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\*\*\*\* Bylaws approved by unanimous vote of membership on April 8, 2024—existing board Bill Diehl, President, Jim Blum, Secretary, Mike Kelley President elect, Weare Gratwick, Treasurer

# Bylaws of the Rotary Club of Peachtree Corners

## Article 1 Definitions

1. Board: The board of directors of this club.
  2. Director: A director on this club's board.
  3. Member: A member, other than an honorary member, of this club.
  4. Quorum: The minimum number of participants who must be present when a vote is taken: one-third of the club's members for club decisions and a majority of the directors for club board decisions.
  5. RI: Rotary International.
  6. Year: The 12-month period beginning 1 July.
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## Article 2 Board

The governing body of this club is its board of directors, consisting of, at a minimum, the president, immediate past president, president-elect, secretary, and treasurer.

## Article 3 Elections and Terms of Office

Section 1 — One month before elections, members nominate candidates for president, vice president, secretary, treasurer, and any open director positions. The nominations may be presented by the then current president, a nominating committee, by members from the floor, or both.

Section 2 — The candidate who receives a majority of the votes for each office is declared elected to that office.

Section 3 — If any officer or board member vacates their position, the remaining members of the board will appoint a replacement.

Section 4 — If any officer-elect or director-elect vacates a position, the remaining members of the board-elect will appoint a replacement.

Section 5 — The terms of office for each role are:

President — one year

Vice President — one year

Treasurer — one year

Secretary — one year

Sergeant-at-arms — one year

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#### **Article 4 Duties of the Officers**

Section 1 – The president presides at club and board meetings.

Section 2 – The immediate past president serves as a director on the club board.

Section 3 – The president-elect prepares for his or her year in office and serves as a director.

Section 4 – The vice president presides at club and board meetings when the president is absent.

Section 5 – A director attends club and board meetings.

Section 6 – The secretary keeps membership and attendance records.

Section 7 – The treasurer oversees all funds and provides an accounting of them.

Section 8 – The sergeant-at-arms maintains order in club meetings.

#### **Article 5 Meetings**

Section 1 – An annual meeting of this club is held no later than 31 December to elect the officers and directors who will serve for the next Rotary year.

Section 2 – This club meets as follows: Mondays at 12 noon unless otherwise noted. Reasonable notice of any change or cancellation of the regular meeting will be given to all club members.

Section 3 – Board meetings are held each month. Special meetings of the board are called with reasonable notice by the president or upon the request of two directors.

#### **Article 6 Due**

Annual club dues are \$1,600.00. They are paid as follows: \$400.00 quarterly. Annual club dues include RI per capita dues, subscriptions to an official magazine, district per capita dues, club fees, and any other Rotary or district per capita assessment.

#### **Article 7 Method of Voting**

The business of this club is conducted by voice vote or a show of hands, or email except in the election of officers and directors, which is conducted by ballot which may be in electronic form. The board may also provide a ballot for a vote on some resolutions.

#### **Article 8 Committees**

Section 1 – This club's committees comprise those listed in article 11, section 7, of the Standard Rotary Club Constitution, as well as the following:

- a. Membership
- b. Career Exploration Night
- c. Programs

Section 2 — The president is an ex officio member of all committees.

Section 3 — Each committee's chair is responsible for the regular meetings and activities of the committee, supervises and coordinates its work, and reports to the board on all committee activities.

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*Club committees coordinate their efforts to achieve the club's annual and long-term goals.*

## **Article 9 Finances**

Section 1 — Before each fiscal year starts, the board prepares an annual budget of estimated income and expenditures.

Section 2 — The treasurer deposits club funds in a financial institution or institutions designated by the board, divided into two accounts: one for club operations and one for service projects.

Section 3 — Bills are paid by the treasurer or another authorized officer and approved by two other officers or directors.

Section 4 — A qualified person conducts a thorough annual review of all financial transactions.

Section 5 — Club members will receive an annual financial statement of the club. A mid-year financial report, with current and previous year income and expenses, is presented at the annual meeting.

Section 6 — The fiscal year is from 1 July to 30 June.

## **Article 10 – Membership**

Section 1--Individual Membership is held by an adult who has demonstrated good character, integrity and leadership; has a good reputation in his or her business, profession and community; and is willing to serve in his or her community and around the world.

Section 2--Corporate Membership is held by a corporation or other organization in which the corporate entity is identified on the club records as the member of record. The entity must be represented by an individual who meets the requirements for membership outlined in Section 1 above. The dues for corporate members are the same as for individual members. The organization may designate attendees to club

meetings and events interchangeably. Only one designee of the organization shall count toward the club's quorum requirements or vote on club business. Corporate members may send one representative to regular meetings without any additional meal charge. Any additional representatives who attend regular meetings shall incur a meal surcharge.

### **Article 11 Method of Electing Members**

Section 1 — A member proposes a candidate for membership to the board and/or the membership committee, or another club proposes one of its transferring or former members.

Section 2 — The board approves or rejects the candidate's membership within 7 days and notifies the proposing member of its decision. Disagreements about the candidacy of prospective members are resolved by a majority vote of the Board with the President deciding any "ties".

Section 3 — If the board approves the candidate's membership, the prospective member is invited to join the club.

### **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 a specified length of time.

(Note: Such leave of absence does operate to prevent a forfeiture of membership; it does not operate to give the club credit for the member's attendance. Unless the member attends a regular meeting of some other club, the excused member must be recorded as absent except that absence authorized under the provisions of article 8, sections 3 and 4 of the Standard Rotary Club Constitution is not computed in the attendance record of the club.)

### **Article 13 Amendments**

These bylaws may be amended at any regular club meeting. Changing the club bylaws requires sending written notice to each member 21 days before the meeting, having a quorum present for the vote, and having two-thirds of the votes support the change. Changes to these bylaws must be consistent with the Standard Rotary Club Constitution, the RI Constitution and Bylaws, and the Rotary Code of Policies.