



Eugene Southtowne Rotary Bylaws

Revised February 2017

Article I Election of Directors and Officers

Section 1 -- Nominations. At a regular meeting at least one month prior to the election of officers, the presiding officer shall announce to the membership that recommendations may be made to the Nominating Committee for President Elect-Nominee (PN), Secretary, Treasurer, and four members of the Board of Directors elected in even-numbered years, and three Directors elected in odd-numbered years, to take office the first day of the following July.

Section 2 -- Nominating Committee. The committee shall present a slate of proposed candidates in accordance with these Bylaws.

The nominations shall be presented by the Nominating Committee to the general membership for two consecutive meetings prior to the Annual Meeting. During those meetings, nominations will be called for from the floor.

The members of the Nominating Committee shall always consist of the President, the Past President, the Past Past President, the President Elect, and the President Elect Nominee.

Section 3 -- Voting. A vote shall be taken for each position to be elected at the Annual Meeting and a majority of the votes cast by members of the club present and voting shall elect each position.

Section 4 -- Declaration.

A) The candidates for President Elect-Nominee, Secretary, and Treasurer receiving a majority of the votes shall be declared elected to their respective offices. The candidates for Director receiving a majority of the votes shall be declared elected Directors.

B) Upon the election being conducted and the results determined, the Secretary of the Club shall prepare a final slate showing those elected to offices and directorships and the date of expiration of their terms and shall certify by signature that this is the official outcome of the election. Such certified slate shall be placed in the records of the club.

Section 5 -- Terms.

A) The President Elect-Nominee elected in such balloting shall serve as a member of the Board of Directors as President Elect-Nominee for the Rotary year commencing on the first day of July next following his/her election as President Elect-Nominee. Commencing the following year, the President Elect-Nominee shall assume office as the President-Elect on the first day of July immediately following the year of service on the Board as President Elect-Nominee.

Immediately following service on the board of directors for two years as President Elect-Nominee and as President Elect, and commencing on the first day of July of the next Rotary year following service as President Elect, the President Elect shall assume the office of President to serve for one year.

B) Terms of Service of Board Members other than Officers:

- 1) The normal term of service for board members who are not officers is two years.
- 2) These board members may serve no more than two consecutive two-year terms. They may be re-elected to board membership after an absence of at least one year.
- 3) If a member is appointed to the board to fill a vacancy, he or she may complete this partial term and then serve up to two consecutive two-year terms before being required to step aside pursuant to the provisions of subsection B)2) above.

C) Terms of Service of the Secretary and Treasurer:

- 1) The normal terms of service for the Secretary and Treasurer are one year.
- 2) There is no limitation on the number of consecutive terms of service for these officers.

D) Term of Service for the Eugene Southtowne Rotary Foundation President: The term of service of the foundation president on the club board is controlled by the foundation and the provisions of its bylaws.

Section 6 -- Board. The Officers and Directors, as elected, together with the immediate Past President and the president of the Southtowne Foundation, shall constitute the Board of Directors of the Club.

Section 7 -- Vacancies. A vacancy in the Board of Directors or any office shall be filled by action of the remaining members of the Board except that vacancy of the Southtowne Foundation President position shall be filled by the Southtowne Foundation Board of Directors.

Section 8 -- Special Election. A vacancy in the position of any Officer-Elect or Director-Elect shall be filled by action of the membership, adhering to the guidelines outlined in Article I where practical.

Article II Board of Directors

The governing body of this club shall be the Board of Directors (Board), elected in accordance with Article I of these bylaws plus the two designated positions of Past President and President of the Southtowne Foundation and so consist of 14 members of this club, namely seven Directors, President, President Elect, President Elect Nominee, Secretary, Treasurer, Immediate Past President, and President of the Southtowne Foundation.

Article III Duties of Officers

Section 1 -- President. It shall be the duty of the President to preside at meetings of the club and Board, and to perform such other duties as ordinarily pertain to the office of President.

Section 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 of the Board.

The President Elect is responsible for the appointment of committee chairs and conducting planning meetings prior to the start of the President Elect's year in office as President.

Section 3 -- President Elect-Nominee. It shall be the duty of the President Elect-Nominee 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 of the Board.

