



By-Laws of the Rotary Club of Prince Frederick

Adopted June 14, 2004. Amended July 27, 2009.

Article I. Election of Directors and Officers

Section 1 - At a regular meeting one month prior to the meeting for election of officers, the presiding officer shall ask for nominations by members of the club for President Elect, Secretary, Treasurer, Sergeant-at-Arms, Director – Club Service, Director – Vocational, Director – Community Service, and Director – International Service. The nominations will be presented by a nominating committee consisting of the current president, president elect, and the three immediate past presidents. Members may offer additional nominations from the floor. The nominations duly made shall be placed on a ballot in alphabetical order under each office and presented at three meetings prior to the annual meeting, and shall be voted for at the annual meeting. The candidates receiving a majority of the votes shall be declared elected to their respective offices. These officers, along with the then current President Elect, who becomes President, shall take office for the year commencing on the first day of July following the election.

Section 2 – The officers and directors so elected, together with the immediate past president, shall constitute the Board of Directors.

Section 3 – A vacancy on the Board of Directors or any office shall be filled by action of the remaining members of the Board.

Section 4 – A vacancy in the position of any officer-elect or any director-elect shall be filled by action of the remaining members of the board of directors-elect.

Article II. Board of Directors

The governing body of this club shall be the Board of Directors consisting of ten members of this club, namely, the President, President Elect, Secretary, Treasurer, Sergeant-at-Arms, four directors, and the immediate past president.

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 other such 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 other duties as may be prescribed by the President or the Board.

Section 3 – *Secretary*. It shall be the duty of the Secretary to keep the records of membership, record attendance at meetings, sent out notices of meetings of the club, board, and committees, record and preserve the minutes of such meetings, make the required reports to Rotary International (RI), including the semi-annual reports, of membership in the club, and report monthly attendance to the Rotary district to which the club is a part, and perform such other duties as usually pertain to the office of secretary.

Section 4 – *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 other duties as pertain to the office of treasurer. 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.

Section 5 – *Sergeant at Arms*. The duties of the Sergeant-at-Arms shall be such as usually prescribed for such office and such other duties as may be prescribed by the President of the Board.

Article IV. Meetings

Section 1 – *Annual Meeting*. An annual meeting of the club shall be held in December as designated each year by the Board of Directors, at which time the election of officers and directors to serve for the ensuing year shall take place.

Section 2 – The regular weekly meetings of the club shall be on Monday at 6:30 PM.

Due notice of changes or canceling of the regular meeting shall be given to all members of the club. All members (excepting honorary members or members excused by the Board pursuant to the provisions of the standard Rotary club constitution) in good standing must be counted as present or absent on the day of the regular meeting.

Section 3 – A majority of the membership shall constitute a quorum at the annual and regular meetings of the club.

Section 4 – Regular monthly meetings of the Board of Directors usually shall be held on the second Monday immediately after the regular meeting of the club. Special meetings of the Board may be called by the President, or upon the request of two members of the board, due notice having been given.

Section 5 – A majority of the members of the Board of Directors shall constitute a quorum of the Board.

Section 6 – Robert’s *Rules of Order*, except as modified by the Constitution or By-Laws of the club, shall govern the procedures at club and board meetings.

members for a second term or by appointing one or more members to a two-year term.

Article V. Dues and Fees

Section 1 – The admission fee shall be \$50.00 to be paid before the applicant can qualify as a member.

Section 2 – The annual club membership dues shall be set by the Board of Directors, and these dues shall be payable together with district and Rotary International dues and subscription to *The Rotarian* magazine.

Article VI. Method of Voting

The business of the club shall be transacted by *viva voce* vote except the election of officers and directors, which shall be by ballot.

Article VII. Committees

Section 1 —

- (a) The President shall, subject to the approval of the board, appoint the following standing committees:
 - Club Service committee
 - Vocational Service committee
 - Community Service committee
 - International Service committee
- (b) The President may, subject to the approval of the board, also appoint such committees on particular phases of club service, vocational service, community service, and international service as deemed necessary.
- (c) The club service committee, vocational service committee, community service committee, and international service committee shall each consist of a chairman, who shall be the respective elected director, and not less than two (2) other members.
- (d) The President shall be *ex officio* a member of all committees and, as such, shall have all the privileges of membership thereon.
- (e) Each committee shall transact such business as is delegated to it in the bylaws 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.
- (f) The President may appoint one or more committees dealing with various aspects of the club’s focus, such as youth activities and environmental matters, which, depending on their respective responsibilities, may be under any, or all, of the vocational service, community service, or international service committees. Where feasible and practicable in the appointment of such committees, there should be provision for continuity of membership, either by appointing one or more

