



Eugene Southtowne Rotary Bylaws

As amended December 2020

Article I Purpose and Scope

These bylaws define the structure and governance of the Eugene Southtowne Rotary Club.

Section 1 – Changes in Name or Locality. Any proposed changes to the club's name or locality shall be provided to each member and the District Governor at least 21 days before being voted on by the membership.

Section 2 – Satellite Clubs. The club board may authorize the creation of one or more satellite clubs. These satellites, if any, shall operate in accordance with these bylaws.

Article II 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 and the President Elect.

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. 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.

Section 5 – Terms.

- A) With the exception of the President-Elect-Nominee, the terms of officers shall be one year. However, the President's term can be extended for up to one year when their successor has not been selected or resigns from their position as President-Elect.
- B) 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.

Section 6 - Board. The Officers and Directors, as elected, together with the immediate Past President and the President of the Eugene Southtowne Rotary Foundation or their designee, shall constitute the Board of Directors.

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.

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 III 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 and shall consist of up to fifteen members of this club, namely, seven Directors, President, President-Elect, President Elect-Nominee, Engagement Secretary, Recording Secretary, Treasurer, the immediate Past President, and the President of the Eugene Southtowne Rotary Foundation or their designee.

Article IV 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 – Engagement Secretary. It shall be the duty of the Engagement Secretary to:

- A) keep the records of membership, officers and committees in DACdb;
- B) record the attendance at meetings and meeting make-ups in DACdb;

C) train directors, officers, and committee chairs on procedures for tracking and recording members volunteer service hours in DACdb.

D) verify the recording of members' service hours in DACdb;

E) and perform such other duties as usually pertain to the office of Engagement Secretary.

Section 5 – Recording Secretary. It shall be the duty of the Recording Secretary to:

A) 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);

B) and perform such other duties as usually pertain to the office of Recording Secretary.

Section 6 - 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 V 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 Officers and Directors to serve for the ensuing Rotary year shall take place. In addition to this election, a mid-year financial report with current and previous years' income and expenses shall also be presented to the membership.

Section 2 – Regular Meetings. 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 – Meeting Quorum. Fifty-one percent (51%) of the membership shall constitute a quorum

at the annual and at regular meetings of this club.

Section 4 – Board Meetings. 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 – Board Quorum. A majority of the Board members shall constitute a quorum of the Board.

Article VI 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 VII 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 VIII 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

Article IX Areas of Responsibility

Club Directors are charged with carrying out the annual and long-range goals of the club based on the Five Avenues of Service. The President Elect-Nominee, President Elect, President, and immediate Past President should work together to insure continuity of leadership and succession planning.

Section 1 -- 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) Youth Services

Article X 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
 - 3) Lunch

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, and environmental 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

Section 7 -- Youth 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
 - 4) 4-Way Speech Contest

Article XI 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 recruit and schedule duty volunteers for room set-up, Greeter, VISA, and cashier/raffle, thought-for-the-day and take-down, and also 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) recognition activities
- 3) vocational activities

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.

It shall also 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.

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.

Section 10 -- The Rotary Foundation and Fundraising

- A) The 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) Fundraising Committee** -- The committee shall be responsible for planning, organizing, and implementing fundraising activities of the club and the Eugene Southtowne Rotary Foundation. 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.

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 and Marist High Schools to sponsor high school Interact clubs.
- D) 4-Way Speech Contest** - This committee promotes the speech contest at SEHS and other local high schools, selects qualifiers to perform before our club, and arranges for a timekeeper and judges to determine our club level winner.

Article XII Leave of Absence

Upon a member's request, the Board may grant a leave of absence 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 XIII 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 born 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) 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 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.

Section 6 – In the event that the club creates one or more satellite clubs, the finances of these satellites may be audited or reviewed by individuals designated by the club Board.

Section 7 - The club shall maintain four (4) signatories on the club checking account. They shall be: President-Elect, President, Past-President, and Treasurer. Immediately upon assuming office as President-elect on July 1, the President-Elect shall have their name added to the authorized signatories on the club checking account. Such authorization to continue until they complete their term as Past-President.

Article XIV Members

Section 1 -- Membership Criteria. The club Board shall establish criteria for club membership consistent with the requirements of Rotary International.

Section 2 - Method of Electing Members

A) Once an application is received, the name of a prospective member, proposed by a current member of the club, shall be submitted to the Board in writing, through the club Engagement Secretary. The proposal for the time being shall be kept confidential except as otherwise provided in this Article.

B) The Engagement Secretary shall ensure that the proposal meets all classification and membership requirements of RI.

C) The Board shall approve or disapprove the proposal in a timely manner, normally within thirty (30) days of its submission, and shall notify the proposer, through the Engagement Secretary, of its decision.

D) If the decision of the Board is favorable, the prospective member's name and proposed classification will be published to the club.

E) 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.

F) If no written objection to the proposal, stating reasons, is received by the Board from any member (other than honorary) of the club within ten (10) days following publication of information about the prospective member, the prospective member shall be informed of the purposes of Rotary and of the privileges and responsibilities of membership (including the kind of membership proposed). That person, upon payment of the admission fee (if not honorary membership) and induction shall be a full elected member.

Section 3 – Meeting Make-ups. Make-ups for absence of attendance at club meetings can be recorded at any time within the same Rotary year.

Article XV 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 XVI 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 done in the fall of 2020 by the club's Policies & Procedures Committee, as appointed by President Chris Waugh and confirmed by the club Board. Committee members were Steve Hutchinson, chair, Christie McDonald and Ted Stevens.

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

November 12, 2020

Attest Nancy Meyer
Secretary of the Club