Section 4 -- Secretary. It shall be the duty of the Secretary to:

- A) keep the records of club and board membership including certifying elections;
- B) record the attendance at meetings;
- C) record and preserve the minutes of Board meetings and club meetings requiring a vote of the membership (e.g., election of officers and directors and club resolutions);
- D) make the required reports to RI, including the semiannual reports of membership, which shall be made to the General Secretary of Rotary International (RI) on January 31st and July 31st of each year;
- E) report the monthly attendance at the club meetings, which shall be made to the District Secretary following the last meeting of the month;
- F) review and report classifications for new members;
- G) record and maintain policy and procedures manual;
- H) and perform such other duties as usually pertain to the office of Secretary.

Section 5 -- Treasurer. 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 the office, the Treasurer shall turn over to the incoming Treasurer or to the President, all funds, books of accounts, and any other club property in his/her possession.

Article IV Meetings

Section 1 -- Annual Meeting. An annual meeting of this club shall be held on the first Thursday of December in each year, at which time the election of Directors and Officers to serve for the ensuing Rotary year shall take place.

Section 2 -- The regular weekly meetings of this club shall be held on Thursday at noon. Notice of any changes in, or canceling of, the regular meeting shall be given to all members of the club.

Section 3 -- Fifty-one percent (51%) of the membership shall constitute a quorum at the annual and at regular meetings of this club.

Section 4 -- Regular meetings of the Board shall be held monthly and a summary report shall be provided to the membership. Special meetings of the Board shall be called by the president, whenever deemed necessary, or upon the request of two (2) members of the Board, due notice having been given.

Section 5 -- A majority of the Board members shall constitute a quorum of the Board to conduct business. A majority of those present and voting shall be sufficient to act except in the situation where there is a requirement of an enhanced majority.

Article V Fees and Dues

Section 1 -- The admission fee shall be established by the Board of Directors.

Section 2 -- The membership dues shall be as determined from time-to-time by the Board of Directors, due and payable semiannually on the first day of July and of January, with the understanding that a portion of each semiannual payment shall be applied to each member's subscription to the Rotarian Magazine.

Article VI Method of Voting

The business of this club shall be transacted by voice vote except as noted here:

- A) the election of Officers and Directors shall be by ballot whenever there is more than one candidate for any office; and,
- B) the Board may consider and vote on matters electronically between meetings, provided that minutes are recorded and published.

Article VII Five Avenues of Service

The Five Avenues of Service are the philosophical and practical framework for the work of this Rotary club. This club will be active in each of the Five Avenues of Service which are as follows:

- A) Club Service
- B) Vocational Service
- C) Community Service
- D) International Service

E) New Generations Service

Club Directors are charged with carrying out the annual and long-range goals of the club based on the Five Avenues of Service.

Article VIII Areas of Responsibility

Section 1 -- The President Elect has the duty of assigning areas of responsibility to the Directors during their year. The President Elect shall assure that committee chairs and members are duly appointed. -

Section 2 -- The Areas of Responsibility of the club are as follows:

- A) Administration
- B) Public Relations
- C) Membership
- D) Local Community Service
- E) International Community Service
- F) The Rotary Foundation and Fundraising
- G) New Generations

Article IX Duties of Areas

The committees of all Areas shall be reviewed by the President Elect prior to his/her term as President and changes made as desired. Ad hoc committees may be added to an Area by the President Elect.

The Director of each Area of the club shall be responsible for all of the activities and shall supervise and coordinate the work of all committees of that Area.

Section 1 -- Administration Area.

- A) This Area conducts all activities associated with the effective operation of the club.
- B) The following Standing Committees will operate within this Area:
 - 1) House
 - 2) Finance

Section 2 -- Public Relations Area.

- A) This Area develops and implements plans to provide the public with information about Rotary and promote the club's service projects and activities. This Area develops

and implements communications about the club to the public and club members.

- B) The following Standing Committees will operate within this Area:
- 1) Bulletin (SpinOff)
 - 2) Internet Communications
 - 3) Public Relations

Section 3 -- Membership Area.

- A) This Area develops and implements a comprehensive plan for recruitment and retention of members.
- B) The following Standing Committees will operate with this Area:
- 1) Program
 - 2) Engagement/Membership Committee
 - 3) Membership Services

Section 4 -- Local Community Service Area.

- A) This Area develops and implements educational, humanitarian, and vocational projects that address the needs of the local community.
- B) The following Standing Committees will operate within this Area:
- 1) Community Needs and Services

Section 5 -- International Community Service Area.

