

Mount Horeb Rotary Club
By-Law & Handbook Changes
January 2026

Rotary Documents Hierarchy

Governing & Operations

Information Only

RI Constitution-> RI By-Laws

MHRC Constitution -> MHRC By-Laws -----□

Handbook

RI Constitution & Amendments

Concern: How do local clubs acknowledge and incorporate RI Constitution amendments into the local club operating rules? Our constitution Article 22 only allows for the name and locality of the club to be changed. We do not need to and cannot revise our constitution to reflect amendments to RI Constitution.

Current RI Constitution:

Article 5 Membership

Section 3 Ratification of Constitution and Bylaws. Every club granted a certificate of membership in RI and accepting the same thereby accepts, ratifies, and agrees to be bound in all things, not contrary to law, by this constitution and the bylaws of RI, and amendments thereto, and to faithfully observe the provisions thereof.

Current MHRC Constitution:

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 amen

Proposed Solution:

Add language into the MHRC By-Laws to acknowledge the RI Constitution amendment.

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MHRC (By-Law Proposed Changes)

Items in italics are directions and recommendations from Rotary International Club bylaws that supplement the Standard Rotary Club Constitution and establish common club practices. The bylaws in this document are recommendations. Customize them to reflect your club's practices, and confirm that they are not in conflict with the RI Constitution and Bylaws, the Standard Rotary Club Constitution (except where permitted), and the Rotary Code of Policies. Articles that your club is required to include are noted below.

Article 1 Definitions

Concern: Quorum definition requires clarification for electronic voting.

Proposed Action: Define quorum to be a simple majority of the club membership, which is 50% plus 1.

Current Language:

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

Proposed Language:

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, other than elections, and a simple majority of the directors for club board decisions. All elections, in person or electronic will

require a simple majority to be valid.

Article 2 Board

Concern: Board membership needs to be better defined.

Proposed action: Clarify all BOD positions.

Current Language:

The governing body of this club is its board of directors, consisting of, the president, immediate past president, president-elect, secretary, treasurer, and up to 3 Directors at large.

The Standard Rotary Club Constitution requires a club's bylaws to include article 2. The officers listed above are required to be members of the club board. Your club's board may have additional members, such as the vice president, the president-nominee, sergeant-at-arms, or other directors. If your club has satellite clubs, list their club board members in this article, also.

Proposed Language:

The governing body of this club is its board of directors (BOD).

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The BOD consists of:

1. Current president
2. Immediate past president
3. President elect
4. President elect nominee
5. Secretary
6. Treasurer
7. Directors at large, up to 5 total as determined by the BOD

All decisions of the BOD are final and may not be appealed except a decision to terminate membership. Membership termination may be appealed in accordance with Article 13 of the MHRC Constitution.

The BOD shall select a Sargent at Arms from among the membership or BOD.

The Standard Rotary Club Constitution requires a club's bylaws to include article 2. The officers listed above are required to be members of the club board. Your club's board may have additional members, such as the vice president, the president-nominee, sergeant-at-arms, or other directors. If your club has satellite clubs, list their club board members in this article, also.

Article 3

Elections & Terms of Office

Concern:

There is ambiguity regarding elections and terms.

Action:

Clarify language and ensure compliance with Constitution.

Current Language:

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

Section 2 — Voting opens at the December Business Meeting and is conducted electronically. Voting will remain open for 30 days or until a majority is achieved. The candidate who receives a majority of the votes for each office is declared elected to that office.

Section 3 — If any officer or board member vacates his or her position, the remaining members of the board will appoint a replacement.

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

Treasurer — No Limit, at discretion of board at annual review

Secretary — No Limit, at discretion of board at annual review

Director — elected position, 2 year rotation.

The Standard Rotary Club Constitution requires that your club's bylaws specify an election process. If a nominating committee is used, include details of how it is appointed. The term of office for a club president is specified as one year in the Standard Rotary Club Constitution.

