

Rotary Club of Santa Fe Centro
BYLAWS
Revision August 16, 2007

Article I: Definitions

1. Board: The Board of Directors of this club.
2. Director: A member of this club's Board of Directors.
3. Member: An Active Member of this club.
4. RI: Rotary International.
5. Year: The twelve-month period that begins on 1 July.

Article 2: Board

The governing body of this club shall be the board consisting of at least 9 Active Members elected in accordance with Article 3, Section 1 of these bylaws, namely, 4 directors, president, president-elect, secretary, treasurer, immediate past president, and sergeant-at-arms. The board may appoint a maximum of 2 additional assistant, acting, or co-directors, as deemed necessary.

Article 3: Election of Directors and Officers

Section 1 – The president shall appoint a nominating committee consisting of at least 3 past presidents. That committee shall nominate a president-elect, secretary, treasurer, sergeant-at-arms, and 4 directors. The nominations shall be placed on a ballot for each office and shall be voted for at the annual meeting. Additional nominations may be made from the floor. The candidates elected in such balloting shall assume office on the following first day of July.

Section 2 – Officers and directors so elected, together with the immediate past president shall constitute the board.

Section 3 – A vacancy on the board shall be filled by action of its remaining members.

Section 4 – A vacancy in the position of any officer- or director-elect shall be filled by action of the remaining directors-elect.

Article 4: Duties of Officers

Section 1, President – The president is the chief executive officer of the Club providing oversight, direction, and *raison d'être*. The president: oversees the officers and directors; presides at meetings of the club and board; insures that goals as set forth in the *Planning Guide for Effective Rotary Clubs* and *The Rotary Foundation Fund Development Goals* are being achieved; insures that all reports and payments due to District 5520 and RI are submitted on time; and performs other duties as appropriate to the position.

Section 2, President-elect –The president-elect acts for the president in his/her absence and is the chief finance officer. The PE, in conjunction with the treasurer, prepares a budget meeting priorities for the upcoming year; with the treasurer insures that current year expenditures are within the budget; completes the *Planning Guide for Effective Rotary Clubs* and *The Rotary Foundation Fund Development Goals* at least in full draft prior to PETS; attends PETS and other District 5520 functions; and meets with his/her board-elect prior to his/her year for planning it.

Section 3, Secretary – The secretary: keeps membership records; records attendance at meetings; sends notice of board meetings; records and preserves the minutes of such meetings; reports as required to RI, including the semiannual reports of membership on January 1 and July 1 of each year, and prorated reports on October 1 and April 1 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 provides the monthly attendance report to the district governor by the 15th the following month.

Section 4, Treasurer – The treasurer: has custody of all funds, accounting for them to the club annually and at any other time as requested by the board; prepares a monthly report on the status of funds to be presented at each board meeting; helps prepare a proposed annual budget; and performs other duties as pertains to the office of treasurer. Upon retirement from office, the treasurer turns over to the incoming treasurer or to the president all funds, books of accounts, and any other club property.

Section 5, Sergeant-at-Arms – The sergeant-at-arms: insures smooth running of Club meetings; has the room set up for meetings and checks with hotel staff so they are ready; has the Club accoutrements removed and stored after the meetings; and performs other duties as necessary for the meetings

Article 5: Meetings

Section 1, Annual Meeting - An annual meeting of this club shall be held at the first regular meeting in December of each year at which time the election of officers and directors to serve for the ensuing year shall take place.

Section 2, Weekly Meetings -

Regular meetings of this club shall be held each Tuesday at 7:00a.m. at Café Piccolo, Santa Fe, New Mexico. Due notice of any changes in or canceling of the regular meeting shall be given to all members of the club. All members, excepting honorary members (or those excused pursuant to article 8, sections 3 and 4 of the standard Rotary club constitution), in good standing in this club, on the day of the regular meeting, must be counted as present or absent, and attendance must be evidenced by the member's being present for at least sixty (60) percent of the time devoted to the regular meeting, either at this club or at any other Rotary club, or as otherwise provided in the standard Rotary club constitution, article 8, sections 1 and 2.

Change of meetings. For good cause, the board may change a regular meeting to any day during the period commencing with the day following the preceding regular meeting and ending with the day preceding the next regular meeting, or to a different hour of the regular day, or to a different place.

Cancellation. The board may cancel a regular meeting if it falls on a legal holiday or in the case of the death of a club member, or of an epidemic or of a disaster affecting the whole community, or of an armed conflict in the community, which endangers the lives of the club members. The board may cancel not more than four regular meetings in a year for causes not otherwise specified herein provided that this club does not fail to meet more than three consecutive meetings.

