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# Bylaws of the Rotary Club of Campbell, California

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## Article I Election of Directors and Officers

**Section 1—** At a regular meeting one month prior to the meeting for election of officers, the presiding officer shall ask for nominations by members of the club for president-elect/vice-president, secretary, treasurer, and five members of the board of directors. The nominations may be presented by a nominating committee and/or by members from the floor, by either or by both as a club may determine. If it is determined to have a nominating committee, such committee shall be appointed by the current president. The nominating committee shall consist of three past presidents. The nominations duly made shall be placed on a ballot in alphabetical order under each office and shall be voted for at the annual meeting. The candidates for president-elect/vice-president, secretary, and treasurer receiving a majority of the votes shall be declared elected to their respective offices. The five candidates for director receiving a majority of the votes shall be declared elected as directors. The president-elect selected in such balloting shall serve as a member of the board as president-elect for the year commencing on the first day of July next following the election, and assume office as president on the first day of July immediately following the year of service on the board as president-elect.

**Section 2 —** The officers and directors, so elected, together with the immediate past president shall constitute the board of directors (ten in all). The president-elect, with the approval of the board of directors, shall appoint a member to serve as sergeant-at-arms.

**Section 3 —** A vacancy in the board of directors or any office shall be filled 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 by action of the remaining members of the board of directors-elect.

**Section 5 —** Terms of office shall be one year except for the treasurer and secretary which shall each be two year terms. Those officers need be elected only every other year.

## Article II Board of Directors

The governing body of this club shall be the board of directors consisting of ten members of this club, namely, five directors elected in accordance with article I, section 1 of these bylaws, the president, president-elect (vice-president), secretary, treasurer, and the immediate past president.

## Article III Duties of Officers

**Section 1—** President. It shall be the duty of the president to preside at meetings of the club and board and to perform such other duties as ordinarily pertain to the office of president.

**Section 2 —** Vice-President / President--elect. It shall be the duty of the president-elect to serve as a member of the board of directors of the club and to perform such other duties as may be prescribed by the president or the board. The president-elect shall also serve as vice- president, presiding at all meetings in

the absence of the president, and to perform such other duties as ordinarily pertain to the office of vice-president..

**Section 3** — Immediate Past President: It shall be the duty of the immediate past -president to provide guidance and continuity to the newly elected board of directors. He shall perform such duties as may be assigned by the president.

**Section 4** — *Secretary*. It shall be the duty of the secretary to keep the records of membership, record the attendance at meetings, send out notices of meetings of the club, board and committees, record and preserve the minutes of such meetings, make the required reports to RI. These include:

- the semiannual reports of membership, which shall be made to the general secretary of RI. on 1 January and 1 July of each year
- the prorated reports to the general secretary on each active member who has been elected to membership in the club since the start of the July or January semiannual reporting period
- the report of changes in membership, which shall be made to the general secretary of RI
- the monthly report of attendance at the club meetings, which shall be made to the district governor within 15 days of the last meeting of the month
- collect and remit to RI subscriptions to *THE ROTARIAN*

The secretary shall perform such other duties as usually pertain to the office of secretary including ordering supplies of Rotary information, badges, pins, caps, aprons, etc.

**Section 5** — *Treasurer*. It shall be the duty of the treasurer to have custody of all funds, accounting for same to the club annually and at any other time upon demand by the board, and to perform such other duties as pertain to the office of treasurer. He shall invoice the members for annual dues in mid-May for the forthcoming year. The treasurer shall file state and federal tax returns annually. Upon retirement from office, the treasurer shall turn over to the incoming treasurer or to the president all funds, books of accounts, or any other club property.

**Section 6** — *Sergeant-at-Arms*. The duties of the sergeant-at-arms shall be such as are usually prescribed for such office and such other duties as may be prescribed by the president or the board. He shall have custody of the Rotary supplies and meeting accoutrements and shall maintain the Rotary storage closet in good order. He shall be in charge of setup and take-down for each meeting.

## Article IV Meetings

**Section 1**— *Annual Meeting*. An annual meeting of this club shall be held on the second Tuesday of December of each year or other day as agreed to by the board, at which time the election of officers and directors to serve for the ensuing year shall take place.

**Section 2** — The regular weekly meetings of this club shall be held on Tuesday at 12:15 p.m. Due notice of any changes in or canceling of the regular meeting shall be given to all members of the club. All members excepting an honorary member (or member excused by the board of directors of this club, pursuant to article VIII, section 2(b) 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 IX, Section 1.

**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 the first Tuesday of each month, or other day as agreed to by the board. Special meetings of the board shall be called by the president, whenever deemed necessary, or upon the request of two (2) members of the board, due notice having been given.