Section 2 — *Club Service Committee.*

- (a) The Director – Club Service shall be responsible for all club service activities and shall supervise and coordinate the work of all committees appointed on particular phases of club service.
- (b) The club service committee shall consist of the Director - Club Service and the chairmen of all committees appointed on particular phases of club service.
- (c) The President may, subject to the approval of the board, appoint the following committees on particular phases of club service:
 - Attendance committee
 - Club bulletin committee
 - Fellowship committee
 - Magazine committee
 - Membership committee
 - Membership development committee
 - Program committee
 - Public relations committee

Appoint one member each year to the following committees:

- Classifications committee
 - Rotary information committee
- (d) The President shall appoint the President Elect to oversee and coordinate the work of the classifications, membership, membership development, and Rotary information committees, when constituted.
 - (e) Where feasible and practicable in the appointment of club committees, there should be provision for continuity of membership, either by appointing one or more members for a second term or by appointing one or more members to a two-year term.
 - (f) The classifications and Rotary information committees shall each consist of three (3) members, one member of each committee to be appointed each year for a term of three (3) years. The first appointments made under this provision shall be as follows: one member for a term of one year; one member for a term of two (2) years; one member for a term of three (3) years.
 - (g) The magazine committee shall, wherever feasible, include the editor of the club publication and a local newspaper or advertising member of the club.

Section 3 — *Community Service Committee.*

- (a) The Director - Community Service shall be responsible for all community service activities and shall supervise and coordinate the work of all committees appointed on particular phases of community service.
- (b) The community service committee shall consist of the Director - Community Service committee and the chairmen of all committees appointed on particular phases of community service.
- (c) The President may, subject to the approval of the board, appoint the following committees on particular phases of community service:

Human development committee
 Community development committee
 Environmental protection committee
 Partners in service committee

Article VIII. Duties of Committees

Section 1 — *President Elect.* The following committees shall come under the guidance of the club's President Elect, when constituted:

- (a) *Classifications Committee.* This committee shall as early as possible, but no later than 31 August of each year, make a classification survey of the community; shall compile from the survey a roster of filled and unfilled classifications, applying the classification principle; shall review, where necessary, existing classifications represented in the club; and shall counsel with the board on all classification problems.
- (b) *Membership Committee.* This committee shall consider all proposals for membership from the personal side and shall thoroughly investigate the character, business, social and community standing, and general eligibility of all persons proposed for membership and shall report their decisions on all applications to the board.
- (c) *Membership Development Committee.* This committee shall review continually the club roster of filled and unfilled classifications and shall take positive action to initiate and present to the board the names of suitable persons to fill unfilled classifications.
- (d) *Public Relations Committee.* This committee shall devise and carry into effect plans (1) to give the public general information about Rotary, its history, object, and scope; and (2) to secure proper publicity for the club.
- (e) *Rotary Information Committee.* This committee shall inform prospective members about the privileges and responsibilities of Rotary club membership; keep members informed about the history, object, and activities of Rotary at all levels; and oversee the orientation of new members during their first year in the club.

Section 2 — *Club Service Committee.* This committee shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in matters relating to club service. The Director - Club Service shall be responsible for regular meetings of the committee and shall report to the board on all club service activities.

- (a) *Attendance Committee.* This committee shall devise means for encouraging attendance at all Rotary meetings — including attendance at district conferences, intercity meetings, regional conferences, and international conventions by all club members. This committee shall especially encourage attendance at regular meetings of this club and attendance at regular meetings of other clubs when unable to attend meetings of this club; keep all members informed on attendance requirements;

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promote better incentives for good attendance; and seek to ascertain and remove the conditions that contribute to unsatisfactory attendance.

- (b) *Club Bulletin Committee.* This committee shall endeavor, through the publishing of a weekly club bulletin, to stimulate interest and improve attendance, announce the program of the forthcoming meeting, relate highlights of the previous meeting, promote fellowship, contribute to the Rotary education of all members, and report news of the club, of its members, and of the worldwide Rotary program.
- (c) *Fellowship Activities Committee.* This committee shall promote acquaintance and friendship among the members, promote participation by members in organized Rotary recreational and social activities, and do such work in pursuance of the general object of the club as may be assigned by the President or the board.
- (d) *Magazine Committee.* This committee shall stimulate reader interest in *THE ROTARIAN*; sponsor a magazine month; arrange for brief monthly reviews of the magazine on regular club programs; encourage the use of the magazine in the induction of new members; provide a copy of the magazine for non-Rotarian speakers; secure international service and other special subscriptions for libraries, hospitals, schools, and other reading rooms; send news items and photographs to the editor of the magazine; and in other ways make the magazine of service to the club members and non-Rotarians.
- (e) *Program Committee.* This committee shall prepare and arrange the programs for the regular and special meetings of the club.