Proposed Language:

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Section 1 – Nominations for Offices

- October-November – Club members submit nominations for offices, president, president elect nominee, secretary, treasurer and any open director at large positions. The nominations may be from the floor at the business meetings or to a member of the nominating committee. The nominating committee consists of the current club president, president elect and secretary.

Section 2 – Voting

- Voting opens at the December Business Meeting and is conducted electronically. Voting will remain open for 30 days or until the total number of votes cast equals a simple majority of the membership. The candidate who receives the most votes is declared elected to that office.

Section 3 – Vacated Offices

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

Section 4- Terms of Office for each role are:

- President – 1 year
- Immediate past President – 1 year
- President Elect – 1 year
- President Elect nominee – 1 year
- Treasurer- No limit, serves at discretion of the BOD
- Secretary- No limit, serves at discretion of the BOD
- Director at large
 - Youth Exchange Committee Chair – No limit, serves at discretion of BOD
 - Director at large – 2 years, to be staggered with other Directors at large

The Standard Rotary Club Constitution requires that your club's bylaws specify an election process. If a nominating committee is used, include details of how it is appointed. The term of office for a club president is specified as one year in the Standard Rotary Club Constitution.

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Article 4 Duties of the Officers

Concern: Position definitions are not consistent with officer titles.

Current Language:

- 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 vice president presides at club and board meetings when the president is absent.
- Section 5 — A director 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. Optional position *

See Rotary club leader manuals for details on the roles of club officers

Proposed Language:

- 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-elect*** presides at club and board meetings when the president is absent.
- Section 5 — A director 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. Optional position *

See Rotary club leader manuals for details on the roles of club officers?????

Article 5 Meetings

Concern: Clarification of meeting schedules

Current Language:

- Section 1 — The December Business Meeting is the annual meeting of this club and is held to elect the officers and directors who will serve for the next Rotary year.
- Section 2 — This club meets as follows: Weekly on Wednesday at Noon. Reasonable notice of any change or cancellation of the regular meeting will be given to all club members.
- Section 3 — Board meetings are held each month. Special meetings of the board are called with reasonable notice by the president or upon the request of two directors.

The Standard Rotary Club Constitution requires club bylaws to include article 5, section 2.

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Proposed Language:

Meeting Schedules:

- BOD meetings- First Wednesday of each month. Special meetings of the board are called with reasonable notice by the president or upon the request of two directors.
 - BOD meeting minutes are distributed to members via email or club runner within 30 days of the meeting.
- Club meetings
 - Weekly on Wednesday at noon. Reasonable notice of changes or cancellation of the meeting will be given to all club members via email.
 - 1st Wednesday is a Business meeting
 - 2nd Wednesday is a “Rotary Program” meeting
 - 3rd Wednesday is a “Committee” Meeting
 - 4th Wednesday is a “Rotary Program” meeting
 - 5th Wednesday is a “Social” meeting and may be at a different time and location.
 - The 1st Wednesday in December is the Annual Club Business meeting and is held to elect club officers and directors for the next Rotary Year.

The Standard Rotary Club Constitution requires club bylaws to include article 5, section 2.

Article 6 Dues (No Change)

Annual club dues are paid as follows: Quarterly, Net 30. Annual club dues include RI per capita dues, a subscription to The Rotarian or a Rotary regional magazine, district per capita dues, club fees, and any other Rotary or district per capita assessment. Club dues structures are outlined in club handbook.

The Standard Rotary Club Constitution requires club bylaws to include article 6

Article 7 Method of Voting

Concern: Clarify how votes are taken and validated.

Current Language:

The business of this club is conducted by electronic voting. A vote will remain open for 30 days or until a majority is achieved. The board may also provide a ballot for a vote on some resolutions. Financial decisions outside of the budget and committee allocations in the budget, and decisions on changes in fundraising activities require a vote of the club. Include satellite club voting procedures here.

Proposed Language:

- The business of this club is conducted by electronic voting. A vote will remain open for 30 days or until a simple majority of membership is achieved.

