

Bylaws of the Rotary Club of Fort Collins

Article 1 Definitions

1. Club: Rotary Club of Fort Collins
 2. Board: The Board of Directors of this club.
 3. Director: A director on this club's board.
 4. Member: A member, other than an honorary member, of this club.
 5. 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.
 6. RI: Rotary International.
 7. Year: The 12-month period beginning 1 July.
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Article 2 Board

The governing body of this Club is its board of directors, consisting of the president, immediate past president, president-elect, secretary, treasurer, chair of evening meeting, evening chair nominee and 6 additional directors. Two Directors will be elected yearly to ensure staggered terms of office.

Article 3 Elections and Terms of Office

Section 1 — One month before elections in December, Members nominate candidates for 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. In the event of a tie for any position, a majority of the Board at this election shall determine which candidate is elected to such office.

Section 3 — If any officer or Board Member vacates their 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 - Resignation. A Director, Director-elect, Officer or Officer-elect may resign at any time by tendering a written resignation to the Board, which resignation shall be effective upon acceptance by the Board.

Section 6 – Removal. A Director, Director-elect, Officer or Officer-elect may be removed at any time with or without cause by the affirmative vote of two-thirds (2/3) of remaining Board.

Section 7 — The terms of office for each role are:

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| President — | <u>One year</u> |
| President Elect — | <u>One year</u> |
| Past President — | <u>One year</u> |
| Treasurer — | <u>One year</u> |
| Secretary — | <u>One year</u> |
| Evening Chair — | <u>One year</u> |
| Evening Chair -----Nominee | <u>One year</u> |
| Director — | <u>Three years</u> |

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.

Section 3 — The president-elect prepares for his or her year in office and serves as a Director. In the absence of the President, the President-elect shall have the powers and perform the duties of the President.

Section 4 — Directors attend Club and Board meetings, provide guidance for the Club, and liaise with committees.

Section 5 — The secretary keeps membership records and maintains minutes of Board meetings.

Section 6 — The treasurer oversees all funds and provides an accounting of them. The Treasurer will provide data for an annual report to the Internal Revenue Service, which report shall be completed by a certified public accountant, appointed and hired by the Board. The Treasurer shall be bonded at Club expense for the amount as determined by the Board.

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 — This Club meets weekly Wednesday at 12:00 and bi-monthly in the evenings. Additional times and additional meetings are listed on our Club website.

Reasonable notice of any change or cancellation of the regular meeting will be given to all Members

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

Section 1 - Annual Club dues are established by the Board. Notice of change in dues shall be communicated to Club by newsletter or email, in addition to announcement during Club meeting. Annual Club dues include RI per capita dues, subscriptions to an official magazine, district per capita dues, Club fees, and any other Rotary or district per capita assessment.

Section 2 – Special Assessments. The Board shall have the authority to assess each Member such amount or amounts as may be necessary for any activity of the Club, provided reasonable notice is given to the Members regarding such assessment.

Section 3 – Initiation Fee. The applicable initiation fee as determined by the Board, shall be paid before the applicant can qualify as a Member. This fee may be zero if determined to be so by the Board.

Article 7 Method of Voting

Section 1 - The business of this Club is conducted by voice vote, electronically or a show of hands except in the election of officers and Directors, which is conducted by ballot. The Board may also provide a ballot for a vote on some resolutions.

Section 2 – A majority affirmative vote of Directors is required to pass a motion before the Board at meetings when a quorum is present.

Article 8 Committees

Section 1 — The President and President-elect are ex officio members of all committees.

Section 2 — 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 — General. The Board has authority to allocate or dispose of funds or property in accordance with the recitations of the objects, purposes and the powers, as set forth in the Constitution and the By-Laws of this Club. Such authority may be delegated by an instrument in writing to such officer(s) or committees(s), comprised of members of the Board as the Board deems desirable or convenient.

Section 2 — Before each fiscal year starts, the Board prepares an annual budget of estimated income and expenditures, which having been passed by the Board, shall stand as the limit of expenditures for the respective purpose unless otherwise ordered by action of the Board.

Section 3 — The treasurer deposits Club funds in a financial institution or institutions designated by the Board. All bills shall be paid only by check, automated money transfer, Club credit or debit card and signed/approved by the Treasurer and one other officer as designated by the Board.

Section 4 — Bills are paid by the treasurer or another authorized officer and approved by two other officers or Directors.

Section 5 — A qualified person conducts a thorough annual review of all financial transactions or upon the retirement or resignation of the Treasurer. The Treasurer will maintain all records for periods subscribed by general accepted accounting principles and state and federal regulations.

Section 6 — Members will receive an annual financial statement of the Club. A mid-year financial report, with current and previous year income and expenses, is presented at the annual meeting.

Section 7 — 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 and/or the membership committee, 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 prospective Member is invited to join the Club.

Section 4 — Upon approval of the Board, the Secretary or another Club officer will notify Members concerning the proposed Member. A seven-day period shall be allowed during which time any Member may object to the election of the proposed Member by notifying the Secretary in writing stating the reasons for any objections. If no objection is received, by the Board or Secretary within such period, then the proposed Member shall be considered qualified for membership. In the event two or more objections are received by the Board, then the Board shall consider the same at any regular or special meeting of the Board. Objections based upon unethical business or professional practices or upon immoral or improper social behavior by the proposed Member, which in the majority opinion of the Board would render the proposed Member unfit to be a Member of this Club in the fulfillment of the Objects of Rotary, or the common practice of the "Four Way Test," shall be sufficient grounds for the disapproval of the proposal. The Board also may consider similar objections sufficient grounds for disapproval of the application and proposals if received from only one Member. If no objections are received, or if objections are received but are overruled

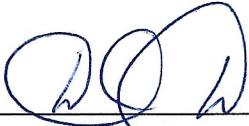
by the Board, and decided upon favorable by the Board, the prospect is elected to membership. In such cases where the Board has overruled an objection, the Member raising the objection shall be notified of said action by the Club President.

Section 5 – Honorary Members. Honorary Members may be named by the Board. Honorary membership shall be reviewed annually by the Board for renewal or other disposition.

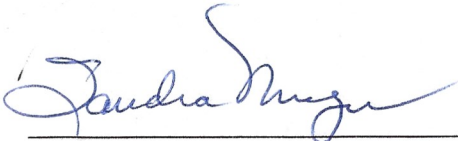
Article 11 Amendments

These bylaws may be amended at any regular Club meeting. Changing the Club bylaws requires sending notice to each Member 21 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.

Adopted



Rotary Club of Fort Collins President 9/19/24 David Dunne
Date



Rotary Club of Fort Collins Secretary 9/19/24 Sandra Munger
Date