

BY-LAWS
OF
THE RICHARDSON EAST
ROTARY CLUB
RICHARDSON, TEXAS

(6.11.2002)

Amended January 27, 2010

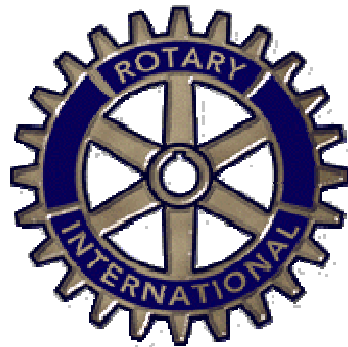


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AMENDMENTS TO BYLAWS

April 5, 2006 – Items 5.3 and 5.4 added to Article V by majority vote of Richardson East Rotary Club. Amendments proposed by member George McKearin.

August 5, 2006 – Items of Articles 1, 2, 3, 7, 10 and 13, included by Majority Vote of the Richardson East Rotary Club. Amendments prepared by Past President Jim Henderson to accomplish a new club structure authorized by Rotary International. Items included: 1.1, 1.2.1, 2., 3.3, 7.1, 7.2, 10.1.6, and 13.

: The board also approved requiring the member to maintain current dues and fees during the approved leave of absence (changes to Article 8).

August 11, 2009 – The board approved updating article VII to properly indicate the correct officers and board member designations of the club; Article II, which describes the makeup of the Board of Directors, and Article I, Section 1, clarifying the makeup of the Presidential Nomination Committee. These changes were approved by the board on November 10, 2009.

1 ARTICLE I - ELECTION OF OFFICERS:

1.1 SECTION 1 – PRESIDENTIAL NOMINATING COMMITTEE

- At the regular meeting one month prior to the meeting for election of officers the president will appoint a nominating committee composed of a chairman, who will be the President-elect, a past president and one other person. The charge of the committee is to nominate, at the meeting for the election of officers, a candidate for each of the following offices: President Nominee, Secretary, Treasurer, and Sergeant-at-arms. It will be the responsibility of the committee to make sure each candidate has a strong interest in the office and the time required to devote to the office. All members shall be notified, in the club bulletin, two weeks in advance of voting for officers. The nominations will be placed before the club, along with any nominations from the floor and the candidates securing the highest number of votes shall be elected.

1.2 SECTION 2- METHOD OF SUCCESSION

1.2.1 PRESIDENT NOMINEE

The President-Nominee of the preceding year will automatically become the president-elect on the first day of July.

1.2.2 PRESIDENT ELECT

The President-elect shall serve for the year commencing on the first day of July and shall serve as President on the first day of July immediately following the year of service on the board as President-elect.

1.2.3 OTHER OFFICERS

The other three officers shall serve for one year commencing on the first day of July in the year for which they were elected.

1.2.4 VACANCIES

A vacancy in any of the five elected offices shall be filled by action of the remaining elected members and approved by a show of hands vote of the club members in attendance at the club meeting following the board action. In the event the club does not approve the appointment (s), vacancies will be filled by the same method used for the normal election of officers as outlined in Article I.

2 ARTICLE II - BOARD OF DIRECTORS:

The governing body of the club shall be the board of directors. The members of the board shall be those individuals elected as officers in accordance with Article I, Section 1 of these by-laws, and the four Directors appointed by the President, in accordance with Article VII, Section 7.1 of these by-laws and the immediate Past-president.

3 ARTICLE III - DUTIES OF OFFICERS:

3.1 PRESIDENT

It shall be the duty of the President to preside at meetings of the club and board, appoint directors for the four avenues of service, appoint a nominating committee one month prior to elections, present to the club, at midyear and end of year, a status report for the operation of the club which shall include projects, membership and financial condition of the club. In addition, abide by the policies of Rotary International and the constitution of the Richardson East Rotary Club and perform such other duties as ordinarily pertain to the office.

3.2 PRESIDENT-ELECT

It shall be the duty of the President-elect to serve as a member of the board of directors of the club and to perform such other duties as may be prescribed by the president or the board. In addition the President-elect shall publish and present to the club his annual operation plan by July 1 prior to becoming President. This plan will include committee appointments, program plans, proposed budget for the club year, and all completed forms required by Rotary International.

3.3 PRESIDENT-NOMINEE

It shall be the duty of the President-Nominee to serve as a member of the board of directors of the club and to aid the President and the President-elect as requested. In addition, serve as membership chairman for the club and be in charge of induction and mentoring.

