

Rotary Club of St Simons Island Georgia Bylaws

February 27, 2024

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Bylaws of the Rotary Club of St Simons Island Georgia

Article 1 Definitions

1. **Club:** The Rotary Club of St Simons Island Georgia.
2. **Board:** The Board of Directors of the Club.
3. **Director:** A Director on the Club board.
4. **Member:** A member, other than an honorary member, of the club.
5. **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.
6. **RI:** Rotary International.
7. **Club Year:** The 12-month period beginning 1 July. This is club's fiscal year.

Article 2 Board

The governing body of the club is the board of directors, consisting of, at a minimum, the President, Immediate Past President, President-Elect, Secretary, and Treasurer elected in accordance with Article 3 of these bylaws.

Article 3 Elections and Terms of Office

Section 1

a – At the regular meeting of the Board of Directors in September, the Board shall approve a Nominating/Election Committee. The Nominating/Election Committee will be announced to the club members at the first regular club meeting in October. Members may nominate for any positions on the board, but they must be presented to the Nominating/Election committee prior to October 10th to allow for proper vetting by the committee.

The Nominating/Election Committee will consist of the following.

President Elect - Committee Chair

Note: If President Elect is unable or does not choose to serve as Chair the Committee can select a Chair

Current President

President Nominee

Immediate Past President

Treasurer

b – At the first regular club meeting in November the slate: candidates for President, President Elect, President Nominee, Secretary, Treasurer, and any open Director positions, chosen by the Nominating/Election Committee must be presented to club members. The slate chosen by the Nominating/Election Committee must be listed in the Spray two times prior to members vote date.

c – Club officer and director elections vote by club members must be complete no later than the last club meeting in December

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 subject to guidance and review by the Nominating/Election committee.

Section 4

If any officer-elect or director-elect vacates a position, the remaining members of the board-elect will appoint a replacement subject to guidance and review by the Nominating/Election committee.

Section 5

The terms of office for each role are:

All officers and directors can serve only one consecutive term based on the terms of office for each role listed below. Any deviation of terms is at the discretion of the Nominating/Election Committee.

President:	One year
President Elect:	One year
President Nominee	One year
Immediate Past President:	One year
Past President:	One year term
Treasurer:	Unlimited one year term
Secretary:	Unlimited one year term
Sergeant-at-Arms	Unlimited one year term
Director: Total of six	Three new directors alternating years to serve two year terms

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 on the club board.

Section 4

The President Nominee serves as a Director on the club board and may chair a committee

Section 5

The President can assign the President Elect in his or her absence to preside at club and board meetings or if he or she is unable to assign, the board can vote to assign who presides.

Section 6

A Director attends club and board meetings and may chair a committee or be assigned a task to facilitate the mission of the club.

Section 7

The Secretary keeps membership records and board meeting minutes and distributes the minutes to the board and committee chairs in a timely manner. The Secretary must be proficient in the functions of DACdb club database and Rotary International's My Rotary

Section 8

The Treasurer oversees all club funds and provides a monthly accounting of them to the board. At a club meeting in December and at any other time requested the Treasurer will provide a financial report to the club members. The Treasurer must be proficient in the functions of DACdb club database including DACdb finance and Rotary International's My Rotary.

Section 9

The Sergeant-at-Arms maintains order in club. This position organizes meeting logistics as required by the President.

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. At this annual meeting a Treasurer report will be presented to members. In addition to this meeting, Officers, Directors, and Committee Chairs will present reports to the club members regularly throughout the year.

Section 2 This club meets as follows: Tuesdays 1pm. Reasonable notice of any change or cancellation of the regular meeting or change of location will be given to all club members.

Section 3

Board meetings are held each month at a regular recurring time and location. Special meetings of the board are called with reasonable notice by the President or upon the request of two directors.

Article 6 Dues

The amount of club dues shall be determined by the Board of Directors after review of the proposed annual club budget. Once approved by the Board of Directors, club dues changes shall be announced at two regular weekly club meetings and published in two issues of the Spray. Then the dues change is submitted to the membership at large for ratification.

Annual club dues are computed by the Treasurer and club president guided by the budget each year. Dues are billed on the first month of the each quarter and due in full by the end of the first month of the quarter. Annual club dues include RI per capita dues, subscriptions to an official magazine, district per capita dues, any other anticipated club operating cost, and any other Rotary or district per capita assessment.

Honorary members pay no dues but must pay guest meal fee to attend a club meeting.

Article 7 Method of Voting

All business of this club is conducted by voice vote or a show of hands. The election of officers and directors is conducted by acclamation or electronic ballot. The board may also provide a paper ballot for a vote on some resolutions. There can be no proxy voting by club members. At the discretion of the President, board decisions that require a vote can be conducted by email voting but there can be no proxy voting for items requiring a board vote.

Article 8 Committees

Section 1

The Rotary Club of St Simons Island committees comprise those listed in article 11, section 7, of the Standard Rotary Club Constitution. Club committees coordinate their efforts to achieve the club's annual and long-term goals.

They are:

- Club Administration
- Membership
- Public Image & Communications
- The Rotary Foundation
- Club Service Projects

The President and Board of Directors may appoint any new committees they deem as important.

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.

Article 9 Finances

Section 1

The Treasurer in coordination with the incoming President prepares an annual club budget to be approved by the board at the first board meeting in July.

Section 2

The Treasurer deposits club funds in a financial institution or institutions designated by the board.

Section 3

Bills/accounts payables are paid by the Treasurer or another authorized officer using the club checking account or club credit card upon presentation of an invoice for the expense. Officers, Directors, or club members must present an invoice for reimbursement of a board approved expense. Expenses not detailed in the club budget must be approved by a board vote.

Section 4

The board conducts a thorough annual review of all financial transactions or if they so choose the board can appoint an independent person to review all financial transactions.

Section 5

The Board of Directors at each regularly scheduled monthly Board meeting shall review all club transactions in coordination with the approved annual budget.

Club members will receive an annual financial statement of the club including all accounts and any 501 (c) 3 club accounts. A mid-year financial report, with current and previous year income and expenses, is presented at the annual meeting.

Section 6

Any contract committing the club to an expenditure greater than \$500 must be signed and approved by the President and Treasurer.

Section 7

Any checks greater than \$2500 should be signed by the President and Treasurer.

Section 8

Upon leaving office the Treasurer shall turn over to the successor Treasurer or President all funds, bank accounts, or any other club property in possession of the Treasurer.

Article 10 Method of Electing Members

The club will have two categories of membership: Active and Honorary

The Rotary Club of St Simons Island shall be composed of adult persons who:

- Demonstrate good character, Integrity, and leadership.
- Possess good reputation within their business, profession, and/or community.
- Are willing to serve in their community and/or around the world.

Section 1

An Active member of this club proposes a candidate for club membership to the board and/or the membership committee. The proposed member must attend two club meetings and club orientation before the board votes on the new member.

Section 2

Club members are given ten days published notification to respond in confidential writing to the President concerning the proposed member. After the ten days and within 30 days the board approves or rejects the candidate's membership. At that time the sponsor/membership chair/President will notify the proposed member of their approval.

Section 3

Honorary members are persons who have distinguished themselves in local and Rotary service. They must be presented to Membership Committee which will

present application to the board for a vote. Once approved Honorary members cannot vote on club business or elections.

Article 11 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.