**Section 5** — A majority of the board members shall constitute a quorum of the board.

## Article V Fees and Dues

**Section 1**— The admission fee shall be \$50 for each new member or such other amount as determined by the Board. It shall be accompanied by an amount equal to the annual membership dues, prorated from the time of admission to the end of the current Rotary year (i.e. June 30<sup>th</sup>), to be paid before the applicant can qualify as a member.

**Section 2**— The membership dues shall be \$200.00 per annum, or such other amount as determined by the board, payable on the first day of July, with the understanding that a portion of the payment shall be applied to each member's subscription to *THE ROTARIAN* magazine.

## Article VI Method of Voting

The business of this club shall be transacted by *viva voce*. Election of officers and directors may be transacted by *viva voce* vote if there are no contested positions in the election. If there are contested positions, the election shall be by written ballot as to the contested positions only.

## Article VII Committees

Club committees are charged with carrying out the annual and long-range strategic goals of the club. The president-elect, president, and immediate past president should work together to ensure continuity of leadership and succession planning. When feasible, committee members should be appointed to the same committee for three years to ensure consistency. The president-elect is responsible for appointing committee members to fill vacancies, appointing committee chairs, and conducting planning meetings prior to the start of his year in office. It is recommended that the committee chair have previous experience as a member of the committee. Standing committees should be appointed as follows:

- Membership - This committee should develop and implement a comprehensive plan for the recruitment and retention of members.
- The Rotary Foundation - This committee should develop and implement plans to support The Rotary Foundation through both financial contributions and program participation.
- Programs - This committee shall obtain high quality speakers and presenters for the luncheon meetings during the year.
- Rotary Fellowship (Social) - This committee shall arrange for at least one social event for club members and spouses per quarter and such other activities as may be desired to promote social interaction between the members. Subcommittees to focus on specific events shall be coordinated by this committee.
- Financial Strategy - This committee shall be comprised of the chairs of The Rotary Foundation, the Campbell-San Jose West Foundation, the Signature Event, the Golf Tournament, and any other fund-raising or major fund-spending committee. It shall be chaired by the club Treasurer.
- Public Relations - This committee should develop and implement plans to provide the public with information about Rotary and to promote the club's service projects and activities.

### Section 1 —

- a) If not done as president-elect, the president shall, subject to the approval of the board, appoint committees on particular phases of club service, vocational service, community service, new generations service and international service as deemed necessary.
- b) The president may, subject to the approval of the board, decline to appoint any committee provided for in these Bylaws, other than standing committees, which the president and the board deems unnecessary to transact the business of the club.
- c) The president and president-elect shall be *ex officio* members of all committees and, as such, shall have all the privileges of membership thereon.
- d) Each committee shall transact such business as is delegated to it in the bylaws and such additional busi-

ness as may be referred to it by the president or the board. Except where special authority is given by the board, such committees shall not take action until a report has been made to and approved by the board.

### **Section 2 — Club Service.**

- a) The director of the *club service avenue* shall be responsible for all club service activities and shall supervise and coordinate the work of all committees appointed on particular phases of club service.
- b) The club service committee shall consist of the director of club service and the chairmen of all sub-committees appointed on particular phases of club service.
- c) The president shall, subject to the approval of the board, appoint the following committees, as needed, on particular phases of club service:
  - 1) Club bulletin (newsletter) committee
  - 2) We care committee
  - 3) Club trainer
  - 4) Webmaster
  - 5) Bylaws committee
- d) Where feasible and practicable in the appointment of club committees, there should be provision for continuity of membership, either by appointing one or more members for a second term or by appointing one or more members to a two-year term.

### **Section 3 — Community Service.**

- a) The director of *community service* shall be responsible for all community service activities and shall supervise and coordinate the work of all committees appointed on particular phases of community service.
- b) The community service committee shall consist of the director of community service and the chairmen of all sub-committees appointed on particular phases of community service.
- c) The president shall, subject to the approval of the board, appoint the following committees, as needed, on particular phases of community service:
  - 1) Child Advocate picnic committee
  - 2) Homeless Shelter feeding committee
  - 3) Chamber of Commerce liaison
  - 4) Special projects committees

### **Section 4 — Vocational Service.**

- a) The director of *vocational service* shall be responsible for all vocational service activities and shall supervise and coordinate the work of all committees appointed on particular phases of vocational service.
- b) The vocational service committee shall consist of the director of vocational service and the chairmen of all committees appointed on particular phases of vocational service.
- c) The president shall, subject to the approval of the board, appoint the following committees, as needed, on particular phases of vocational service:
  - 1) Ethics award committee
  - 2) Career day committee
  - 3) Vocational talks committee

### **Section 5 — International Service.**

- a) The director of *international service* shall be responsible for all international service activities and shall supervise and coordinate the work of all committees appointed on particular phases of international service.

