

# **Bylaws of the Rotary E-Club of Australia Nomads Inc.**

## **Article 1 Definitions**

1. Board: The Board of Directors of this club.
2. Director: A member of this club's Board of Directors.
3. Member: A member, other than an honorary member, of this club.
4. Quorum: One-third of the club membership; a majority of directors for the Board.
5. RI: Rotary International.
6. Year: The 12-month period that begins on 1 July.

## **Article 2 Board**

The governing body of this club is the Board consisting at a minimum of the president, immediate past president, president-elect, vice president, treasurer, secretary and up to 5 directors.

## **Article 3 Elections and Terms of Office**

Section 1 — One month prior to elections, members may nominate candidates for president, vice president, secretary, treasurer, and any open director positions. The nominations may be presented by a nominating committee, 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 — A vacancy on the Board or any office shall be filled by the remaining members of the Board.

Section 4 — A vacancy of any officer-elect position or director-elect position shall be filled by the remaining members of the Board-elect.

Section 5 — Terms of office for each role are as follows:

Vice President — 1 year

Director — 1 year

Treasurer — 1 year

Secretary — 1 year

Sergeant-at-arms — 1 year

Section 6 – Nominating Committee. If it is determined to use 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 general meeting.

(1) The candidates for president, vice president, secretary and treasurer receiving a majority of the votes shall be declared elected to their respective offices.

(2) The candidates for director receiving a majority of the votes shall be declared elected as directors.

(3) The candidate for president elected in such balloting shall be the president-

nominee. The president nominee shall take the title of president –elect on the first day of July next following the election, and shall serve as an officer during that year. On 1 July immediately following that year, the president elect shall assume the office as president.

#### **Article 4 Duties of the Board**

Section 1 — President. The president shall preside at club and Board meetings.

Section 2 — Immediate Past President. The immediate past president shall serve as a director.

Section 3 — President-elect. The president-elect shall prepare for their year in office and serve as a director.

Section 4 — Vice President. The vice president shall preside at club and Board meetings in the absence of the president.

Section 5 — Director. A director shall attend club and Board meetings.

Section 6 — Secretary. The secretary shall keep membership and attendance records.

Section 7 — Treasurer. The treasurer shall oversee all funds and provide annual accounting of these funds.

Section 8 — Board members may perform additional duties as assigned.

#### **Article 5 Meetings**

Section 1 — Annual Meeting. An annual meeting of this club shall be held no later than 31 December to elect the officers and directors who will serve for the next Rotary year.

Section 2 — The regular weekly meetings of this club are held on Wednesday at 7pm EST (time). Reasonable notice of any change or cancellation of the regular meeting shall be given to all club members.

Section 3 — The Board may meet and conduct its proceedings as it considers appropriate. The Board must meet at least once every 4 months to exercise its functions. Special meetings of the Board are called with reasonable notice by the president or upon the request of two directors.

#### **Article 6 Fees and Dues**

Section 1 — The admission fee, as established by RI and/or the club, shall be paid before the applicant can qualify as a member.

Section 2 — Membership dues shall consist of RI per capita dues, subscription fees to The Rotarian or Rotary regional magazine, district per capita dues, club annual dues, and any other Rotary or district per capita assessment. The amount of club annual dues for the following financial year shall be set by the board at a meeting in May each year. Membership dues shall be payable in accordance with the policies of the club as established by the Board.

#### **Article 7 Method of Voting**

The business of this club is conducted by voice vote or show of hands except for the election of officers and directors, which is conducted by ballot. The Board may provide a ballot for a vote on a specific resolution.

## **Article 8 Committees**

Section 1 — Club committees coordinate their efforts in order to achieve the club's annual and long-range goals. Each club should have the following committees:

- Club Administration
- Membership
- Public Relations
- Rotary Foundation
- Service Projects

Section 2 — Additional committees may be appointed as needed.

Section 3 — The president shall be *ex officio* a member of all committees and, as such, shall have all the privileges of membership.

Section 4 — Except where special authority is given by the Board, committees shall not take action until a report has been made and approved by the Board. The president or the Board shall refer additional business to a specific committee as needed.

Section 5 — 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 to the Board on all committee activities.

## **Article 9 Finances**

Section 1 — Prior to each fiscal year, the Board shall prepare an annual budget of estimated income and expenditures.

Section 2 — The treasurer shall deposit club funds in financial institution(s) designated by the Board, divided into two parts: club operations and service projects.

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

Section 4 — A thorough annual review of all financial transactions shall be completed by a qualified person.

Section 5 — An annual financial statement of the club shall be provided to club members.

Section 6 — The fiscal year is from 1 July to 30 June.

## **Article 10 Method of Electing Members**

Section 1 — A member shall provide a candidate's name to the Board. A transferring or former member of another club may also be proposed for membership by the former club. The proposal is kept confidential unless the Board instructs otherwise.

Section 2 — The Board shall ensure that the candidate meets all of Rotary's membership requirements.

Section 3 — The Board shall approve or reject the candidate's membership within 30 days and shall notify the proposer of its decision.

Section 4 — If the decision of the Board is favorable, the prospective member is invited to join the club, educated about Rotary and membership requirements, and asked to sign the membership proposal form and to allow his or her name and proposed classification to be conveyed to the club.

Section 5 — If no member of the club submits a written objection including reasons for the objection, to the Board within seven days after the club is notified of the prospective member,

that person, upon payment of the admission fee, is considered to be elected to membership. If an objection has been filed with the Board, the club shall vote on this matter at its next meeting. If approved despite the objection, the proposed member is elected to membership after admission fee payment.

Section 6 — The club may elect honorary members proposed by the Board.

**Article 10 Resolutions**

Any resolutions or motions to commit the club to any position or action shall first be reviewed and approved by the Board. If resolutions or motions are first offered at a club meeting, they shall be sent to the Board without discussion.