

BYLAWS OF THE ROTARY CLUB OF LAS CRUCES

ARTICLE 1 - OFFICERS AND DIRECTORS

SECTION 1 - The elected officers and directors and the immediate past president shall constitute the board of directors. The board of directors shall serve as the governing body of the club.

SECTION 2 - At a regular meeting at least two weeks prior to the Annual Meeting for election of officers, the presiding officer shall ask for nominations by members of the club for president, president-elect, secretary, treasurer, and assistant secretary/treasurer, each to serve for one year, and for vacant board positions (three or four), each to serve for a two-year term. The nominations may be presented, not later than two weeks prior to the Annual Meeting, by a nominating committee and by members from the floor with concurrence of each nominee. The nominations duly made shall be placed on the ballot in alphabetical order under each office and shall be voted for at the annual meeting. The candidates for president, president-elect, secretary, treasurer, and assistant secretary/treasurer receiving a majority of the votes shall be declared elected to their respective offices. The candidates for director receiving a majority of the votes shall be declared elected as directors.

SECTION 3 - A vacancy in the board of directors or any office shall be filled for the unexpired remaining term by action of the remaining members of the board.

SECTION 4 - A vacancy in the position of any officer elect or director elect shall be filled for the appropriate term by action of the remaining members of the board of directors elect.

ARTICLE 2 - DUTIES OF OFFICERS

SECTION 1 - PRESIDENT. The president shall preside at meetings of the club and the board of directors, and shall perform such other duties as customarily pertain to this office.

SECTION 2 - PRESIDENT-ELECT. The president-elect shall preside at meetings of the club and the board of directors in the absence of the president, and shall perform such other duties as customarily pertain to this office. The president-elect shall act as the vice president. The president-elect shall attend the district president-elect training seminar and the district assembly unless excused by the governor-elect. If so excused, the president-elect shall send a designated club representative who shall report to the president-elect.

SECTION 3 - SECRETARY. The secretary shall record and preserve the minutes of board of directors meetings. The secretary shall also supervise the executive secretary in the following functions: keeping the club's records, recording attendance at the meetings, sending notices of meetings to the club, board, and committees, making required annual reports to Rotary International, reporting membership changes to the general secretary of Rotary International, submitting monthly attendance reports to the district governor immediately following the last meeting of the month, and collecting and remitting subscriptions to the *Rotarian* to Rotary International. The secretary shall perform such other duties as customarily pertain to this office. Upon retirement from office, the secretary shall turn over to the secretary-elect or president-elect all funds; books of minutes, records, and accounts; or any other club property in his or her possession. The secretary shall attend the district president-elect training seminar.

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SECTION 4 - TREASURER. The treasurer shall supervise the custody of all funds, accounting for the same to the club annually and at any other time upon demand by the board. The treasurer shall perform such other duties as customarily pertain to this office. Upon retirement from office, the treasurer shall turn over to the treasurer-elect or president-elect all funds, books of accounts, or any other club property in his or her possession.

SECTION 5 - ASSISTANT SECRETARY/TREASURER. The assistant secretary/treasurer shall inform the chairs of appropriate committees of any and all changes to the Club Roster. Such changes shall include newly inducted members, those leaving membership by death or resignation, and members granted Leaves of Absence (noting expiration date). The assistant secretary/treasurer shall also receive nominations for club membership and distribute them to the membership and classification committees for appropriate action, perform the duties of the secretary and treasurer in their absence, and perform such other duties as customarily pertain to these offices. Upon retirement from office, the assistant secretary/treasurer shall turn over to the secretary-elect or president-elect all funds, books of minutes, records, and accounts, or any other club property in his or her possession.

SECTION 6 - CONTINUITY. The nominating committee will seek to maintain some continuity in the selection of officers and directors; the only automatic succession shall be that the president-elect shall succeed to the presidency.

SECTION 7 – IMMEDIATE PAST PRESIDENT. The immediate past president of the club shall serve as a voting director, while he or she is an active member of the club.

ARTICLE 3- MEETINGS

SECTION 1 - ANNUAL MEETING. An Annual Meeting of the club shall be held on the third Wednesday in December each year, at which time officers and directors for terms beginning in the ensuing year shall be elected. At least two weeks notice of the Annual Meeting date shall be announced at regular club meetings; the first announcement shall coincide with the report of the nominating committee.

SECTION 2 - WEEKLY MEETINGS. The regular weekly meetings of this club shall be held on Wednesday at 12:01 p.m. Appropriate notice of any changes or cancellation of regular meetings shall be given at a prior meeting of the club.

SECTION 3 - BOARD MEETINGS. Regular meetings of the board will be held upon call of the president within the first ten (10) days of each month. Special board meetings may be called by the president whenever deemed necessary, or upon the request of two members of the board, appropriate notice having been given.

SECTION 4 - QUORUM OF THE CLUB. One-third of the membership shall constitute a quorum at the annual and regular meetings of this club.

SECTION 5 - RULES OF ORDER. Annual and regular meetings of the club and board meetings shall be conducted in accordance with *Robert's Rules of Order, Revised*.