Section 3 — *Vocational Service Committee.* This committee shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in their vocational relationships and in improving the general standards of practice in their respective vocations. The Director – Vocational Services shall be responsible for the vocational service activities of the club and shall supervise and coordinate the work of any committees that may be appointed on particular phases of vocational service.

Section 4 — *Community Service Committee.* This committee shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in their community relationships. The Director – Community Service shall be responsible for the community service activities of the club and shall supervise and coordinate the work of any committees that may be appointed on particular phases of community service.

- (a) *Human Development Committee.* This committee shall devise and carry into effect plans which will guide and assist the members of this club in dealing within the community with the welfare of human beings of all kinds throughout the whole span of life by providing assistance and support to those in need.
- (b) *Community Development Committee.* This committee shall devise and carry into effect plans

which will guide and assist the members of this club in working to make the community a better place to live by improving the physical condition of the community and its facilities.

- (c) *Environmental Protection Committee.* This committee shall devise and carry into effect plans which will guide and assist the members of this club in monitoring and improving the quality of the community's environment.
- (d) *Partners in Service Committee.* This committee shall devise and carry into effect plans which will guide and assist the members of this club in building relationships with other Rotary-sponsored organizations within the community and in cooperating with them in service.

Section 5 — *International Service Committee.* This committee shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in matters relating to international service. The Director – International Service shall be responsible for the international service activities of the club and shall supervise and coordinate the work of any committees that may be appointed on particular phases of international service.

Article IX. 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.

Article X. Finances.

Section 1 — The treasurer shall deposit all funds of the club in some bank to be named by the board.

Section 2 — All bills shall be paid only by checks signed by the treasurer or another authorized officer. A thorough audit by a certified public accountant or other qualified person shall be made once each year of all the club's financial transactions.

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 borne by the club.

Section 4 — The fiscal year of this club shall extend from 1 July to 30 June, and for the collection of members' dues shall be divided into two (2) semiannual periods extending from 1 July to 31 December, and from 1 January to 30 June. The payment of per capita dues and magazine subscriptions to RI shall be made on 1 July and 1 January of each year on the basis of the membership of the club on those dates.

Section 5 — 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.

Article XI. 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 for the time being shall be kept confidential except as otherwise provided in this procedure.

Section 2 — The board shall ensure that the proposal meets all the classification and membership requirements of the club constitution.

Section 3 — The board shall approve or disapprove the proposal within 30 days of its submission, and shall notify the proposer, 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 privileges and responsibilities of membership, following which the prospective member shall be requested to sign the membership proposal form and to permit his or her name and proposed classification to be published to the club.

Section 5 — If no written objection to the proposal, stating reasons, is received by the board from any member (other than honorary) of the club within seven (7) days following publication of information about the prospective member, that person, upon payment of the admission fee (if not honorary membership), as prescribed in these by-laws, shall be considered to be 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 (if not honorary membership), shall be considered to be elected to membership.

Section 6 — Following the election, the President shall arrange for the induction of the new member; the club secretary shall issue a membership card and shall report the new member to RI; and the Rotary information committee shall provide appropriate literature for presentation at the induction and assign a member to assist in the assimilation of the new member.

Article XII. Resolutions

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 XIII. Order of Business

Meeting called to order.
Introduction of visiting Rotarians.
Correspondence and announcements.
Committee reports if any.
Any unfinished business.
Any new business.
Address or other program features.
Adjournment.

Article XIV. Foundation

Section 1 — The elected President, President Elect, and Treasurer shall also hold those offices with the club’s foundation, Prince Frederick Rotary Club, Inc., as long

Certified as properly adopted by the membership of the Rotary Club of Prince Frederick by ballots counted at the June 14, 2004, club meeting.

original signed by

George Stewart Brown

President

original signed by

Paul Callanan

Secretary

as that is compatible with the policies of that corporation.

Section 2 — The officers and directors shall support and use the Prince Frederick Rotary Club, Inc., to further the charitable efforts of the club in the community.

Article XV. Amendments

These bylaws may be amended at any regular meeting, a quorum being present, by a two-thirds vote of all members present, provided that notice of such proposed amendment shall have been mailed to each member at least ten days before such meeting. No amendment or addition to these bylaws can be made which is not in harmony with the club constitution and with the constitution and bylaws of RI.