**Bylaws of the Rotary Club of St. Joseph, Missouri #32**

***Adopted December 12, 2017***

**Article 1 Definitions**

1. Board: The club’s board of directors

2. Director: A member of the club’s board of directors

3. Member: A member of the club, other than an honorary member

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 that begins on 1 July

**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, treasurer and sergeant-at-arms. At the discretion of the board, additional directors can be added in accordance with Article 3.

**Article 3 Elections and Terms of Office**

Section 1 —One month before elections, members nominate candidates for president, vice president, secretary, treasurer, sergeant-at-arms and any open director positions. The nominations will be presented by the Nominating Committee.

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 his or her 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

President Elect — one year

Vice President (President Nominee) —one year

Treasurer — one year

Secretary —one year

Sergeant-at-arms — one year

Director —one year

Section 6—Nomination and Election Procedure:

1. Nominating Committee-The Nominating Committee will be comprised of the president-elect as chair, current president, and all active past presidents.
2. The Nominating Committee shall present a slate of nominees to the board of directors for approval. The slate of nominees will be presented to the membership either electronically or at a meeting at least one month prior to the annual meeting and the president shall seek additional nominations from the membership.
3. An election is held at the annual meeting in December. Election shall be conducted by voice vote or show of hands. Upon request by no less than two members, a ballot vote will be conducted. The candidates receiving a majority of the votes shall be declared elected to their respective offices.
4. The candidate for president elected in such balloting shall be the president-nominee. The president-nominee shall take the title of president-elect on the first day of July next following the election, and shall serve as an officer during that year. On 1 July immediately following that year, the president-elect shall assume office as president.

**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. The president-elect presides at club and board meetings when the president is absent.

Section 4 —The vice president presides at club and board meetings when the president and president-elect are absent.

Section 5 —A director attends club and board meetings and fulfills such other responsibilities as may be assigned by the president and the board.

Section 6 —The secretary keeps membership and attendance records.

Section 7 —The treasurer oversees all funds and provides an annual 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: Normally Tuesdays at 12:00 noon. Reasonable notice of any change or cancellation of the regular meeting will be given to all club members.

Section 3 —Board meetings are held at least quarterly. Special meetings of the board are called with reasonable notice by the president or upon the request of two directors.

**Article 6 Dues**

**Annual club dues are** set by the board at their initial meeting**. They are paid as determined by the board**. Annual club dues include **RI per capita dues, a subscription to The Rotarian or a Rotary regional 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. Upon request by no less than two members, a ballot vote will be conducted.

**Article 8 Committees**

Section 1 — Club committees coordinate their efforts to achieve the club’s annual and long-term goals. Each club should have the committees listed in article 13, section 7, of the Standard Rotary Club Constitution.

Section 2 —The president is an ex officio member of all committees and, as such, has all the privileges of membership.

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 — 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. The Club shall maintain a general checking account and any special purpose accounts that might be required. All accounts shall be approved by the board.

Section 3 — Bills are paid by the treasurer or another authorized officer. Expenditures not approved through the budgetary process should be approved by the board.

Section 4—A comprehensive financial report shall be presented at each regular meeting of the Board.

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.

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

**Article 10 Method of Electing Members**

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

Section 2 — The board approves or rejects the candidate’s membership within 30 days and notifies the proposing member of its decision.

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

**Article 11 Amendments**

These bylaws may be amended at any regular club meeting. Changing the club bylaws requires sending written notice to each member 10 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.