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ARTICLE 4- FEES AND DUES

SECTION 1 - ADMISSION FEE. The board of directors shall determine the amount of the admission fee annually. This must be paid before the applicant can qualify as a member.

SECTION 2 - MEMBERSHIP DUES. The membership dues shall be an amount fixed annually by the board of directors subject to the approval of the general membership. The sum so fixed will include the member's subscription to the *Rotarian* magazine.

ARTICLE 5 - 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 ballot for any position in which there are competing nominees.

ARTICLE 6- COMMITTEES

SECTION 1 - DIRECTORS. The president shall assign one or more of the directors to supervise committees in each of the areas listed under "standing committees" below.

SECTION 2 - STANDING COMMITTEES. The president shall, subject to the approval of the board, appoint standing committees in the following areas: community service, international service, vocational service, new generations service, and club service. The president may, with the concurrence of the board of directors, appoint specific committees in these areas, as he or she may deem necessary.

SECTION 3 – CONTINUITY. Where feasible and practicable, there should be provision for some continuity of membership on committees. At the same time, it is desirable to have rotation of members among committees.

SECTION 4 - CLUB NEEDS. Each board shall tailor the committee structure according to the needs of the club for that year's expected activities and requirements.

SECTION 5 - PRESIDENT. The president shall be an ex-officio member of all committees, and shall have all the privileges of membership thereon.

SECTION 6 - ACTIVITIES. Each committee shall transact such business as is delegated to it in these bylaws and such additional business as may be referred by the president or board of directors. Except where special authority is given by the board of directors, such committee shall not take action until a report has been presented to and approved by the board of directors.

ARTICLE 7 - DUTIES OF COMMITTEES

SECTION 1 - COMMUNITY SERVICE COMMITTEES. These committees shall devise and carry into effect plans to discharge the club's responsibilities for community service. The chairpersons shall be responsible for their committees' efforts and shall supervise and coordinate their activities.

SECTION 2 - INTERNATIONAL SERVICE COMMITTEES. These committees shall devise and carry into effect plans to discharge the club's responsibilities for international service. The

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chairpersons shall be responsible for their committees' efforts and shall supervise and coordinate their activities.

SECTION 3 - VOCATIONAL SERVICE COMMITTEES. These committees shall devise and carry into effect plans to discharge the club's responsibilities for vocational service. The chairpersons shall be responsible for their committees' efforts and shall supervise and coordinate their activities.

SECTION 4 – NEW GENERATIONS SERVICE COMMITTEES. These committees shall devise and carry into effect plans to discharge the club's responsibilities for new generations service. The chairpersons shall be responsible for their committees' efforts and shall supervise and coordinate their activities.

SECTION 5 - CLUB SERVICE. These committees shall devise and carry into effect plans that will assist members of the club in discharging their service responsibilities. The chairpersons shall be responsible for their committees' efforts and shall supervise and coordinate their activities. These committees shall include, but not be limited to, the following:

(a) Attendance Committee. This committee shall encourage attendance at all Rotary meetings, including district conferences and assemblies, regional conferences, and international conventions. It shall especially encourage attendance at regular club meetings and attendance at regular meetings of other clubs when members are unable to attend this club's meetings. It shall keep members informed about attendance requirements, promote incentives for good attendance, and seek to ascertain and remove conditions that contribute to unsatisfactory attendance.

(b) Membership/Classification Committee. This committee shall consider all proposals for membership and shall thoroughly investigate the character, community standing, and general eligibility of all persons proposed for membership, and shall report their decisions on all applications to the board. This committee shall, as early as possible, but no later than August 31 of each year, make a classification survey of the community, compile a roster of filled and unfilled classifications, review existing classifications in the club, and counsel with the board on all classification matters. This committee shall continually review the club roster of filled and unfilled classifications and shall initiate and present to the board the names of suitable persons to fill open classifications.

(c) Fellowship Committee. This committee shall promote acquaintance and fellowship among all the members, encourage participation in organized Rotary social and recreational activities, and do such work in pursuance of the club's general objectives as may be assigned by the president and the board.

(d) Nominating Committee. This committee shall consist of the last six previous presidents of the club still in active membership, and shall be chaired by the most recent past president still in active membership. It shall nominate each year candidates for president, president-elect, secretary, treasurer, assistant secretary/treasurer, and each vacant directorship. Its report shall be presented at the first club meeting in December each year.

(e) Program Committee. This committee shall prepare and arrange programs for the regular and special meetings of the club.

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(f) Rotary Information and Public Relations Committee. This committee shall give prospective and current members information about the history of Rotary and this club, shall inform them about changes in the administrative operation of Rotary International, shall inform them about the privileges and responsibilities of members of Rotary and this club, and shall devise and carry into effect plans to give the general public information about Rotary International and this club.

(g) Sergeant at arms Committee. The duties of the sergeant at-arms committee shall be those as are customarily prescribed for that committee and such other duties as may be prescribed by the president or the board.