- b) The international service committee shall consist of the director of international service and the chairmen of all sub-committees appointed on particular phases of international service.
- c) The president shall, subject to the approval of the board, appoint the following committees, as needed, on particular phases of international service:
  - 1) Student exchange committee
  - 2) Polio plus committee
  - 3) Partners in service committee
  - 4) Special projects committee

**Section 6 — New Generations Service.**

- a) The director of *new generations service* shall be responsible for all new generations service activities and shall supervise and coordinate the work of all committees appointed on particular phases of new generations service.
- b) The new generations service committee shall consist of the director of new generations service and the chairmen of all sub-committees appointed on particular phases of new generations service.
- c) The president shall, subject to the approval of the board, appoint the following committees, as needed, on particular phases of new generations service:
  - 1) Interact club committee
  - 2) ELC committee
  - 3) Speech contest committee

**Article VIII Duties of Committees**

**Section 1— Club Service.** This director shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in matters relating to club service. The *club service director* shall be responsible to coordinate all committees assigned to this Avenue, and shall report to the board on all club service activities.

- a) *Attendance Committee.* Since the club secretary keeps track of the attendance, he/she shall be the chair of this committee. This committee shall devise means for encouraging attendance at all Rotary meetings — including attendance at district conferences, intercity meetings, regional conferences, and international conventions by all club members. This committee shall especially encourage attendance at regular meetings of this club and attendance at regular meetings of other clubs when unable to attend meetings of this club; keep all members informed on attendance requirements; promote better incentives for good attendance; and seek to ascertain and remove the conditions that contribute to unsatisfactory attendance.
- b) *Club Bulletin (newsletter) Committee.* This committee shall endeavor, through the publishing of a weekly club bulletin, to stimulate interest and improve attendance, announce the programs of forthcoming meetings, relate highlights of the previous meeting or event, promote fellowship, contribute to the Rotary education of all members, and report news of the club, of its members, and of the worldwide Rotary program.
- c) *Fellowship Activities Committee (Social Committee).* This committee shall promote acquaintance and friendship among the members, promote participation by members in organized Rotary recreational and social activities, and do such work in pursuance of the general object of the club as may be assigned by the president or the board. Social events shall be scheduled for at least one per quarter.
- d) *The Rotary Foundation Committee.* This committee shall be responsible for tracking and submitting member donations to The Rotary Foundation, sponsoring or arranging for club programs intended to inform the membership of The Rotary Foundation, its goals, procedures and accomplishments, and arranging for presentation of Rotary Foundation recognition awards.
- e) *Membership Committee.* This committee shall consider all proposals for membership from the personal

side and shall thoroughly investigate the character, business, social and community standing, and general eligibility of all persons proposed for membership and shall report their decisions on all applications to the board. They shall develop a strategy for the recruitment of new members from all segments of the community and various classifications. . This committee shall review continually the club roster of filled and unfilled classifications and shall take positive action to initiate and present to the board the names of suitable persons to fill unfilled classifications. Pre-induction and post-induction conferences with prospective members shall be handled by this committee. Appropriate sponsors and mentors shall be assigned to new members by this committee.

- f) *Program Committee.* This committee shall prepare and arrange the programs for the regular and special meetings of the club.
- g) *Public Relations Committee.* This committee shall devise and carry into effect plans (1) to give the public general information about Rotary, its history, object, and scope; and (2) to secure proper publicity for the club.

**Section 2 — International Service.** This director shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in their international relationships and in improving the general standards of practice in their respective vocations. The director of this Avenue shall be responsible for the international service activities of the club and shall supervise and coordinate the work of all committees that may be appointed on particular phases of international service. International projects shall be developed, and partners, if needed, obtained by this director.

- a) *Student exchange committee:* This committee will promote the student exchange program within the local community schools and perform liaison with students and families of both incoming and outgoing exchange students.
- b) *Polio Plus committee:* This committee will be the club representative of this important RI endeavor. Continued fundraising support is required and this committee shall encourage club members to donate.
- c) *Special projects committee:* As needed this committee shall establish and coordinate the execution of international projects as they become relevant to the club. Cooperation with other partner clubs in more substantial projects is the responsibility of this committee also.
- d) *Partners in Service Committee.* This committee shall devise and carry into effect plans which will guide and assist the members of this club in building relationships with other Rotary-sponsored organizations within the community and in cooperating with them in service.

**Section 3 — Community Service.** This director shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in their community relationships. The community service director shall be responsible for the community service activities of the club and shall supervise and coordinate the work of all committees that may be appointed on particular phases of community service.

