

# **Bylaws of the Rotary Club of Gloucester (Virginia)**

## **Article I - Definitions**

1. Board: The Board of Directors of this club.
2. Director: A member of this club's Board of Directors.
3. Member: A member, other than an honorary member, of this club.
4. Honorary Member: Selected by Board for meritorious Rotary Service.
5. RI: Rotary International.
6. Year: The twelve-month period that begins on 1 July.
7. CPETS: Chesapeake President Elect Training

## **Article II - Board of Directors**

The governing body of this club shall be the board consisting of up to ten members of this club, namely, four directors selected in accordance with article III, section 1, of these bylaws, and the president, president-elect/vice president, secretary, treasurer, and the immediate past president.

## **Article III - Elections of Officers and Directors**

**Section 1** – Officers for the upcoming Rotary year shall be elected at a regular meeting in December of each year. At a regular meeting one month prior to the meeting in December the president, or presiding officer, shall form a nominating committee composed of three recent past presidents to prepare a slate of nominees for the offices of president-nominee/vice president (the president-nominee will automatically become the president-elect/vice president the following July 1 and then the president twelve months later), secretary, treasurer, and sergeant-at-arms. The nominating committee shall present all officer nominees to the membership, and nominations (if nominee agrees) will be accepted from the floor. The election of officers shall take place as described in Article 7. All officers-elect will commence serving on July 1 of the following year, with the president-elect from the previous year automatically becoming the president. The remaining directors shall be selected by the president based on their willingness to serve as chairman of a committee (Article 9). All officers are encouraged to attend RI training.

**Section 2** – The officers and directors, as elected or appointed, together with the immediate past president shall constitute the Board.

**Section 3** -- A vacancy of any office shall be filled as described in Article III Section 1 and Article VII.

## **Article IV - Duties of Officers**

**Section 1 – President** - It shall be the duty of the president to preside at all club and board meetings, and to perform other duties that ordinarily pertain to the office of president.

**Section 2 – President-elect/vice president** - It shall be the duty of the president-elect/vice president to serve as a director, preside at meetings and board meetings in the absence of the president, to perform other duties pertaining to the office, and other duties as prescribed by the president and the board. The President-elect is required to attend C-PETS training.

**Section 3 – Secretary** - It shall be the duty of the secretary to keep membership records, send out notices of club, board and committee meetings; record and preserve the minutes of such meetings; report as required to RI, including the semiannual reports of membership on 1 January and 1 July of each year, and prorated reports 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 semiannual reporting period, report changes in membership; and perform other duties as usually pertain to the office of secretary. Update for the current attendance policy of RI as required.

**Section 4– Treasurer** - It shall be the duty of the treasurer to have custody of all funds, accounting for it to the club monthly. The Treasurer shall also prepare the budget, send out member dues bills, and foundation contribution requests. 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. The treasurer-elect, upon accepting the position, shall serve as an understudy of the current treasurer for a period of at least one full quarter prior to taking office to help ensure continuity of club funds and financial record keeping.

**Section 5– Sergeant-at-Arms** - The sergeant-at-arms is the club's official greeter. The sergeant-at-arms sets up the American Flag for each meeting. She/he records guests and visitors at meetings, sees that members wear and return their badges, is custodian of the badges, banners and similar items, and works with the secretary and president to encourage attendance.

## **Article V - Meetings**

**Section 1 – Annual Meeting** - An annual meeting of this club shall be held during December each year, at which time the election of officers to serve for the ensuing year shall take place.

**Section 2** – The regular meetings of this club shall be held on the second, fourth and fifth Thursday of each month at 530 PM or any other time determined by the board. Due notice of any changes in or canceling of the regular meeting shall be given to all members of the club.

**Section 3** – One-third of the membership shall constitute a quorum at the annual and regular meetings of this club.

**Section 4** – Regular meetings of the board shall be held monthly. Special meetings of the board shall be called by the president, whenever deemed necessary, or upon the request of two (2) directors, due notice having been given.

**Section 5** – A majority of the directors shall constitute a quorum of the board.

## **Article VI - Fees and Dues**

**Section 1** – An admission fee shall be paid before an applicant can qualify as a member.

**Section 2** – The membership dues are payable annually during June. The Board of Directors will review for further action those members with dues that are past due.

**Section 3** – The annual Rotary Foundation contribution shall be payable during December.

## **Article VII - Method of Voting**

The business of this club shall be transacted by viva voce vote, except the election of officers when there is more than one candidate for an office, which shall be placed on a ballot in alphabetical order for each office. The board on occasion may also determine that a specific resolution be considered by ballot rather than by *viva voce* vote.