- A) This Area participates in international projects under the auspices of Rotary International. This Area develops and implements educational, humanitarian, and vocational projects that address the needs of communities in other countries of the world.
- B) The following Standing Committees will operate within this Area:
- 1) International Projects and Matching Grants
 - 2) Group Study Exchange Teams
 - 3) Friendship Exchange Teams

Section 6 -- The Rotary Foundation and Fundraising Area.

- A) This Area develops and implements plans to support The Rotary Foundation (TRF) through participation in programs of The Rotary Foundation, and by financial contributions to TRF activities, including Paul Harris Fellowships and other TRF recognitions. This Area also develops and implements fundraising activities for the club and guides participation in the United Rotary Clubs annual fundraiser.
- B) The following Standing Committees will

operate within this Area:

- 1) The Rotary Foundation
- 2) Club Fundraising
- 3) Sergeant-at-Arms
- 4) United Rotary Clubs Fundraiser

Section 7 -- New Generations Service Area.

- A) This Area plans and coordinates the club's activities and projects involving youth and young adults, including RYLA and international youth projects.
- B) The following Standing Committee will operate within this area:
- 1) RYLA
 - 2) Youth Exchange
 - 3) Interact

Article X Duties of Standing Committees

Section 1 -- The President shall be an ex-officio member of all committees.

Section 2 -- Each Standing Committee shall transact such business as is delegated to it by the Bylaws, and such additional business as may be referred to it by the President or the Board of Directors.

Except where special authority is given by the Board, such committees shall not take action until a report has been made to and approved by the Board.

Section 3 -- Where feasible and practical in the appointment of committees, members should be appointed to the same committee for three years with provision for alternating terms so as to provide continuity in the membership.

Section 4 -- Ad hoc committees may be created or deleted by the Board and/or President Elect as may be convenient.

Section 5 -- Administration.

- A) **House Committee** -- The committee shall be responsible for having the meeting room set up for each meeting and for lunch/ dessert sales and raffle sales at the meeting.
- B) **Finance Committee** -- The committee will oversee the finances of the club and generally be responsible for recommendations to the Board relating to financial matters.

The committee shall consist of the Treasurer and at least two other members appointed by the President.

Section 6 -- Public Relations.

- A) **Bulletin Committee** -- The committee shall publish the weekly club bulletin.
- B) **Internet Communications Committee** -- The committee shall manage the club's internet needs including the club website.
- C) **Public Relations Committee** -- The committee shall devise and carry into effect plans to:
 - 1) give the public general information about Rotary, its history, objectives, and scope; and,
 - 2) secure proper publicity for the club.

Section 7 -- Membership.

- A) **Program Committee** -- The committee shall arrange programs for the regular and special meetings of the club including off-site meetings.
- B) **Engagement/Membership Committee** -- The committee shall be responsible for guiding and assisting members of the club in seeking new members.

The committee will encourage long-term membership by recruiting and training mentors from the club to provide assistance and information to new members.

The committee will assist "Red Badge" members in fulfilling the necessary requirements to obtain the "Blue Badges."

This committee shall devise and carry into effect plans for comprehensive orientation of new members.

The committee shall also devise and present induction ceremonies for new members at club meetings.

- C) **Membership Services Committee** -- The committee shall devise and carry into effect plans for engagement activities including:
 - 1) social activities
 - 2) Sunshine activities
 - 3) Circle of Friends

Section 8 -- Local Community Service.

- A) **Local Community Services Committee** -- The committee shall be responsible for assisting the members of this club in working to make the local community a better place to live and

coordinating ad hoc committees.

Section 9 -- International Community Service.

- A) **International Projects and Matching Grants** -- The committee shall be responsible for organizing and coordinating the international service projects of the club. The committee shall prepare requests for matching grants and coordinate with the District's Matching Grants Committee. The committee will train members in the preparation of matching grant requests and reporting requirements.

- B) **Group Study Exchange Teams** -- The committee shall be responsible for assisting and coordinating with the District for outbound Vocational Team members from the club. The committee shall assist and coordinate with the District in hosting inbound Rotary Vocational Teams from other countries.

- C) **Friendship Exchange Teams** -- The Committee shall be responsible for assisting and coordinating with the District for outbound and inbound Friendship Exchange Teams from the club.

Section 10 -- The Rotary Foundation and Fundraising.

- A) **Rotary Foundation Committee** -- The committee shall be responsible for educating the club on the various Rotary Foundation sponsored programs as well as encouraging and coordinating member involvement and donations.

- B) **Club Fundraising Committee** -- The committee shall be responsible for planning, organizing, and implementing fundraising activities of the club. All fundraising activities shall be coordinated through this committee.

