

# Bylaws of the Rotary Club of Lexington, Virginia

## 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
7. Club: While the formal name of the club is "Rotary Club of Lexington, Virginia", for ordinary purposes the club may be referred to as "Lexington Rotary Club".

## Article 2 Board

The governing body of this club is its board of directors, consisting of the president, immediate past president, president-elect, president-nominee, secretary, treasurer, and four elected directors.

## Article 3 Elections and Terms of Office

Section 1 — One month before elections, members nominate candidates for president elect, secretary, treasurer, and any open director positions. The nominations may be presented by a nominating committee appointed by the board, by members from the floor, or both.

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 one year.

## 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 the following year and serves as vice president.

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

Section 5 — A director attends club and board meetings.

Section 6 — The secretary keeps membership and attendance records.

Section 7 — The treasurer oversees club 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 — Regular weekly meetings of this club are at 6:00 pm local time on the first and third Wednesday of each month (subject to necessary calendar adjustments). Reasonable notice of any change or cancellation of the regular meeting will be given to all club members. At the discretion of the board, off-site meetings may be substituted for the regular meetings, for the purpose of service activities or business tours. Such modifications of the regular schedule will be posted on the club website for the benefit of visitors who may wish to attend a meeting.

Section 3 — Board meetings are held each month. 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 shall be determined by the board, and are payable in two payments, on the first days of July and January. 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. The board may provide a ballot for a vote on some resolutions.

## **Article 8 Committees**

Section 1 — Club committees coordinate their efforts to achieve the club's annual and long-term goals. This club shall have the committees listed in article 13, section 7, of the Standard Rotary Club Constitution (Club Administration, Membership, Public Image, Rotary Foundation, and Service Projects) along with other committees as may be required.

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.

Section 3 — Bills are paid by the treasurer or another authorized officer and approved by two other officers or directors.

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 name of the prospective member is published to the club membership

Section 4 --- If no written objection to the proposal, stating reasons, is received by the board within seven days following publication, that person 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 its next meeting. If approved despite the objection, the proposed member shall be considered to be elected to membership

Section 5 --- Following the election, the membership committee shall arrange for the new member’s induction, and the secretary will report the new member information to RI. The membership committee shall assign a member to assist with the new member’s assimilation.

**Article 11 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 12 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.

**Approved by the Club:** \_\_\_\_\_ **Date:** 6/20/2018

H. E. Ravenhorst  
H. E. Ravenhorst, President