## **Article VIII - Four Avenues of Service**

The four Avenues of Service are the philosophical and practical framework for the work of this Rotary club. They are Club Service, Vocational and Youth Service, Community Service, and International Service. This club will be active in each of the four Avenues of Service.

## **Article IX - Committees**

The President may, at their discretion, subject to the approval of the Board, appoint the following standing committees:

1. Administration (Includes Club Service)
2. Community Service

3. Benefactors
4. Public Image
5. Membership and Orientation Committee
6. International Service/Foundation
7. Vocational and Youth Services

Club committees are charged with carrying out the annual and long-range goals of the club based on the four Avenues of Service. 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 two years to ensure consistency. The president-elect is responsible for appointing committee members to fill vacancies, appointing committee chairs and conducting planning meetings prior to the start of the year in office. It is recommended that the chair have previous experience as a member of the committee. The committees shall each consist of a chairman, who shall be named by the President, and if possible, at least two (2) other members. The President shall be an ex-officio member of all committees, and, as such, shall have all the privileges of membership therein. Each committee shall transact such business as delegated to it in the by-laws 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 to the Board and approved by the Board.

## **Article X - Duties of Committees**

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 1 - Club Administration and Service Committee.** This committee shall devise and carry into effect plans that will guide and assist the members of the club in discharging their responsibilities in matters relating to club service. The chairman of the Club Administration Committee shall be responsible for regular meetings of the committee and shall report to the Board on all club administration activities. This committee shall also prepare and arrange the programs for the regular and special meetings of the club, as well as the Annual Banquet and club socials as assigned. Work with the entire membership to develop programs for each meeting. Plan various special events that will foster fellowship and good will among the members.

**Section 2 - Community Service Committee.** This committee shall devise and carry into effect plans that will guide and assist the members of the club in discharging their responsibilities in community relationships. The chairman of this committee shall be responsible for the community service activities of the club. Develop and implement educational, humanitarian, and vocational projects that address the needs of the

community. Be responsible for selecting and recommending to the Benefactor 's Committee the levels of financial support to the various service organizations.

**Section 3** - Benefactor's Committee. Shall be made up of the past president, current president, treasurer, and any other interested Rotarian. The committee will review the recommendations from the community service committee, the vocational and youth services committee, the international services/foundation committee, and any other recommendations from the members to provide financial assistance.

**Section 4** -Public Image Committee. This committee shall Develop and implement plans to provide the public with information about Rotary and to promote the club's service projects and activities to include updating the website, Facebook monthly articles in the newspaper and district newsletter and quarterly articles in the Beehive. The chairman of this committee shall be responsible for public relations of the club.

**Section 5** -Membership and Orientation Committee. This committee shall develop and implement a comprehensive plan for the recruitment and retention of members. Identify and contact potential new members and corporate members for membership. This committee shall consider all proposals for membership from a personal aspect and shall thoroughly investigate the general eligibility of all persons proposed for membership and shall report their decisions on all applications to the Board. Work with new members to ensure that they gain a working knowledge of Rotary and its objectives, and that they become involved in the various activities of the club.

**Section 6** - International Service/Foundation. This committee shall develop and implement plans to support The Rotary Foundation through both financial contributions and program participation. The Foundation chair will attend the district training or select another club member to attend to qualify the club to apply for a district grant. The Foundation chair will apply for the district grant and file all required reports. Be responsible for selecting and recommending to the Benefactor 's Committee the levels of financial support to the various service organizations. This committee will go through the procedures to award Paul Harris Fellows for the current year.

**Section 7** - Vocational and Youth Services. This committee shall develop opportunities for young people in the service area to strengthen leadership skills through involvement in their community and international service projects. Select and recommend to the club benefactor's committee the youth community service groups and organizations to receive club financial support. The committee selects recipients for the various club scholarships (number and amounts of scholarships are determined by annual budget).

#### **Article XI - Leaves of Absence**

Upon written application to the board, setting forth good and sufficient cause, leave of absence may be granted excusing a member from attending the meetings of the club for specified length of time. Unless there are extreme circumstances leave will not be granted for more than four months at one time.

## **Article XII - Finances**

**Section 1** – Prior to the end of the first month of each fiscal year, the board shall prepare, and the membership shall have approved a budget of estimated income and expenditures for the year, which shall stand as the limit of expenditures for these purposes, unless otherwise ordered by action of the board. The budget shall be broken into two separate parts: one in respect of club operations and a second in respect of charitable/service operations.

**Section 2** – The treasurer shall deposit all club funds in a bank, named by the board. The club funds shall be divided into two separate parts: club operations and service projects.

**Section 3** – All bills shall be paid by the treasurer or other authorized officers evidenced by an invoice or voucher.

