



Bylaws of The Rotary Club of Mesa West

Article 1 Definitions

As used in these bylaws, unless the context otherwise clearly requires, the following capitalized words in this article shall have the following meanings:

1. Board: The board of directors of this club
2. Director: A member of the club's Board
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, consisting of, at a minimum, the president, president-elect, secretary, treasurer and five directors.

In addition, the club may engage the services of an executive secretary, subject to review annually by the Board. The executive secretary shall have no voting rights on club matters.

Article 3 Elections and Terms of Office

Section 1 – At the first meeting in September, a nominating committee consisting of the President Elect as chair, two past presidents and two Members at large shall be formed and announced to the club (“Nominating Committee”). Members will be encouraged to submit nominations for Board positions to the Nominating Committee. The Nominating Committee shall compile the nominated and eligible candidates and present them for approval at the November Board meeting.

Section 2 – The office of president shall be filled by approval of the Members at the Annual Meeting. The president elect shall present at the Annual Meeting the full slate of Members to serve on the Board for the following fiscal year for ratification by the club Members.

Section 3 – The candidates for president and secretary who receive a majority of the votes cast for each respective office by the Members present at the Annual Meeting is declared elected to that office.

Section 4 – If any officer or Board member vacates his or her position, the remaining members of the Board will appoint a replacement.

Section 5 – If any officer-elect or director-elect vacates a position, the remaining members of the Board-elect will appoint a replacement.

Section 6 – The terms of office for each office are as follows:

President — one Year

Treasurer — no greater than three Years

Secretary — no greater than three Years

Directors — no greater than six Years

Article 4 Duties of the Officers and Executive Secretary

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

Section 2 – The president-elect prepares for his or her Year in office and may preside at club and Board meetings when the president is absent.

Section 3 – A director attends club and Board meetings and chairs a named committee or Avenue of Service.

Section 4 – The secretary shall send out notices of Board meetings; record and preserve the minutes of such meetings; supervise the executive secretary in the performance of their duties; and perform other duties as usually pertain to the office of secretary.

Section 5 – The treasurer oversees all funds and provides an annual accounting of them. They shall regularly review all finances with the executive secretary, report regularly to the Board or when requested, and perform other duties as pertains to the office of treasurer.

Section 6 – It shall be the duty of the executive secretary to keep membership records; record attendance of meetings; report as required to RI, including semiannual reports of membership on 1 January and 1 July of each Year, and prorated reports on 1 October and 1 April of each active Member who has been elected to membership in the club since the start of the July or January semiannual reporting period, report changes in membership; and collect and remit RI official magazine subscriptions. It shall also be the duty of the executive secretary to account for the funds to the treasurer on a monthly basis, to the club annually, and at any other time upon demand of the Board. Upon retirement or termination, the executive secretary shall turn over to the current treasurer or to the president all funds, books of accounts, or any other club property.

Article 5 Meetings

Section 1 – An annual meeting of this club shall be held in December of each Year to elect the next president elect and secretary who will serve for the next Rotary Year (the “Annual Meeting”). If circumstances do not allow for the Annual Meeting to be held in December, the Annual Meeting may be held after December 31, but no later than February 1. At the Annual Meeting, the president elect shall present for ratification by the club Members the full slate of the Board to serve the following fiscal year.

Section 2 – This club shall meet as follows: Each Thursday at 12:10 pm. Reasonable notice of any change or cancellation of the regular meeting will be given to all club Members.

Section 3 – Board meetings shall be held each month at a mutually convenient time and place. Special meetings of the Board may be called with reasonable notice by the president or upon the request of two directors.

Article 6 Dues

Annual club dues shall 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. Adjustment of dues for all membership plans may occur with the adoption of the annual budget or by a vote of the Members. See Appendix A for current rates.

Article 7 Method of Voting

The business of this club shall be conducted by voice vote or a show of hands except in the election of officers and directors, which shall be conducted by ballot at the Annual Meeting. The Board may also provide for voting by ballot on certain matters the Board determines should be voted on by the Members and approved by resolution. Electronic communication for Board voting and New Member Approval is permitted.

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 6 of the 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.

Section 4 – 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 make reference to appropriate RI materials.

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 9 Finances

Section 1 – Prior to the beginning of each Fiscal Year, the Board shall approve a budget of estimated income and expenditures for the Year, which net income or loss shall stand as the limit of expenditures for these purposes, unless otherwise approved by the Board. The budget shall be broken down between club service expenditures funded with club revenues and service and charitable operations. Service and charitable operations may be fully or partially funded with grants or revenues provided by the Mesa West Foundation as approved by their Board of Directors.

Section 2 – The executive secretary 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 executive secretary or other authorized officer after the expenditure is approved by at least one officer with signature authority and another officer or Board member.

Section 4 – A thorough review of all financial transactions by a qualified person shall be made at the close of each Year.

Section 5 – Officers, including the executive secretary, 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 (“Fiscal Year”), 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.

Section 7 – The executive secretary, club secretary and treasurer will cooperate to file all state and federally required reports with the US Treasury, Arizona Department of Revenue and Corporation Commission.

Article 10 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. 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 shall be informed of the purposes of Rotary and of the privileges and responsibilities of membership, following which the prospective member shall be requested to sign the membership proposal form and to permit his or her name and proposed classification to 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 the matter at the next Board 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 executive secretary 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. At the first Board meeting of each fiscal year, the Board shall review the status of Honorary members for changes.

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 at which the vote will be held, having a Quorum of the Members present for the vote, and having two-thirds of the votes cast by Members in support of the amendment. Changes to these bylaws must be substantially consistent with the Standard Rotary Club Constitution, the RI Constitution and Bylaws, and the Rotary Code of Policies.

Board of Directors Approval. Dated: _____

Adopted by majority vote. Dated: _____

Signed by Club President Christine Krueger: _____

Signed by Club Secretary Donna Goetzenberger: _____

Appendix A

Club dues for 2018-2019 are:

Standard Full Dues: Rotary Year 2018-2019 \$250 quarterly
Separate Meal-Plan Dues: \$130 quarterly and \$20 per meal
Second Associate Member: \$175 annually and \$20 per meal
Satellite Member: \$175 annually