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- The board may bring to the membership a ballot for a vote on some resolutions. For example: Financial decisions outside of the budget, committee allocations in the budget, and changes in fundraising activities require a vote of the club.
~~Include satellite club voting procedures here.~~

Article 8 Committees

Concerns: Need to define committees and map to Rotary International Committee requirements. RI & MHRC Constitution requires (5) Committees minimum.

1. Club Administration
2. Membership
3. Public Image
4. Rotary Foundation
5. Service Projects

Current Language:

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 and proposes an annual budget to the Board for the committee.

Section 4 - The committees are: New Generations/Youth; Grants - Local and International; Membership, Social, Public Relations and Diversity; Fundraising; and Mount Horeb Rotary Foundation.

Recommended: The committees are: New Generations/Youth; Grants – Local and International; Member Services; Community Outreach, Fundraising and Mount Horeb Rotary Foundation

Proposed Language:

Section 1-Mount Horeb Rotary Club Committees Include:

- Board of Directors (RI #1 & RI #4, Club Admin & Rotary Foundation)
- Member Services Committee (RI #2, Membership)
- Community Outreach Committee (RI #3, Public Image)
- Mount Horeb Rotary Foundation (RI #4, Foundation, BOD)
- Grants Committee (RI #5, Service Projects)
- Fundraising Committee (RI # 5, Service Projects)
- New Generations/Youth

Club committees coordinate their efforts to achieve the club's annual and long- term goals.

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Section 2 — The current 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, reports to the board on all committee activities and proposes an annual budget to the Board for the committee. Published monthly agendas and minutes are suggested for each committee.

Article 9 Finances

Concerns: Clear up language regarding how the club monies are deposited.

Current Language:

Section 1 — Before each fiscal year starts, the board prepares an annual budget of estimated income and expenditures during the March Board meeting. The proposed budget is presented to the club for a vote at the April business meeting.

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

Section 3 — Bills are paid by the treasurer or another authorized officer.

Section 4 — A qualified financial professional 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.

Proposed Language:

Section 1 — Before each fiscal year starts, the board prepares an annual budget of estimated income and expenditures during the March Board meeting. The proposed budget is presented to the club for a vote at the April business meeting.

Section 2 — The treasurer deposits club funds in a financial institution or institutions designated by the board, divided into four accounts: one for club operations and one for service projects, one for International projects, and a Capital account. Keith to Update

Section 3 — Bills are paid by the treasurer or another authorized officer.

Section 4 — A qualified financial professional 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 10 Method of Electing Members (No Change)

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

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Section 2 — The board recommends the candidate's membership at the next board meeting and the club votes on the recommendation at the next business meeting. The proposed candidate does not attend the business meeting at which the vote is taken. This vote is conducted by a voice vote. If a majority of club members is not established, the vote will be conducted electronically and remain open until a majority is achieved or for 30 days.

Section 3 — If the club approves the candidate's membership, the prospective member is invited to join the club, and a sponsor is assigned.

Article 11 Amendments (No Change Necessary)

Concerns: We are modifying the By-Laws and our process needs to be consistent with Rotary Requirements. To be compliant we need to publish the By-Law Changes and provide 30 days for a vote. **A two-thirds majority of the members is required to pass the changes.**

Current Language:

Changing the club bylaws requires electronically sending the proposed changes to club members and conducting an electronic vote which will remain open until two thirds of the club support or reject the amendments, or for 30 days. Changes to these bylaws must be consistent with the Standard Rotary Club Constitution, the RI Constitution and Bylaws, and the Rotary Code of Policies.

Proposed Language:

Changing the club bylaws requires electronically sending the proposed changes to club members and conducting an electronic vote which will remain open until two thirds of the club support or reject the amendments, or for 30 days. Changes to these bylaws must be consistent with the Standard Rotary Club Constitution, the RI Constitution and Bylaws, and the Rotary Code of Policies.

These By-Laws incorporate RI Constitution Amendments adopted by RI in 2022.