by action of the Board. A copy of the approved budget shall be made available to members upon request.

ARTICLE 8 – CLOVIS ROTARY FOUNDATION, INC.

8.1 - The purpose of the Clovis Rotary Foundation is to receive gifts of money and property, to maintain and manage same, and to distribute money and property to support local and international causes supported by The Rotary Club of Clovis, and decided upon by the Board of Directors of the Clovis Rotary Foundation.

8.2 - The Clovis Rotary Foundation shall carry on only those activities permitted to be carried on (a) by a corporation exempt from federal tax under section 501(c)3 of the Internal Revenue Code or (b) by a

corporation making contributions which are deductible under section 170(c)2 of the Internal Revenue Code.

8.3 - Refer to the Bylaws of the Clovis Rotary Foundation, Inc. adopted on August 16, 2019 for further detail.

8.4 - On July 8, 2019, The Rotary Club of Clovis Board approved the following:

a. Ten percent (10%) of the income raised from the Club's major fundraiser will be invested in the Clovis Rotary Foundation by the end of each fiscal year.

b. Income not spent at the end of the budget year will be invested in the Clovis Rotary Foundation within 30 days of the end of each fiscal year.

8.5 – Investments in the Clovis Rotary Foundation can be used for all community service initiatives and can be accessed as needed.

8.6 – Members and community can donate to the Clovis Rotary Foundation and receive the benefits of donating to a 501(c)3.

8.7 - If any business or individual makes a donation or contribution to our Club or Foundation, we strongly recommend they consult with their tax advisors to determine any tax benefits to themselves or their business.

ARTICLE 9 - METHOD OF ELECTING MEMBERS AND TYPES OF MEMBERSHIP

9.1 - Active Members. To become a Rotarian, you must be sponsored by an existing member. The Membership process includes:

a. The sponsor of the proposed member should invite that person to lunch at least twice to provide the proposed member an opportunity to form an impression of the Club and provide the Club an opportunity to meet the individual.

b. The name of a prospective member, proposed by an active member of the Club or by the Membership Development Committee, shall be submitted to the Membership Chair.

c. The Membership Development Committee shall investigate and the Membership Chair report to the Board on the eligibility of the proposed member from the standpoint of character, business and social standing, and general eligibility. It shall also assign a classification.

d. The Board shall consider and approve or disapprove the recommendations from the Membership Chair and shall then notify the proposer, through the Recording Secretary, of its decision. If the decision is not approved, the proposer shall be so notified by the Recording Secretary along with the Board's reasons.

e. If approved, the Membership Orientation Chairperson or designee and the sponsor shall inform the proposed member of the purposes of Rotary and of the privileges and responsibilities of membership in the Club. At which time, the proposed member shall be requested to give permission for his/her name and classification to be distributed to the Club members by the

Recording Secretary.

f. If no written objection to the proposal, stating reasons, is received by the Recording Secretary from any member of the Club within 7 days following publication of the name of the prospective member, the prospective member, upon payment of his/her admission fee, shall be considered to be elected to membership.

g. If any objection has been filed with the Board, it shall be considered at any regular or special meeting of the Board, and the Board shall vote on the proposed member. If the majority of the Board in attendance, after fully reviewing the objections, vote in favor of overruling the objections, the proposed member, upon payment of the prescribed admission fee, shall be considered to be elected to membership.

h. Following the member's election into membership as herein provided, the Recording Secretary shall issue a membership packet to the member and shall report his/her name to the General Secretary of Rotary International.

i. The member shall be formally inducted/introduced as a new member at a regular meeting of the Club.

j. Active members are responsible for all aspects of Rotary membership as outlined in the Club Bylaws, Board and Members Policies and Procedures, and District and Rotary International requirements.

9.2 - Active – Rule of 85. Rule of 85 Membership is for Active Members whose years of Rotary service plus age equal 85 or more. They are exempt from attendance requirements, but all financial requirements still apply. Qualifying members meeting regular attendance requirements are encouraged to remain in an Active Member status.

9.3 – Honorary. Honorary Member Status is for a member who wishes to maintain a relationship with the Club, attend and participate in Club meetings and functions, but can no longer commit to the attendance and financial requirements of an Active Member.

Non-Rotarian individuals may be recognized with an Honorary Membership through their meritorious service to the Club or by their ongoing participation in an event or project of the Club. Honorary membership may also be designated as a “Corporate Membership” and awarded to a co-worker of an active member in support of that active member’s participation in the club. Attendance of this honorary member will count toward attendance of the active member.

Honorary membership is granted only in special circumstances which will be reviewed and approved by the Board of Directors. Honorary members are responsible to pay for lunch meals or other charges associated with events they attend. Rotary International guidelines state that Honorary Membership is limited to a one-year period, unless approved otherwise by the Club Board of Directors.

9.4 – Leave of Absence. Current Active Members may submit a written request for LOA status for approval by the Board when they anticipate that circumstances (i.e. health, job requirements or other) will prevent them from attending 50% of club meetings. Financial requirements still apply. LOA status is granted for a maximum of six (6) months unless approved otherwise by the Club Board of Directors.

9.5 – Friends of Rotary. Friends of Rotary Status is for persons supporting the activities and philosophies of Rotary. These include active volunteers, Interact/Rotaract school advisors, BS/GS advisors and others that have earned this acknowledgement by serving the club.

Friends of Rotary membership is granted only in special circumstances which will be reviewed and approved by the Board of Directors. Friends of Rotary members are responsible to pay for lunch meals or other charges associated with events they attend. Rotary International guidelines state that Friends of Rotary Membership is limited to a one-year period, unless approved otherwise by the Club Board of Directors.

ARTICLE 10 – RESOLUTIONS

No individual member of this club, regardless of the position held, shall have the authority to commit this club to any obligation (of funds, manpower, or other) without the express approval of the majority of the Club Members at a General Assembly or by the Board of Directors. Club members asked for that commitment by any individual, business or other organization shall put together a written proposal to the Board of Directors who will then decide if the request meets board guidelines and if so, the level of funding or manpower to be allocated, if any. Any resolutions or motions to commit the Club to any position or action shall first be reviewed and approved by the Board. If resolutions or motions are offered at a Club meeting, they shall be sent to the Board without discussion.

ARTICLE 11 – AMENDMENTS

These Bylaws may be amended at any regular club meeting. Changing the club bylaws requires that written or email notice be sent to each member 10 days before the meeting, that a quorum be present for the vote, and that 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.

ARTICLE 12 – SUPPORTING DOCUMENTS

The Board shall create and maintain a Board Policy and Procedure Manual and a Member Policy and Procedure Manual to document and clarify day to day club operations. These manuals will be modified and approved by the Board as necessary.