

Bylaws of the Rotary Club of Redcliffe City Inc.

Article 1 Board

The governing body of this club shall be the board consisting of nine members of this club, namely, three directors elected in accordance with article 2, section 1, of these bylaws, and the president, vice-president, president-elect (or president-nominee, if no successor has been elected), secretary, treasurer, and the immediate past president.

Article 2 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, vice-president, secretary, treasurer, and three directors. The nominations may be presented by a nominating committee 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 as the club may determine. 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, vice-president, secretary, and treasurer receiving a majority of the votes shall be declared elected to their respective offices. The three candidates for director receiving a majority of the votes shall be declared elected as directors. The candidate for president elected in such balloting shall be the president-nominee and serve as a director for the year commencing on the first day of July next following the election, and shall assume office as president on the first day of July immediately following that year. The president-nominee shall take the title of president-elect upon the election of a successor.

Section 2 – The officers and directors, so elected, together with the immediate past president shall constitute the board. Within one week after their election, the directors-elect shall meet and elect some member of the club to act as sergeant-at-arms.

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

Article 3 Duties of Officers

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

Section 2 – *President-elect*. It shall be the duty of the president-elect to serve as a director and to perform such other duties as may be prescribed by the president or the board.

Section 3 – *Vice-President*. It shall be the duty of the vice-president to preside at meetings of the club and the board in the absence of the president and to perform other duties as ordinarily pertain to the office of vice-president.

Section 4 – *Secretary*. It shall be the duty of the secretary, either personally or by appointing a member of the club with the approval of the board to do so, to keep membership records; record attendance at meetings; send out notices of club, board and committee meetings; record and preserve the minutes of such meetings; report as required to RI, including the semiannual reports of membership on 1 January and

Bylaws of the Rotary Club of Redcliffe City Inc.

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; provide the monthly attendance report, which shall be made to the district governor within 15 days of the last meeting of the month; collect and remit RI official magazine subscriptions; and perform other duties as usually pertain to the office of secretary.

The secretary or person appointed pursuant to the terms of this section shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every Directors' meeting and general meeting to be entered in a book to be open for inspection at all reasonable times by any financial members who previously applies to the secretary for that inspection. For the purpose of ensuring the accuracy of the recording of such minutes, the minutes of every Directors' meeting shall be signed by the chairman of that meeting or the chairman of the next succeeding Directors' meeting verifying their accuracy. Similarly, the minutes of the general meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding general meeting:

Provided that the minutes of any annual general meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding meeting or annual general meeting. The secretary shall also have custody of all books, (other than books of account), documents, and instruments of title and securities of the club.

Section 5 – *Treasurer*. It shall be the duty of the treasurer to have custody of all funds, accounting for it to the club annually and at any other time upon demand by the board, and to perform other duties as pertains to the office of treasurer. 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 other duties as may be prescribed by the president or the board.

Article 4 Meetings

Section 1 – *Annual Meeting*. An annual meeting of this club shall be held on the first meeting date in December in each year. The following business is to be conducted at each annual general meeting—

- (a) receipt of the statement of income and expenditure, assets, liabilities and mortgages, charges and securities affecting the property of the association for the last financial year;
- (b) receipt of the auditor's report on the financial affairs of the association for the last financial year;
- (c) presentation of the audited statement to the meeting for adoption;
- (d) election of officers and directors to serve for the ensuing year;
- (e) appointment of an auditor.

Section 2 – The regular weekly meetings of this club shall be held on Tuesday at 7.00 pm. 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 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

Bylaws of the Rotary Club of Redcliffe City Inc.

(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.

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 once each month on a day and at a time decided by the Board. 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 board members shall constitute a quorum of the board.

Article 5 Fees and Dues

Section 1 - There shall be no joining fee.

Section 2 - The membership dues shall be the amount decided by the members from time at time at a general meeting. At least seven days notice shall be given to members of any meeting at which the amount of dues is to be decided. The dues shall be payable semiannually on the first day of July and January. Members may pay the full year's dues at the beginning of the club year. A portion of each semiannual payment shall be applied to each member's subscription to the RI official magazine.

Article 6 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.

(Note: Viva voce vote is defined as when club voting is conducted by vocal assent.)

Article 7 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 8 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 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 the year in office. It is recommended that the chair have previous experience as a member of the committee. Standing committees should be appointed as follows:

Bylaws of the Rotary Club of Redcliffe City Inc.

- Membership

This committee should develop and implement a comprehensive plan for the recruitment and retention of members.

- Club 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.

- Club Administration

This committee should conduct activities associated with the effective operation of the club.

- Service Projects

This committee should develop and implement educational, humanitarian and vocational projects that address the needs of its community and communities in other countries.

- The Rotary Foundation

This committee should develop and implement plans to support The Rotary Foundation through both financial contributions and program participation.

Additional ad hoc committees may be appointed as needed.

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

(b) Each committee shall transact its business as is delegated to it in these bylaws and such additional business 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 and approved by the board.

(c) Each chair shall be responsible for regular meetings and activities of the committee, shall supervise and coordinate the work of the committee and shall report, through the director with portfolio to the board on all committee activities.

