

# Sumter Rotary Club

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## Bylaws



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To Be Adopted 10/14/2019

## BYLAWS OF THE SUMTER ROTARY CLUB

(These were approved by the Board of Directors on Monday, September 23, 2019, and are scheduled to be voted on by the membership on Monday, October 14, 2019.)

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### ARTICLE I

#### Election of Officers and Directors

§1. Officers Following four years of service as an elected Director, with one year of service as chairperson of each of the four committees as outlined in Articles VIII and IX, each such Director shall assume Office of Club Secretary during his/her fifth year of Leadership Rotation service to the Club. Following his/her year in the office of Club Secretary, each such Director shall assume the Office of President-Elect during his/her sixth year of Leadership Rotation service to the Club. Following his/her year in the office of President-Elect, each such Director shall assume the Office of President during his/her seventh year of Leadership Rotation service to the Club. All Officers shall be voting members of the Board of Directors.

§2. Directors A printed ballot with all eligible and willing candidates for the Board of Directors is to be presented annually by the Secretary to the Club membership at a regular meeting of the Club for election of four (4) Directors for the following Rotary Year. Eligible candidates include all Active Ordinary members as of the date of the election, except Past Presidents, those classified as Senior Active Excused or Honorary, those on temporary or permanent Leave of Absence, and those scheduled to serve as Officers in the Leadership Rotation. The three elected Directors eligible for re-election shall be clearly indicated as such on the ballot. Each Club member shall vote for (4) members of the Club. The Past Presidents of the Club shall serve as a committee to tally the names of the eight (8) eligible candidates who have received the largest number of votes and are willing to serve. At the next regular meeting of the Club, the President shall announce the top eight nominees. At the next regular meeting of the club (two weeks after the initial election), the Secretary shall present to the Club membership a printed ballot listing these eight (8) names. Elected Directors eligible for re-election shall be clearly indicated as such on this ballot. From these eight (8), the members of the Club shall vote for four (4). The four (4) receiving the largest number of votes shall be declared elected.

§3. The Past-Presidents' representative shall serve as Vice President of the Club and shall be a voting member of the Board of Directors. The Past-Presidents' representative shall be the individual who served as Club President five (5) years prior. In the event this individual is no longer a

member of the club, the next past president in the rotation shall serve, and this rotation shall continue in perpetuity.

§4. The four elected Directors shall serve as the committee chairpersons. The incoming President shall appoint the Sergeant-at-Arms, the Treasurer, the Rotary Foundation Chair, Membership Development Chair, Special Projects and Events Chair, Long-Range Planning Chair, CART Committee Chair, and any other Support Directors deemed necessary, in consultation with the appropriate elected Director Committee Chairperson. All of these individuals shall be voting members of the Board of Directors.

§5. The Officers in the Leadership Rotation, elected Directors, and other selected and appointed Directors and Officers shall constitute the Board of Directors.

§6. A vacancy in the Board of Directors of any elected or appointed Director, Director-elect, appointed Officer, or Officer in the Leadership Rotation shall be filled according to Article XV of these By-Laws.

**ARTICLE II**  
**Board of Directors**

The governing body of this Club shall be the Board of Directors elected or appointed or in the Leadership Rotation in accordance with Article I of these Bylaws.

**ARTICLE III**  
**Duties of Officers**

§1. President It shall be the duty of the President to preside at the meetings of the Club and meetings of the Board of Directors and to perform such other duties as ordinarily pertains to his/her office.

§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 or the Board.

§3. Vice President It shall be the duty of the Vice President to preside at the meetings of the Club and the Board of Directors in the absence of the President and to perform such other duties as ordinarily pertains to his/her office. In the absence of the Vice President, the Immediate Past President, or another Past President selected by the Club President, shall preside.

§4. Secretary It shall be the duty of the Secretary to keep the records of membership, records of the attendance at the meetings, send 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 including, but not limited to, the semi-annual reports of membership which shall be made to the General Secretary of Rotary International on or about January 1 and July 1 of each year, the report of any changes in membership which shall be made to the General Secretary of Rotary International, the monthly report of attendance at the Club meetings which shall be made to the District Secretary immediately following the last meeting of the month, collect and remit to Rotary International subscriptions to *The Rotarian*, and perform such other duties as usually pertains to his/her office. The Club Secretary shall delegate various duties to the Executive Secretary employed by the Club, when an Executive Secretary is employed.