Section 3 – One-third of the membership shall constitute a quorum at the annual and regular meetings of this club.

Section 4 – Regular meetings of the board shall be held on a regular monthly basis as prescribed by the president. Special meetings of the board shall be called by the president whenever deemed necessary, or upon the request of two (2) directors, due notice having been given.

Section 5 – A majority of the directors shall constitute a quorum of the board.

Article 6: Fees and Dues

Section 1 – An admission fee of an amount determined by the board is to be paid by applicants before they qualify to be members.

Section 2 – Membership dues shall be set annually by the board, with understanding that a portion shall be applied to each member’s subscription to the RI official magazine.

Article 7: Method of Voting

The business of this club shall be transacted by viva voce vote except the election of officers and directors, which shall be by ballot. The board may determine that a specific resolution be considered by ballot rather than by viva voce vote.

Article 8: Four Avenues of Service

The four Avenues of Service are the philosophical and practical framework for the work of this Rotary club. They are:

- Club Service,
- Vocational Service,
- Community Service, and
- International Service.

This club will be active in each of the four Avenues of Service.

Article 9: Committees

Club committees are charged with carrying out the annual and long-range goals of the club based on the four Avenues of Service. The president-elect, president and immediate past president should work together to insure continuity of leadership and succession planning. The president-elect shall be responsible for appointing committee chairmen and conducting planning meetings prior to the start of his/her year in office. Chairmen should have previous experience as a member of the committee. Standing committees are to be appointed as needed.

The president is an ex officio a member of all committees and, as such, shall have all the privileges of membership thereon.

Each committee transacts its business as delegated. Except where special authority is given by the board, such committees shall not take action until a report has been made and approved by the board.

Each chairman 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 on all committee activities.

Article 10: Duties of Committees

The duties of all committees shall be established and reviewed by the president for his/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 11: Leave of Absence

Upon written application to the board, setting forth good and sufficient cause, leave of absence may be granted excusing a member from attending meetings of the club for a specified length of time. (Note: Such leave of absence operates to prevent forfeiture of membership; it does not give the club credit for the member’s attendance. Unless the member attends a regular meeting of some club, the excused member must be recorded as absent.)

Article 12: Finances

Section 1 – Prior to the beginning of each fiscal year, the president-elect and treasurer shall prepare a draft budget of estimated income and expenditures for board approval. It shall stand as the limit of expenditures, unless otherwise ordered by action of the board.

Section 2 – The treasurer deposits all club funds in a financial institution as named by the board.

Section 3 – All bills shall be paid by the treasurer or authorized officer only when approved by two other officers or directors.

Section 4 – A qualified person shall make a thorough review of all financial transactions once each year.

Section 5 – Officers having charge or control of club funds shall give bond if 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 July 1 to June 30. The payment of per capita dues and RI official magazine subscriptions shall be made on July 1 and January 1 of each year on the basis of the membership of the club on those dates.

Article 13: 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, through the membership chairman. A transferring or former member of another club may be proposed for active membership by the former club. The proposal shall be kept confidential except as otherwise provided in this procedure.

Section 2 – The board shall insure that the proposal meets 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 proposee, 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, and has his name and proposed classification presented to the club.

Section 5 – If no written objection to the proposal, stating reasons, is received by the board from any member of the club within seven (7) days following publication of information about the prospective member, that person, upon payment of the admission fee, as prescribed in these bylaws, is elected to membership.

If any such objection has been filed with the board, it shall vote on this matter at its next meeting. If approved despite the objection, the proposed member, upon payment of the admission fee, is elected to membership.

Section 6 – Following the election, the president shall arrange for the new member's induction, membership card, and new member information. In addition, the president 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.

They may be elected honoring them for their service to the community, because of their interest in Santa Fe Centro, because of their past association with the Club, or for other reasons as deemed appropriate by the board.

- They cannot be an officer or director of the club and cannot vote in elections.
- An active member of another Rotary Club may be elected as an honorary member.
- They will not be charged the admission fee or regular annual dues; however, they will be charged a predetermined fee unless waived by the board.

Article 14 Resolutions

The club shall not consider any resolution or motion to commit the 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 15: Order of Business

Meeting called to order by 7:00 a.m., earlier when there is an abundance of business.

The order is to be:

- Introduction of visitors.
- Correspondence, announcements and Rotary Information.
- Committee reports.
- Unfinished business.
- New business.
- Address beginning by 7:20a.m. or other program features.
- Adjournment by 8:00a.m.

Article 16: Amendments

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