3.4 SECRETARY

It shall be the duty of the Secretary to keep the records of membership, record the attendance at meetings and provide the club service chairman with names of members absent for follow up to insure attendance requirements are met, send out notices of meetings of the club and board and committees, provide the bulletin editor with the birthdays and anniversaries of members, update and publish the club roster quarterly along with a list of current meeting places of other Rotary Clubs in the area, record and preserve the minutes of such meetings, make the required reports to Rotary International, including the semiannual reports of membership, which shall be made to the General Secretary of Rotary international on January 1st and July 1st of each year, and including prorated reports to the General Secretary on October and April 1 of each active member who has been elected to membership in the club since the start of the July or January semiannual reporting period, the report of changes in membership, which shall be made to the General Secretary of Rotary International, the monthly report of attendance at the club meetings which shall be made to the District Governor immediately following the last meeting of the month, collect and remit to Rotary International subscriptions to "The Rotarian", and perform such other duties as usually pertain to this office.

3.5 TREASURER

It shall be the duty of the Treasurer to have custody of all funds, accounting for such funds to the club annually and at any other time upon demand by the board and to perform such other duties as pertain to his office. Upon retirement from office shall turn over to the successor for the President all funds, books of

accounts or any other club property in possession.

3.6 SERGEANT-AT-ARMS

The duties of Sergeant-at-Arms shall be to insure all facets of the weekly meeting are in harmony. This shall include week to week dealing with the entity providing the meal and physical set up of the meeting room, insuring the presence of greeters and a person to lead the prayer and pledge, flags, banners and bell are in place, handling the lighting levels, helping the program chairman, bulletin editor and any others involved in the presentation of the meeting. In addition be responsible for curtailing any acts by members for guests that may be a distraction to the meeting in general.

3.7 TRAINING

All officers are responsible for the training of their successor to insure the success of the club program. All incoming voting board members are required to attend the District Assembly, unless excused by the board of directors, and must agree to do so as a condition to being installed as a member of the board.

3.8 ANNUAL BUDGET

Annually, before July first of each year, the incoming President and Board of Directors shall prepare an operating budget for the coming year which shall be presented at a regular club meeting for approval by the Membership. As part of the budget process, the Board will review the amount of the club's estimated retained funds available at the beginning of the club year. The operating budget recommended to the Membership by the Board will include a recommendation concerning whether the club's retained funds for the coming year will remain the same or be increased or decreased. If the Board determines the retained funds should be increased, the budget for Club Service Expenses for the coming year shall include a budgeted expense item called "Increase in Retained Funds" in order to provide the mechanism required to increase retained funds. If the Board determines that the club's retained funds should be decreased, the budget for Club Service Income shall include a budgeted income item called "Decrease in Retained Funds". This "income item" will be a source available to the club to fund its budget operating expenses for the coming year.

4 ARTICLE IV - MEETINGS:

4.1 ANNUAL MEETING

An annual meeting of this club shall be held on the regular meeting day of the club closest to the thirty-first day of December in each year, at which time the election of officers for the ensuing year shall take place.

4.2 REGULAR WEEKLY MEETING

The regular weekly meeting of the club shall be held on a date and place proposed by the Board, agreed upon by the general membership by a majority vote of the general membership, taken in a general club meeting after having been announced two weeks prior to the vote. Due notice of any changes in or canceling of the regular meeting shall be given to all members of the club at least one week in advance. All members, excepting an honorary or members excused by the board of directors of the club, pursuant to Article VII, Section 3 of the Standard Rotary Club Constitution, in good standing in the club, on the day of the regular meeting, 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 at any other Rotary club, note: the 60% rule applies to visiting Rotarians who wish to be counted for a make-up.

4.3 QUORUM

One-third of the membership shall constitute a quorum at the annual and regular meeting of this club.

4.4 REGULAR BOARD MEETINGS

Regular meetings of the board shall be held monthly at time and place designated by the President or his appointed agent. The President as needed may call special meetings. A quorum must be present for official business to be conducted. A called board meeting, by other than the President, may be scheduled if requested by a quorum of the board members and notification to all voting members is made a week in advance-**Section 5 - Quorum at board meetings.** A majority of all the board members, six of eleven, shall constitute a quorum of the board.