Article 9 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. The service project committee will consider vocational service, community service and international service avenues when developing plans for the year.

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.

Bylaws of the Rotary Club of Redcliffe City Inc.

Article 10 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.

(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 8, sections 3 and 4 of the standard Rotary club constitution is not computed in the attendance record of the club.)

Article 11 Finances

Section 1 – Prior to the beginning of each fiscal year, the board shall prepare a budget of estimated income and expenditures for the year, which shall stand as the limit of expenditures for these purposes, unless otherwise ordered by action of the board. The budget shall be broken into two separate parts: one in respect of club operations and one in respect of charitable/service operations.

Section 2 – The treasurer shall deposit all club funds in the name of Redcliffe City Rotary Club Inc. 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 treasurer or other authorized officer. Cheques shall be signed by any two of president, secretary, treasurer or any other member authorized by the board for that purpose. The board shall determine the amount of petty cash which shall be kept on an imprest system.

Section 4 – All expenditure must be approved or ratified at a meeting of the board.

Section 5 –The treasurer must, as soon as practicable after the end of each financial year, ensure a statement containing them following particulars is prepared—

- (a) the income and expenditure for the financial year just ended;
- (b) the association's assets and liabilities at the close of the year;
- (c) the mortgages, charges and securities affecting the property of the association at the close of the year.

Section 6 - The auditor must examine the statement prepared under Section 5 and present a report about it to the secretary before the next annual general meeting following the financial year for which the audit was made.

Section 7 – The fiscal year of this club shall extend from 1 July to 30 June, 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.

Bylaws of the Rotary Club of Redcliffe City Inc.

Article 12 Method of Electing Members (See Article 16 of the Constitution)

Article 13 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 14 Order of Business

Meeting called to order.

Introduction of visitors.

Correspondence, announcements and Rotary Information.

Committee reports if any.

Any unfinished business.

Any new business.

Address or other program features.

Adjournment.

Article 15 Amendments

These bylaws may be amended by a resolution (special resolution) passed at a general meeting by the votes of 3/4 of the members who are present and entitled to vote on the resolution. Written notice of a proposed special resolution and of the time and place of the general meeting at which it is proposed to move the resolution must be given to each member who has the right to vote on the resolution. Notice of such proposed amendment shall have been mailed to, or personally delivered to each member at least fourteen (14) 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 and with the constitution and bylaws of RI.

(Note: Any amendment must be registered with the Office of Fair trading within three months of passing the special resolution, otherwise it cannot be registered.)

Article No. 16 Associates

Section 1.- The Associate program is to provide an introduction for adult persons of good character and good business and professional reputation with the Redcliffe Community, to the nature of Rotary Membership.

Section 2 - The Associate will be required to :

a) attend a minimum of one regular meeting per month

b) assist, either with a club Community Service activity or committee meeting, a minimum of once every two months.

c) attend a Rotary organised social function, to enable the Club Members and Associates the opportunity to get to know one another in an informal setting.

Bylaws of the Rotary Club of Redcliffe City Inc.

Section 3 - Each associate is to have a Club member nominated as mentor. Role of mentor would be to inform the Associate on Rotary matters and provide support.

Section 4 - Following receipt of an nomination by an active member for Associate, the nomination should be assessed by the Membership Committee (as in Section 9) as satisfying the requirements of Section 1 and approved by the Board, the associate would be formally admitted and welcomed by the Club President, but not at the same time as an induction of a member.

Section 5 - Each Associate will be presented with a name badge which would be similar to that issued to a partner of a member and to include 'Associate' under the name.

Section 6 - An Associate would, following formal admission, (as an Associate) contribute an a Associates annual fee, would be fixed at 25%of the membership fees for the 1st year and 50%of the membership fee for the 2nd year. Such fees would be paid into the Rotary Foundation fund.

Section 7 - The Associate program is a pathway and introduction to Rotary and the Associate may be nominated for membership of either Redcliffe City or other Rotary clubs under Article 13 – Method of Electing Members, following a maximum period of 24 month period for an Associate. Each Associate's individual situation would be taken into consideration and that provided the requirements of the Associate continued to be met, the Associate status would not be negated should membership be possible at that time, except that should the term of Associate extend beyond 12 months, a further admission fee apply.

Section 8 - The Associate program would form part of the membership committee and would be jointly managed by the President- Elect/Chair Membership in liaison with the Club Administration Committee.

Section 9 - In the event the conditions of Associate are not met or for any other good cause determined by the Board from time to time or at that Associate's request, that person's status as Associate may be terminated by the Board, as in Section 2.

The Rotary Club of Redcliffe City Inc. Incorporated Association Number IA 01669

"In accordance with the Associations Act 1981 the amendments of rules passed on 13 December 2005 has been registered on the date hereof." (02 March 2006).

Document No 3036298

Office of Fair Trading Queensland Government

The Rotary Club of Redcliffe City Inc.

Incorporated Association Number IA 01669

These amended rules were adopted by members present at the meeting on 11th of August 2009. Due notice was given to all members prior to the meeting.