

**Bylaws of the Rotary Club of
Los Alamitos/Seal Beach**

(As Amended April 18, 2017)

Article 1 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. RI: Rotary International.
5. Year: The twelve-month period that begins on 1 July.

Article 2 Board

The governing body of this club shall be the board of directors consisting of thirteen members of this club, namely, the president, the immediate past president, the president-elect, or president-nominee if no successor has been elected, the vice president of membership, the vice president for public image, the vice president for administration, the vice president for club service, the vice president for the Rotary Foundation, the vice president for fund-raising, the vice president for New Generations Services, the secretary, the treasurer, and the sergeant-at-arms.

Article 3 Election of Officers

Section 1 – The president-elect will present a slate of officers at a March club meeting for ratification by the club members. This slate will include all officer positions listed in Article 2 of these By Laws except for the immediate past president.

Section 2 - The officers-elect together with the immediate past president shall constitute the board. As directed by the District Governor-elect, the incoming board will meet before April 30 to set the club's goals and objectives for the upcoming year.

Section 3 - The term of office for officers-elect will be 12 months beginning on July 1.

Section 4 - A vacancy in the board or any office shall be filled by action of the remaining directors.

Section 5 - A vacancy in the position of any officer-elect or director-elect shall be filled by

action of the remaining directors-elect.

Article 4 Duties of Officers

Section 1 - *President.* It shall be the duty of the president to pre- side at meetings of the club and the board and to perform other duties as ordinarily pertain to the office of president.

Section 2 - *Immediate Past President.* It shall be the duty of the immediate past president to serve as a director and to perform such other duties as may be prescribed by the president or the board.

Section 3 - *President-elect.* It shall be the duty of the president-elect to serve as a director and to perform such other duties as may be prescribed by the president or the board.

Section 4 - *Secretary.* It shall be the duty of the secretary to keep membership records; record attendance at meetings; send out notices of club, board, and committee meetings; record and pre- serve 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, which shall include per capita dues for all members and prorated dues for active members who have been elected to membership in the club since the start of the July or January semiannual reporting period; report changes in membership; provide the monthly attendance report, which shall be made to the district governor within 15 days of the last meeting of the month; collect and remit RI official magazine subscriptions; and perform 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 it to the club annually and at any other time upon demand by the board, and to perform other duties as pertains 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 6 - *Sergeant-at-Arms.* The duties of the sergeant-at-arms shall be such as are usually prescribed for such office and other duties as may be prescribed by the president or the board.

Article 5 Membership

Section 1 – *Active and Associate Membership:* Includes all members who are active in their careers or are retired.

Active Membership requires:

- a. Payment of monthly dues;
- b. Maintain an attendance rate of at least 60% in each half of the year;
- c. Receive *The Rotarian Magazine*, as required by Rotary International.

Associate Membership requires:

- a. Payment of specified monthly dues;
- b. Continued employment by corporate sponsor.

Section 2 – Corporate Membership: Allows for a corporate entity or organization to become a club member. A corporate membership will consist of one active member and up to two associate members. Upon induction into the club, the active member will designate up to two associate members. Both active and associate members will be inducted into the club and provided the appropriate membership badge.

Section 3 - 85 Rule Membership: A Rule 85 member is an active club member whose aggregate of the member's years of age and years of membership in one or more clubs is equal to or exceeds 85 years with their years of membership totaling at least 20 years, and whose request to be excused from meeting attendance as required in Section 1, b above has been approved by the Board of Directors.

To qualify for 85 Rule requires:

- a. A written request to the Secretary which includes the member's age and years of membership in the local and other clubs;
- b. Board approval;
- c. Payment of all dues, including the cost of *The Rotarian Magazine*, assessed by the Board.

Section 4 - Honorary Membership: Persons who have distinguished themselves in the Los Alamitos/Seal Beach community by meritorious service in the furtherance of Rotary ideals and are considered friends of Rotary. Active and 85 Rule Members shall not be nominated as an Honorary Member. Honorary members do not pay dues. Persons named for the first time as an Honorary Member after July 2010 shall receive a subscription to *The Rotarian* paid by the Club. Honorary Members cannot hold any Club office and cannot vote on matters pertaining to the Club. Honorary Members who meet 85 Rule criteria do not currently receive *The Rotarian* through the Club. Honorary Membership requires:

- a. A written nomination letter to the Secretary from an Active Member stating why the member believes the nominee is a worthy candidate;
- b. Board approval for a term not to exceed one year;
- c. Every July the Board approves or denies all persons nominated for Honorary Membership;

- d. Every summer a letter, signed by the President, is mailed by the Secretary to the Board approved Honorary members affirming their commitment to Rotary and the community;
- e. Honorary members confirm in writing their desire and commitment to remain an Honorary Member of the Club.

Article 6 Meetings

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

Section 2 - The regular weekly meetings of this club shall be held on a day and at a time set by the Board of Directors. Due notice of any changes in or canceling of the regular meeting shall be given to all members of the club. All members excepting an honorary member (or member excused pursuant to the standard Rotary club constitution) in good standing in this 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, or as otherwise provided in the standard Rotary club constitution, article 9, sections 1 and 2.

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

Section 4 – Regular monthly meetings of the board shall be held on a day and at a time set by the Board of Directors. Special meetings of the board shall be called by the president, whenever deemed necessary, or upon the request of two (2) officers, due notice having been given.