ARTICLE 8 - LEAVES OF ABSENCE

The board, upon written application setting forth good and sufficient cause, may grant members leave from attending the meetings of the club for a specific 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 VIII, section 2(b) of the standard Rotary club constitution is not computed in the attendance record of the club.)

ARTICLE 9 - FINANCES

SECTION 1 - DEPOSITS. The treasurer shall supervise the deposit of all funds of the club in some bank or banks to be named by the board.

SECTION 2 - BILLS. All bills shall be paid only by checks signed by any two of the following individuals: the president, president-elect, secretary, treasurer, assistant secretary/treasurer and executive secretary. The books shall be reviewed annually by the finance committee of the club.

SECTION 3 - BOND. Officers and the executive secretary having charge or control of funds shall be bonded. The cost of the bond will be borne by the club.

SECTION 4 - FISCAL YEAR. The fiscal year of this club shall extend from July 1 to June 30. Membership dues and assessments shall be collected monthly and remitted in accordance with Rotary International and district requirements. The payment of per capita dues and magazine subscriptions to the *Rotarian* shall be made on July 1 and January 1 of each year on the basis of the membership of the club on those dates. The payment of district dues shall be made on July 1 and January 1 of each year on the basis of membership on those dates.

SECTION 5 – BUDGET. 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, having 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.

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ARTICLE 10 - METHOD OF ELECTING MEMBERS

SECTION 1 – PROPOSAL OF NEW MEMBER. The name of a prospective member, proposed by an active member of the club shall be submitted to the board in writing, through the assistant secretary/treasurer. A transferring or former member of another club may be proposed to active membership by the former club. The proposal shall be kept confidential until approved by the board.

SECTION 2 – REVIEW BY MEMBERSHIP/CLASSIFICATION COMMITTEE. The board shall ensure that the proposal meets all the classification and membership requirements of the club constitution. It shall be the duty of the assistant secretary/treasurer to request the membership/classification committee to consider and report to the board on the eligibility of proposed members considering classification, character, standing in the community, and general eligibility.

SECTION 3 – BOARD APPROVAL. The board shall consider and approve or disapprove the recommendations of the membership/classification committee within 30 days of submission, and shall then notify the proposer, through the assistant secretary/treasurer, of its decision. A two-thirds vote of the board, a quorum being present, is required for admission to membership.

SECTION 4 – PRE-INDUCTION INFORMATION. If the decision of the board upon a proposed member is favorable, the proposer, together with one or more members of the Rotary Information and Public Relations committee, shall provide the prospective member with a pre-induction orientation, explaining the purposes of Rotary, and the privileges and responsibilities of membership in the club. The individual will be asked to complete and submit an application for membership, and to give consent to have his or her name and proposed classification published to the club.

SECTION 5 – OBJECTIONS. If no written objections to the proposal, stating reasons, are received by the board from any member (other than honorary) within ten (10) days following publication of the name and classification of the prospective member, the prospective member, upon payment of the admission fee (if not honorary membership), as prescribed in these by-laws, shall be considered elected to membership.

If any objection or objections have been filed with the board, the board shall consider the same at any regular or special meeting and shall ballot on the proposed member. If approved despite the objection, by a two-thirds vote of the board (a quorum being present), the proposed member, upon payment of the admission fee (if not honorary membership), shall be considered to be elected to membership.

SECTION 6 – INDUCTION. Following the election, the assistant secretary/treasurer shall arrange for the induction of the new member. The assistant secretary/treasurer shall ensure the new member is reported to Rotary International. The president-elect shall provide appropriate literature for presentation at the induction.

SECTION 7 - HONORARY MEMBERS. The names of proposed candidates for honorary membership shall be submitted to the board of directors in writing and the election shall be in the same form and manner as prescribed for the election of an active member, provided, however, that such proposal may be considered at any regular or special meeting of the board and that the board may at its discretion waive any of the steps set forth in the preceding

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sections of this Article and proceed to ballot on the proposed honorary member. A two-thirds vote of the board (a quorum being present) is required for approval. When approved by the board, the proposed member shall be considered duly elected.

ARTICLE 11- RESOLUTIONS

The club shall consider no resolution or motion to commit this club on any matter until the board has considered it. Such resolutions or motions, if offered at a club meeting, shall be referred to the board without discussion.

ARTICLE 12 - ORDER OF BUSINESS

The order of business at a regular club meeting shall be as follows:

- Meeting called to order
- Introduction of visiting Rotarians and guests
- Correspondence and announcements
- Committee reports, if any
- Any unfinished business
- Any new business
- Address or program feature
- Adjournment

ARTICLE 13 - AMENDMENTS

These bylaws may be amended at any regular meeting, a quorum being present, by a two-thirds vote of all members present and voting, provided that notice of such proposed amendment shall have been mailed to each member at least ten (10) days before such meeting. No amendment or addition to the bylaws can be made which is not in harmony with the club constitution and with the constitution and bylaws of Rotary International.

ARTICLE 14 - PREVIOUS BYLAWS

This document supersedes all other bylaws on record for this club.