§5. Treasurer It shall be the duty of the Treasurer to have custody of all funds, accounting for the same to the Board of Directors at each regular Board meeting and at other times upon demand by the Board, and perform such other duties as pertains to his/her office. The Treasurer shall be responsible for preparing, or causing to be prepared, all tax returns and filings with the South Carolina Secretary of State and filing such documents, after approval from the Board, in a timely manner. The Treasurer shall provide all materials necessary and/or requested by the assessor, appointed by the Board, to complete the annual District Financial Assessment. Upon retirement from office, the Treasurer shall turn over to the incoming Treasurer or to the President all funds, books of accounts, and any other Club property.

§6. Sergeant-at-Arms The duties of the Sergeant-at-Arms shall be such as are usually prescribed for his/her office and such other duties as may be prescribed by the President or the Board.

## **ARTICLE IV**

### **Meetings**

§1. The official business of the regular meetings of the Club shall be held on Monday, or the day of the week determined by the Club, starting at 1:15 p.m. Food service will begin not later than

12:30 p.m. Due notice of any changes in or canceling of the regular meetings shall be given to all members of the Club.

§2. All Active Ordinary members, except those classified as Senior Active Excused or Honorary, those on temporary or permanent Leave of Absence, and those otherwise excused by the Board of Directors of this Club, on the day of the regular meeting shall be counted as present or absent. Members can make-up attendance by attending any other Rotary Club, or by virtue of any other make-up activity approved by the Board of Directors of this Club.

§3. One-third (1/3) of the Active Ordinary membership shall constitute a quorum at the regular meetings of this Club.

§4. Regular meetings of the Board shall be at least once a month upon the call of the President. Special meetings of the Board shall be called by the President whenever deemed necessary. In June of each year, immediately following the conclusion of the final meeting of the outgoing Board, the President-Elect shall convene a planning and organizational meeting of the incoming Board.

§5. A majority of the Board members shall constitute a quorum of the Board.

## **ARTICLE V**

### **Fees and Dues**

§1. The membership dues shall be billed and payable quarterly on January 1, April 1, July 1, and October 1, in advance of the quarter and in an amount to be determined by the Board of Directors.

## **ARTICLE VI**

### **Method of Voting**

The business of this Club shall be transacted by voice vote, except the election of Officers and Directors, which shall be by printed ballot. Other exceptions to this policy may be made by the decision of the board.

## ARTICLE VII

### Four Avenues of Service/Committees

The four Avenues of Service are the philosophical and practical framework for the work of the Sumter Rotary Club. They are Club Service, Vocational Service, Community Service, and International Service. The Sumter Rotary Club will be active in each of the four Avenues of Service.

## ARTICLE VIII

### Committees

§1. The President shall appoint the following standing committees: Club Administration Committee, Club Public Relations Committee, Club Membership Committee, Service Projects Committee, Rotary Foundation Committee, and Long-Range Planning. The President shall appoint additional ad hoc Committees as needed. Each Committee shall consist of a Chair and usually not less than two (2) other members. The President shall be an *ex officio* member of all Committees. 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 of Directors. Each Committee Chair 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 of Directors on all Committee activities.

## ARTICLE IX

### Duties of the Standing Committees

§1. Club Administration Committee This Committee shall be chaired by one of the elected Board members (following the prescribed rotation) and shall conduct activities associated with the effective operation of the Club. It includes the following activities, which may, at the discretion of the Club President and Committee Chair, be organized as Sub-Committees: Club Service, Sunshine, Programs, Directory, and Investments.

§2. Club Public Relations Committee This Committee shall be chaired by one of the elected Board members (following the prescribed rotation) and shall develop and implement plans to provide the public with information about Rotary and to promote the Club's service projects and activities. It includes the following activities, which may, at the discretion of the Club President and Committee Chair, be organized as Sub-Committees: Club Bulletin, Power Point, Website, Public Relations, and Interact Affiliation.

§3. Club Membership Committee This Committee shall be chaired by one of the elected Board members (following the prescribed rotation) and shall develop and implement a comprehensive plan for the recruitment and retention of Club members. It includes the following activities, which may, at the discretion of the Club President and Committee Chair, be organized as Sub-Committees: Rotary Information, Classifications, Family of Rotary, Attendance, Rotarian of the Year, and Development.