Section 5 - A majority of the officers shall constitute a quorum of the board.

Article 7 Fees and Dues

Section 1 - The admission fee shall be \$ 100 to be paid before the applicant can qualify as an active member, except as provided for in the standard Rotary club constitution, article 11. A \$250 admission fee will be paid for each corporate membership. The admission fee may be waived for any former club member by majority vote of the Board of Directors.

Section 2 - The active membership dues as determined by the Board of Directors shall be payable monthly, with the understanding that a portion of each payment shall be applied to each member's subscription to the RI official magazine.

Section 3 - The Board of Directors, in support of club projects and events, may assess all active club members' additional fees. Assessments of \$100 or more requires approval of active club members. All assessments will be announced at the first club meeting after the Board of Directors approves the assessment. Those assessments requiring club member approval will be presented for vote at the first club meeting after the assessment announcement. Assessment approval requires only a simple majority vote of members present at club meeting.

Article 8 Method of Voting

Section 1 – When conducting club business a quorum shall consist of a majority of the current active members. Unless otherwise specified in these Bylaws, passage of any business item requires a simple majority of the votes cast by the active members present at the meeting. Active members may in advance of the club meeting request of the club secretary to be represented by proxy. Active members voting via proxy will be considered as active members present at the meeting for the purpose of establishing a quorum.

Section 2 – At the call of the president, voting may be done via email. The club secretary will collect the votes, and report the results at the next regular club meeting. Passage of an item submitted to club members via email requires a simple majority of all active members.

Section 3 - The business of this club during a club meeting shall be transacted by *viva voce** vote. The board may determine that a specific resolution be considered by ballot rather than by *viva voce* vote.

(Note: Viva voce vote is defined as when club voting is conducted by vocal assent.)

Article 9 Avenues of Service

The Avenues of Service are the philosophical and practical frame- work for the work of this Rotary club. They are Club Service, Vocational Service, Community Service, International Service, and New Generations Service. This club will be active in each of the Avenues of Service.

Article 10 Committees

Club committees are charged with carrying out the annual and long-range goals of the club based on the five (5) 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 three years to ensure consistency. The president-elect is responsible for appointing committee members to fill vacancies, nominating committee vice presidents, and conducting planning meetings prior to the start of the year in office. It is recommended that the vice president have previous experience as a member of the committee. Standing committees should be appointed as follows:

- a. Membership - This committee should develop and implement a comprehensive plan for the recruitment and retention of members.
 - b. Public Image - This committee should develop and implement plans to provide the public with information about Rotary and to promote the club's service projects and activities.
 - c. Administration - This committee should conduct activities associated with the effective operation of the club.
 - d. Club Fund-Raising – This committee should develop and implement programs to raise funds for the Club, such as sponsorships, sale of car wash tickets, writing of grants, and the Valentine's Day luncheon.
 - e. Club Service - This committee should develop and implement educational, humanitarian, and vocational projects that address the needs of our community and communities in other countries, such as Race on the Base, Fishing Derby, Seal Beach Christmas Parade, etc.
 - f. Rotary Foundation - This committee should develop and implement plans to support The Rotary Foundation through both financial contributions and program participation.
 - g. New Generations Services – This committee will coordinate with the Los Alamitos High School Interact Club, Boy Scout Troop 658, Cub Scout Pack 658, and Cub Scout Pack 667 aspects of mutual support for both this club and these organizations designated projects.
 - h. Additional ad hoc committees may be appointed as needed.
- 1) The president shall be *ex officio* a member of all committees and, as such, shall have all the privileges of membership thereon.
 - 2) Each committee shall transact its business as is delegated to it in these 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 and approved by the board.
 - 3) Each vice president shall be responsible for regular meetings and activities of the committee, shall supervise and coordinate the work of the committee, and shall report to the board on all committee activities.

Article 11 Duties of Committees

The duties of all committees shall be established and reviewed by the president for his or her year. In declaring the duties of each, the president shall reference appropriate RI materials and the Avenues of Service when developing plans for the year.

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.

Article 12 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 no longer than twelve (12) months.

Article 13 Finances

Section 1 - Prior to the beginning of each fiscal year, the board shall prepare 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 one 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 officer only when approved by two other officers or directors.

Section 4 - A thorough review of all financial transactions by a qualified person shall be made once each year.

Section 5 - Officers having charge or control of club funds shall give bond as required by the board for the safe custody of the funds of the club, cost of bond to be borne by the club.

Section 6 - 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 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.

Article 14 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 the classification and 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 proposer, through the club secretary, of its decision.

Section 4 - If the decision of the board is favorable, the prospective member's name and proposed classification will 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 bylaws, 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 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 and the president will assign a member to assist with the new member's assimilation to the club as well as assign the new member to a club project or function.

Section 7 - The club may elect, in accordance with the standard Rotary club constitution, honorary members proposed by the board.

Article 15 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 16 Order of Business (Regular Club Meeting)

Meeting called to order
Introduction of visitors
Correspondence, announcements, and Rotary information
Committee reports if any
Any unfinished business
Any new business
Address or other program features
Adjournment

Article 17 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 (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.

Bylaws adopted as amended in the Club Meeting held April 18, 2017.
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