5 ARTICLE V - FEES, DUES AND ASSESSMENTS:

5.1 ADMISSION FEE

The admission fee for new members shall be in accordance with the fee schedule adopted by the board of directors at their first board meeting of the new club year or with any adjustments approved during the elected year and to be paid before the applicant can qualify as a member.

5.2 MEMBER DUES AND ASSESSMENTS

The membership dues and assessments shall be in accordance with the fee schedule adopted by the board of directors at their first board meeting of the new club year or with any adjustments approved during the elected year. Dues shall be paid quarterly in accordance with the time schedule adopted by the board of directors. Dues and assessments shall be billed to members in amounts adequate to cover the annual cost of all expenses that would be classified as "Club Service Expenses" in the club's income statement and /or annual budget. "Club Service Expenses are defined as the cost of furnishing benefits and services to members and include, but are not limited to, such expenses as: meals, awards, social functions, operating supplies, and dues paid to the District and Rotary International. No funds raised by the club for philanthropic purposes, received from either club members or from sources outside the club, shall be used to pay for "Club Service Expenses". Any funds received from club members for philanthropic purposes will be voluntary.

5.3 QUARTERLY BILLINGS

The club Treasurer shall submit to each member by January 1st, April 1st, July 1st, and October 1st of each year, a Quarterly Invoice which shall include the membership dues and assessments as set forth in 5.2 hereinabove

5.4 MEMBERSHIP PAYMENT RESPONSIBILITIES AND COLLECTION PROCEDURES

If the member has not paid the invoice within 30 days from the date of the invoice, the Treasurer shall send a statement to the member clearly indicating the past due status. If the member has not paid the invoice balance within 30 days from date of the statement, the Treasurer shall send another statement indicating the past due status to the member. This statement shall indicate that the member either has to pay the invoice balance due before the next club Board Meeting or notify the Treasurer that he or she wishes to come before the Treasurer, President and President Elect on the evening of the monthly Board Meeting, commencing 30 minutes before the Board Meeting, to present his or her position as to why he or she needs some variance on paying the invoice. If the Treasurer, President or President Elect is unable to attend the above referred-to meeting, that officer shall appoint a substitute board member of the club to take his or her place at said meeting. The decision of the Treasurer, President and President Elect or their hereinabove appointed substitute on the requested variance shall be final. The President shall reduce to writing the agreed variance, if any, which shall be signed by both the President and the member, at the next weekly meeting.

The member must satisfy the requirements of the variance imposed under the preceding procedure by the end of the 90 day period following the next Quarterly Invoice. The next Quarterly Invoice must be paid in full within 30 days from its issuance.

Members who have not satisfied the above set forth payment responsibilities are subject to dismissal from the club by a majority vote of the then existing board and will be legally responsible for Quarterly Invoice amounts through the date of their dismissal.

6 ARTICLE VI - METHOD OF VOTING:

The business of this club shall be transacted by a voice or show of hands vote except when the President deems it to be in the best interest of the club to call for a ballot vote. .

7 ARTICLE VII - COMMITTEES:

7.1 APPOINTMENT OF DIRECTORS AND REPRESENTATIVES

The President shall appoint the following Directors: Club Administration, Club Service Projects (which encompasses Community, Vocational and International), Club Public Relations, and a Foundation Representative. The President will also appoint, after receiving recommendations from the Directors, additional subcommittees under each of the directorships as outlined in the Rotary International guides and a chairperson for each. All subcommittee chairpersons will be responsible for filling their committee needs from the membership roster. When there is a desire by the club to present a Paul Harris award, the President will appoint a committee to select a recipient. Each member of the club is required to serve on a committee.

7.2 DUTIES OF AVENUE OF SERVICE DIRECTORS

Each Director, of the arenas of Rotary service, will function according to the charge as expressed by Rotary International.

8 ARTICLE VIII - LEAVE 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 a specified length of time. The excused member will be recorded as absent but the absence is not computed in the attendance record of the club. If the member desires to maintain membership, He/She must have current dues paid in full, excluding meals, and must continue payments during the absence.

9 ARTICLE IX - FINANCES:

9.1 BUDGET

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, 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.

9.2 BANKING

The Treasurer shall deposit all funds of the club in a bank to be named by the board.

9.3 BILL PAYMENT

All bills shall be paid only by checks signed by the Treasurer. Only budgeted expenses can be paid without board approval.