§4. Service Projects Committee This Committee shall be chaired by one of the elected Board members (following the prescribed rotation) and shall develop and implement educational, humanitarian, and vocational projects that address the needs of its community and communities in other countries. It includes the following activities, which may, at the discretion of the Club President and Committee Chair, be organized as Sub-Committees: Community Service, Vocational Awareness, Special Projects, Roadside Cleanup, Coins for Alzheimer's Research Trust (CART), Salvation Army Bell Ringing, Scholarships, and Dictionary.

§5. Rotary Foundation Committee This Committee will develop and implement plans to support the Rotary Foundation through both financial contributions and program participation. It includes the following activities, which may, at the discretion of the Club President and Committee Chair, be organized as Sub-Committees: Every Rotarian Every Year (EREY), Major Donors, Paul Harris Society, Bequest Society, Major Benefactors, Group Study Exchange, Youth Exchange, Ambassadorial Scholarships, Matching Grants, and District Simplified Grants.

§6. Long-Range Planning Committee This Committee is responsible for the development of long-term goals for the Club covering three-five years. These goals should address membership development, service projects, the CART Fund, the Rotary Foundation, leadership development, and other areas to enhance the effectiveness of our club. The members of this committee shall be the President, Vice President, President Elect, Secretary, and other members as appointed by the President of Sumter Rotary Club. The committee shall adopt a long-range plan with clearly defined goals. The plan shall be updated annually or as needed. The committee shall hold meetings as needed.

§7. Past Presidents Committee This is a standing committee comprised of all past presidents of Sumter Rotary Club. The Past Presidents' Representative/Vice President shall serve as chair of this committee. This committee shall meet at least annually prior to the beginning of the Rotary Year (this meeting is typically held on the same date as the joint board meeting). The

committee shall meet as needed for special projects and purposes at the request of the President or Vice President of the Club.

**ARTICLE X**  
**Leave of Absence**

Upon written application to the Board, setting forth good and sufficient cause, temporary Leave of Absence (LOA) may be granted excusing a member from attending the meetings of the Club for a specified length of time. Club dues, less the cost of meals, remain payable during temporary Leaves of Absence. Any Club member who, because of protracted ill health or physical or mental impairment, is determined by the Board of Directors to be permanently unable to comply with this Club's attendance and participation requirements, may be granted a permanent Leave of Absence (LOA), excusing him/her from all attendance and dues requirements. Members on permanent LOA shall not be computed in the attendance records of the Club, but shall be included in the Club directory.

**ARTICLE XI**  
**Finances**

§1. The Treasurer shall deposit all funds of the Club in a financial institution to be named by the Board.

§2. All bills shall be paid by check signed by the Treasurer or other approved signer (President, President-Elect, or Secretary). A thorough assessment shall be made once each year of the Club's financial transactions by an independent member of the club (someone without check-signing authority) appointed by the Board.

§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.

§4. The fiscal year of this Club shall be from July 1 to June 30, and for collection of member dues shall be divided into four (4) quarterly periods as designated in Article V.

§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 have 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.

§6. Not fewer than three (3) competitive bids shall be sought for any operational expenditure estimated to be equal to or greater than \$2,000, unless specifically excepted by vote of the Board of Directors.

## **ARTICLE XII**

### **Method of Electing Members**

§1. Active Ordinary Members:

(a) The name of a prospective member shall be submitted to the Board in writing through the Secretary on a standard form known as the Proposal Form. The proposal shall be kept confidential. The Secretary shall provide the name to the membership chair for approval, and the Secretary, in consultation with the Membership Chair, shall determine an appropriate Classification for the proposed new member.

(b) The Secretary shall communicate the name of the proposed member to the Board including the Classification and name of the sponsoring Rotarian.

(c) The Board shall then vote on the proposed member. If more than two (2) votes are cast against the proposed member, no further action shall be taken and the Secretary shall notify the proposer of the Board's decision not to process the application for membership.

(d) If the decision of the Board is favorable, one (1) or more members of the Rotary Information Sub-Committee, together with the President and/or the Secretary of the Club, shall formally meet with the proposed member to inform him/her of privileges and responsibilities of membership in the Sumter Rotary Club, to secure a signature attesting to a clear understanding of those responsibilities, and to obtain a signature granting permission for his/her name and proposed membership and classification to be published to the entire Club.