- a) *Child Advocates Picnic:* This committee shall continue the many years of support to the Child Advocates in providing, cooking and serving the food at the annual picnic.
- b) *Emergency Housing Consortium Feeding Committee.* This committee shall provide food servers once a month or as needed by EHC for the Sobratto Family Shelter.
- c) *Chamber of Commerce Liaison:* This committee shall consist of a single individual who will attend Campbell COC monthly meetings and represent the Rotary Club to the COC and visa-versa.
- d) *Special projects committee:* As needed this committee shall establish and coordinate the execution of international projects as they become relevant to the club. Cooperation with other partner clubs in more substantial projects is the responsibility of this committee also.

**Section 4 — Vocational Service.** This director shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in matters relating to vocational service. The chairman of this committee shall be responsible for the vocational service activities of the club and shall supervise and coordi-

nate the work of any committees that may be appointed on particular phases of vocational service.

- a) *Ethics award committee* - This committee shall conduct the annual award program for outstanding business ethics in the local community. Nominees shall be solicited, evaluated and selected for the award. The award trophy/plaque and banquet is also the responsibility of this committee.
- b) *Career day committee* - High school career day support shall be provided by this committee to the local schools as needed.
- c) *Vocational talks committee* - An ongoing vocational talk program shall be conducted by this committee. Every club member shall be scheduled to present a short 5 minute talk on his/her background, business or avocation in rotational order.

**Section 5 - New Generations:** This director shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in matters relating to new generations service. The chairman of this committee shall be responsible for the new generations service activities of the club and shall supervise and coordinate the work of any committees that may be appointed on particular phases of new generations service

- a) *Interact club committee* - This committee shall be responsible for the establishment and ongoing liaison/support of an Interact club or clubs in the local high schools. They shall involve the Interactors in our club activities, and visa-versa. Funding and supervisory support shall be provided by the club under guidance of this committee.
- b) *ELC committee* - An ongoing annual effort by this club in conjunction with other Rotary clubs, the Enterprise Leadership Conference shall be managed by this committee. They shall arrange for funding, timing, support personnel and location for the event, and shall arrange for follow-up visits to the club by ELC participants.
- c) *Speech contest committee* - This committee shall participate on behalf of the Club in the District's speech contest, hosting preliminary competitions at club meetings. They shall promote the contest, and identify participants from the local high schools. Funding and liaison with schools and participants shall be their responsibility as well.

## Article IX 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 the meetings of the club for a specified length of time not exceeding 12 months. : 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 this Club or some other club, the excused member is **not** computed in the attendance record of the club.

## Article X Finances

**Section 1**— The treasurer shall deposit all funds of the club in some bank to be named by the board.

**Section 2** — All bills shall be paid only by checks signed by any one officer upon vouchers signed by any board member. An audit by the president assuming office on July 1 shall be made at the beginning of the fiscal year, covering of all the club's financial transactions for the past fiscal year. A thorough review of the past year's budget and financial statements, showing all receipts and disbursements, shall be sufficient, unless the president decides a more thorough investigation is required, in which case he shall report that to the board and the board will determine what further audit action is required.

**Section 3** — Officers having charge or control of funds shall give bond as may be required by the board for the safe custody of the funds of the club, cost of bond to be borne by the club.

**Section 4** — The fiscal year of this club shall extend from July 1 to June 30<sup>th</sup>. Collection of members' dues shall be commenced on July 1. The payment of per capita dues and magazine subscriptions to RI shall be made on July 1 and January 1 of each year on the basis of the membership of the club on those dates.

**Section 5** — Prior to the beginning of each fiscal year the board shall approve 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.

## **Article XI 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 club secretary. A transferring or former member of another club may be proposed to active membership. As a part of the acceptance process, the former club shall be contacted for a recommendation of the proposed member and verification that he was a member in good standing. The proposal for the time being 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 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 and pro-rata dues (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 this matter at its next meeting. If approved despite the objection, the proposed member, upon payment of the admission fee and pro-rata dues (if not honorary membership), shall be considered to be elected to membership.

**Section 6** — Following the election, the president shall arrange for the induction of the new member, assign a Mentor to assist with the new member's assimilation to the club, and assign the new member to a club project or function; the club secretary shall report the new member to RI; and the Membership Committee shall provide appropriate literature for presentation at the induction.

## **Article XII Resolutions**

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

## **Article XIII Order of Business**

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

## **Article XIV 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 emailed 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 club constitution and with the constitution and bylaws of RI.

**CERTIFICATE BY SECRETARY OF ADOPTION BY MEMBERS' VOTE.**

THIS IS TO CERTIFY that I am the duly elected, qualified and acting Secretary of the Campbell Rotary Club, and that the above and foregoing Bylaws was submitted to the Members at a regular meeting held on Tuesday, \_\_\_\_\_, 2011 at which a quorum was present, and that the above and foregoing Bylaws was ratified by the vote of more than two-thirds of the members present.

In witness whereof, I have hereunto set my hand this \_\_\_\_\_ day of

\_\_\_\_\_, 2011.

\_\_\_\_\_  
Mary Beth Seratt, Secretary