9.4 CONTROL OF FUNDS

Officers having charge or control of funds shall give bond as may be required by the board for the safe custody of the funds of the club, cost of the bond to be borne by the club.

9.5 FISCAL YEAR

The fiscal year of the club shall extend from July 1st to June 30th, and for the collection of members' dues shall be divided into four equal quarterly periods. The payment of per capita dues and magazine subscriptions to Rotary International shall be made on July 1st and January 1st of each year on the basis of the membership of the club on those dates.

9.6 EXAMINATION OF RECORDS

The board has the authority to examine bank records and other financial data of the club at any time.

10 ARTICLE X - METHOD OF ELECTING MEMBERS:

10.1 ACTIVE MEMBERS

10.1.1 PROSPECTIVE MEMBERS

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 board in writing, through the club Secretary. The proposal for the time being shall be kept confidential except as otherwise provided in this procedure. Additional active members may be accepted in keeping with the guidelines developed by RI. Approval of additional active members is under the same guidelines as regular new members.

10.1.2 CLASSIFICATIONS COMMITTEE

The board shall request the classifications committee to consider and report to the board on the eligibility of the proposed member from the standpoint of classification, and shall request the membership committee to investigate and report to the board on the eligibility of the proposed member from the standpoint of character, business, and general eligibility.

10.1.3 APPROVAL

The board shall consider and approve or disapprove the recommendations of the classifications and membership committees, and shall then notify the proposing Rotarian, through the club Secretary, of its decision.

10.1.4 APPLICATION FOR MEMBERSHIP

If the decision of the board is favorable, the proposing Rotarian, together with one or more members of the Rotary information committee, shall inform the prospective member of the purposes of Rotary and of the privileges and responsibilities of membership in the club, following which the prospective member shall be requested to complete and submit an application for membership and to give permission for his or her name and proposed classification to be published to the club.

10.1.5 ELECTION TO MEMBERSHIP

If no written objection to the proposal, stating reasons, is received by the board from any member of the club within seven (7) days following publication of the name of the prospective member, the prospective member, upon payment of his admission fee, as prescribed in Article V of these by-laws shall be considered to be elected to membership. If any objection has been filed with the board, it shall consider the same at any regular or special meeting of the board and shall ballot on the proposed member. If the members of the board cast no more than one (1) negative vote in attendance at such regular or special meeting, the proposed member, upon payment of the prescribed admission fee, shall be considered to be elected to membership. Following the member's election to membership as herein provided, the club Secretary shall issue a membership card or other indication of membership and shall report his or her name to the General Secretary of Rotary International.

10.1.6 INDUCTION

Following such election, the President-Nominee shall arrange for the new member's induction and further

orientation, and the club secretary shall report such action to Rotary International.

10.2 SUBMISSION TO BOARD

The name of a proposed candidate for any valid membership type as outlined by Rotary International shall be submitted to the board of directors in writing and the election shall be in the same form and manner as prescribed for the election of an active member provided, however, that such proposal may be considered at any regular or special meeting of the board and that the board may at its discretion waive any of the steps as set forth in Section 1 of this Article and proceed to ballot on the proposed member. If the members at the regular or special meeting cast no more than one (1) negative vote, the proposed member shall be considered duly elected.

11 ARTICLE XI - RESOLUTIONS:

The club shall consider no resolution or motion to commit this 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. It will be the duty of the Board to inform the general membership, at the next regular meeting following the board meeting, the decision of the board.

12 ARTICLE XII - ORDER OF BUSINESS:

12.1 MEETING CALLED TO ORDER

12.2 INTRODUCTION OF VISITING ROTARIANS

12.3 CORRESPONDENCE AND ANNOUNCEMENTS

12.4 COMMITTEE REPORTS IF ANY

12.5 ANY UNFINISHED BUSINESS

12.6 ANY NEW BUSINESS

12.7 ADDRESS OR OTHER PROGRAM FEATURES

12.8 ADJOURNMENT

13 ARTICLE XIII - AMENDMENTS:

These by-laws may be amended at any regular (club) meeting, a quorum being present, by a two-thirds vote of all members present, provided that notice of such proposed amendment shall have been announced in the club bulletin for two consecutive meetings prior to the meeting the vote is to be taken. No amendment or addition to these by-laws can be made which is not in harmony with the club constitution and with the Constitution and By-laws of Rotary International.

Date passed by the Board of Directors: January 27, 2010

Date approved by the general membership _____

Woody Alexander, Club Secretary