- C) **Sergeant-at-Arms Committee** -- The committee shall be responsible for raising funds through fining of members in a light-hearted and friendly manner and for soliciting "happy dollar" donations at each weekly meeting.

- D) **United Rotary Clubs Committee** -- The committee shall be responsible for participating with other local Rotary clubs in the annual United Rotary Clubs fundraising activity.

Section 11 -- New Generations.

- A) **RYLA** -- This committee coordinates with District 5110 to sponsor students for the Rotary Youth Leadership Academy.

B) **Youth Exchange** -- The committee shall be responsible for coordinating with the District in selecting and hosting international exchange students. It shall also be responsible for finding host families for the students, providing a 'mentor' for the students, and integrating the students into meetings and social events. The students will be enrolled at South Eugene High School.

C) **Interact** -- This committee coordinates with South Eugene High School to sponsor the high school Interact Club.

Article XI Leave of Absence

Upon written application to the Board, setting forth good and sufficient cause or by Board action, a leave of absence may be granted excusing a member from attending the meetings of the club.

The specified length of time will be determined by the Board and in accordance with the RI Manual of Procedure.

Article XII Finances

Section 1 -- The Treasurer shall deposit all funds of the club into a bank to be named by the Board.

Section 2 -- All bills for expenses shall be paid only by checks signed by the authorized signers.

Section 3 -- 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 bond to be paid by the club.

Section 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 (2) semi-annual 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 RI shall be made in accordance with RI policy.

Section 5 -- By August 31st of each fiscal year, the Board shall prepare, or cause to be prepared, a budget of estimated income and estimated expenditures for the current year which, having been approved by the Board, shall stand as the limit of expenditures for respective purposes unless otherwise ordered by action of the Board.

Article XIII Method of Electing Members

When a member of Southtowne Rotary Club invites a prospective new member to stand for election to membership in the club, the following procedure will be followed:

- 1) The name of the prospective new member, along with the completed application form and biographical information, shall be submitted to the club Membership Chair. The Membership Chair (or other designated club member) shall meet with the applicant to inform them about the purposes of Rotary and the financial and service obligations assumed upon membership. The proposal for the time being shall be kept confidential except as otherwise provided herein.
- 2) The Membership Chair shall submit the information to the club Secretary who shall ensure that the proposed member meets all classification and membership requirements of RI and Southtowne. If the requirements are met, the Secretary shall submit the information to the Editor of the Spinoff for publication.
- 3) The name of the prospective new member shall be published in the Spinoff for two consecutive meetings announcing the proposal to elect the person to membership in the club and asking club members to submit comments, if any, in writing to the Club Board of Directors within 14 days of first publication.
- 4) After the 14 days set forth above, the proposed name shall be submitted to the Board to stand for election as a club member. The method of voting shall be by a two thirds majority of a quorum of the Board. The Board shall review any comments and approve or disapprove the election in a timely manner, normally within thirty (30) days of its submission. The Board will notify the proposer, through the Secretary, of its decision.
- 5) If the decision of the Board approves election, the prospective member's name and proposed classification as an elected member will be published to the club.
- 6) If a written objection stating reasons is received, the matter will immediately be referred to the Board for resolution. The decision of the Board shall be final.
- 7) Upon election to membership by the board, the proposed new member, upon payment of the admission fee, shall be scheduled for induction.

Upon such induction, they shall be a fully elected member of the Club with all the privileges and responsibilities thereof.

Article XIV Resolutions

Section 1 -- Resolutions or motions submitted to the Board must be acted on within sixty (60) days.

Section 2 -- 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. Such resolutions or motions, if offered at a club meeting shall be referred to the Board without discussion.

Article XV Amendments

These Bylaws may be amended at any regular meeting, a quorum being present, by three-quarters vote of all members present provided the notice of such proposed amendment shall have been announced in the club bulletin twice prior to such meeting.

No amendment or addition to these Bylaws can be made which is not in harmony with the Club Constitution and Bylaws of Rotary International.

This revised version of the Southtowne Rotary Club Bylaws was completed in February of 2017 by a committee appointed by Southtowne Rotary President Bruce Shaw.

Committee members were Steve Hutchinson, chair, Lonny King, Christie McDonald, and Ted Stevens.

Revised edition adopted by vote by the membership of Southtowne Rotary Club on

_____ and attested by _____ Secretary of the Club.