**Section 4** – The fiscal year of this club shall extend from 1 July to 30 June. The payment of *per capita* dues and RI official magazine subscriptions shall be made on 1 July and 1 January of each year on the basis of the membership of the club on those dates. Members shall also be invoiced regularly for meals and other expenses.

## **Article XIII - Method of Electing Members**

**Section 1** – The name of a prospective member, proposed by an active member of the club, shall be submitted to the board in writing, through the club secretary. A transferring or former member of another club may be proposed to active membership by the former club. The proposal shall be kept confidential except as otherwise provided in this procedure.

**Section 2** – The board shall ensure that the proposal meets all membership requirements of the standard Rotary club constitution.

**Section 3** – The board shall approve or disapprove the proposal within 30 days of its submission and shall notify the person who proposed the perspective new member, through the club secretary, of its decision.

**Section 4** – If the decision of the board is favorable, the prospective member shall be informed of the purposes of Rotary and of the responsibilities of membership, following which the prospective member shall be requested to sign the membership proposal form and attend three meetings of the club. Returning members are required to attend one meeting. If the decision is unfavorable the proposing member shall notify the prospective member of the decision of the Board.

**Section 5** – At the meeting following the third visit the name of the proposed new member will be published and made available to all members present. If no written

objection to the proposal, stating reasons, is received by the president or the secretary from any member of the club within seven (7) days following publication of information about the prospective member, that person, upon payment of the admission fee shall be considered elected to membership. If any such objection has been filed with the board, it shall vote on this matter at its next meeting. If approved despite the objection, the proposed member, upon payment of the admission fee, shall be considered elected to membership.

**Section 6** – Following the election, the membership chair shall arrange for the new member's induction, membership card, and new member Rotary literature. In addition, the president or secretary will report the new member information to RI will assign a member (mentor) to assist with the new member's assimilation into the club as well as assign the new member to a club project or committee.

**Section 7** – The club may elect, in accordance with the standard Rotary club constitution, honorary members proposed by the board for a term of one year. They may be re-elected as an honorary member on recommendation from the board annually.

#### **Article XIV - Resolutions**

The club shall not consider any resolution or motion to commit the club on any matter until the board has considered it. Such resolutions or motions, if offered at a club meeting, shall be referred to the board without discussion.

#### **Article XV – Orders of Business**

Meeting called to order

Pledge of allegiance to the flag

Invocation

Introduction of visitors

Meal

Happy Jar

Correspondence, announcements and Rotary Information

Committee reports

Unfinished business

New business

Program

Four Way Test

Adjournment

#### **Article XVI - Amendments**

These bylaws may be amended at any regular meeting, a quorum (one third of the membership) being present, by a majority vote of all members present or voting by email, provided that notice of such proposed amendment shall have been delivered to each member at least ten (10) days before such meeting. No amendment or addition to these

bylaws can be made which is not in harmony with the standard Rotary club constitution and with the constitution and bylaws of RI

## **Article XVII - Membership Types**

### **Section 1 - Standard Rotary Membership**

### **Section 2 - Honorary Membership**

**Section 3 - Corporate Membership** the Rotary Club of Gloucester offers Corporate Membership status for businesses and other large organizations, government entities, professional practices, educational institutions, not-for-profit groups, and financial institutions. This may also include a regional group whose mission includes serving the residents of Gloucester, subject to Board approval.

1. **Qualifications.** All members must meet the regular requirements for membership in the club and in Rotary.
2. **Members.** Subject to the approval of the club's board, organizations shall designate a primary corporate member, who is either president, chief executive, department head, general manager, or the like, and up to a maximum of two alternate members, who must be employed by the business, organization or institution of Gloucester, or regional group serving the community of Gloucester.
3. **Dues.** Dues for the corporation member shall be the same as any other member. Dues for the additional members should be at least the cost of the RI and district dues determined each year.
4. **RI registration.** All corporate members are full, active members of the club and count in the club's and Rotary International's data base.
5. **Votes and quorum.** All corporate members are active, dues-paying members and are eligible to vote on club matters.
6. **Holding office.** All corporate members are active, dues-paying members of the club and are eligible to hold office.

**Section 4 - Family Membership** the Rotary Club of Gloucester offers Family Membership for any family member (e.g. Spouse, Partner, Adult Aged Child). Family members are all active members and have all the same rights, privileges and obligations as other members. Obligations include:

1. **Qualifications.** All members must meet the regular requirements for membership in the club and in Rotary.
2. **Dues.** Dues for the first family member shall be the same as any other member. Dues for the additional family members should be at least the cost of the RI and district dues determined each year.



3. **Votes and quorum.** All family members are active, dues-paying members and are eligible to vote on club matters.
4. **Holding office.** All family members are active, dues-paying members of the club and are eligible to hold office.

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These bylaws were ratified at a regular meeting on **July 25, 2024** (with a quorum present).