(e) If no written objection to the proposal, stating reasons, is received by the

Board from any member in good standing (other than honorary) within ten (10) days following publication of information by the Club Secretary about the prospective member, that person, upon payment of the admission fee, shall be considered elected to membership. Any objections should be given with the best interest of Rotary International and the Sumter Rotary Club in mind, and should follow the tenets of the Four-Way Test.

(f) If any member objections have been filed with the Board, it shall consider the same at any regular or special meeting of the Board. Once again, if no more than two (2) adverse votes are cast by the members of the Board, the proposed member shall be considered duly elected.

(g) The Secretary shall then notify the proposer and the newly elected member of his/her election to membership. The Secretary shall input the new member's name in the database.

(h) The member shall be formally inducted as a member at a regular meeting of the Club, the date of which shall become the official membership date for the new member.

§2. Honorary Members Candidates for Honorary Membership in the Sumter Rotary Club must be proposed in writing to the Board of Directors, to include justification for Honorary status. Such candidates will be considered by both the Board of Directors and the Past Presidents of the Sumter Rotary Club. Upon approval by not less than 75% of the quorum present at a called meeting of the Board of Directors, as well as not less than 75% of the quorum present at a called meeting of the Past Presidents, a candidate will be considered elected as an Honorary Member in the Sumter Rotary Club. Formal induction will proceed as soon thereafter as reasonably possible, and the Secretary will make appropriate changes to the Club's membership records and directory. Honorary Members' attendance or absence shall not be computed in the attendance records of the Club, and they will be billed only for meals actually consumed.

§3. Senior Active Excused Members Any Active Ordinary member in good standing who has reached the age of sixty (60) years, and has a combined age plus years of membership in one or more Rotary Clubs equal to or greater than eighty-five (85) years by December 31, 2019, may notify the Secretary in writing of his/her desire to be re-classified as Senior Active Excused and excused from complying with attendance requirements. If approved by the Board, such member's attendance or absence shall not be computed in the attendance records of the Club, and his/her quarterly statement

shall include only mandatory dues and meals actually consumed. After December 31, 2019, because Rotary International no longer has attendance requirements, Sumter Rotary Club will no longer accept applications for members to change from Active Ordinary to Senior Active Excused Status. All members previously granted Senior Active Excused status shall keep that status unless the member requests in writing to the Secretary to change his/her membership status back to Active Ordinary or the Senior Active Excused Member is granted Honorary Membership Status by the method prescribed in these bylaws. If a member chooses to forfeit his/her Senior Active Excused status, the member shall not be eligible for this status again.

**ARTICLE XIII**  
**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.

**ARTICLE XIV**  
**Order of Business**

The order of business for regularly scheduled meetings of the Club shall be as follows:

- (a) Meeting called to order
- (b) Introduction of visiting Rotarians
- (c) Introduction of member guests and Club guests
- (d) Correspondence and announcements
- (e) Committee reports, if any
- (f) Any unfinished business
- (g) Any new business
- (h) Address or other program feature
- (l) Adjournment

## **ARTICLE XV**

### **Removal, Resignation, and Replacement of Officers or Directors**

If a situation should arise that would warrant the removal of an Officer or Elected Director, that action requires a two-thirds (2/3) majority vote of the current Board of Directors. Appointed Support Directors serve at the pleasure of the President.

If an Elected Director in the leadership rotation resigns from his or her elected position, the next individual in the rotation shall advance to the vacated position. If the vacancy occurs prior to December 31, a special election shall be held to elect a Director into the leadership rotation. If the vacancy occurs after December 31 of the current Rotary year, the Director progressing in the rotation shall perform the duties of his or her current elected position in addition to the duties of the position being assumed.

## **ARTICLE XVI**

### **Indemnification**

All directors, officers, and members of the Club shall be indemnified to the maximum extent possible under SC Code Ann. §33-3 1-850 (1994) et. Seq. (or any provision of subsequent law).

## **ARTICLE XVII**

### **Amendments**

These Bylaws may be amended at any regular Club meeting, a quorum being present, by two-thirds majority vote of all members present, provided that notice of such proposed amendments shall have been provided to each member at least ten (10) calendar 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 Rotary International.