

Bylaws of the Rotary Club of Dupont Circle

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. RI: Rotary International.
5. Year: The twelve-month period that begins on 1 July.

Article 2 Board

The governing body of this club shall be the Board consisting of a minimum of 5 and a maximum of 10 members of this club, namely, the President, Immediate Past President, President-Elect (or President-Nominee, if no successor has been elected), Secretary, and Treasurer. At the discretion of the President, up to 5 at large Directors (non-officer) can be added to the Board in accordance with Article 3 Section 5 of these bylaws.

Article 3 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, Secretary, and Treasurer. The nominations may be presented by a nominating committee or by members from the floor, by either or by both at the discretion of the President. If it is determined to use a nominating committee, such committee shall be appointed by the Board. 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, Secretary, and Treasurer receiving a majority of the votes shall be declared elected to their respective offices, and will be expected to take up their duties on July 1 of the following year. When applicable, the candidates for at large (non-officer) Director receiving a majority of the votes shall be declared elected as Directors. The candidate for President-Elect 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. Annual elections will be held during the Annual Meeting on the second Tuesday of December. On 1 July of the following year, the President-Elect shall assume office as president.

Section 2 – The officers and Directors shall constitute the Board. During the first month after their election, the Directors-Elect shall meet, and if the Board determines the need for a sergeant-at-arms, the Board will elect a 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. The Board of Directors will appoint a member to fill the vacancy on an emergency basis. Within 4 weeks of the emergency appointment, the club approves or rejects the emergency appointee by vote. If the emergency appointee is approved, the appointee will serve in the position until the next election period as outlined in Article 3, Section 1. If the appointee is not approved, nominees will be taken and a second election will be held within the next 4 weeks.

Section 4 – A vacancy in the position of any officer-elect or Director-elect shall be filled by action of the remaining Directors-Elect. Within 4 weeks the Board and club will nominate members to fill the vacancy and a special election will be held within the following 4 weeks.

Section 5 - The President-Elect shall announce the number of at large Directors that will be on the Board that he/she will chair, with the elections for the at large Directors taking place at any time after the President-Nominee becomes the President-Elect, but no later than a month prior to taking office as President the following Rotary year. The process of nomination and election of the at large Directors will follow the same process as for nomination and election of the club officers.

Article 4 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 – Immediate Past President. It shall be the duty of the immediate Past President to serve as a Director and to perform such other duties as may be prescribed by the President or the Board.

Section 3 – President-Elect. It shall be the duty of the president-elect to serve as a Director, preside at meetings of the club and the Board in the absence of the President, and to perform other duties as may be prescribed by the President or the Board.

Section 4 – Secretary. It shall be the duty of the Secretary 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 1 July of each year, which shall include per capita dues for all members and prorated dues for active members who have 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.

Section 6 – 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 pertain 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 7 – 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. The Board may choose not to elect a Sergeant-at-Arms.

Article 5 Meetings

Section 1 – Annual Meeting. An Annual Meeting of this club shall be held in place of a regularly scheduled meeting on the second Tuesday of December each year, at which time the election of officers and directors to serve for the ensuing year shall take place. In accordance with article 6, section 2 of the Standard Rotary Club Constitution, the Annual Meeting for election of officers will be held not later than 31 of December.

Section 2 – The regular weekly meetings of this club shall be held on Tuesday from 7:00 - 8:00 pm, with fellowship beginning at 6:30pm. Due notice of any changes in or canceling of the regular meeting shall be given 7 days in advance to all members of the club through email, and announced on the club website and calendar. All members excepting an honorary member (or member excused pursuant to the standard Rotary club constitution or taking a Leave of Absence) 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 a half hour (30 minutes) of any regular meeting, either at this club or at any other Rotary club, or as otherwise provided in the standard Rotary club constitution, article 9, sections 1 and 2. Members of this club must be present for 50% of the total quarterly meetings. Attendance in the club meetings can be substituted by attendance at the meeting of another club or e-club, through participation in a club service project, board meeting, leadership duties and training, District and Rotary International organized events, and through club organized social activities. It is incumbent upon the member to inform the Secretary of the date, time, and location of the make-up event within two weeks of the missed meeting. At the discretion of, and upon approval by, the Board, additional activities not listed may count towards 50% attendance fulfillment on a case by case basis upon provision of a written petition to the Board delivered via email to the Secretary. If the petitioning member is the Secretary, then the written petition to the Board will be delivered via email the President. If the petitioning member is also a Director, then that Director will be required to recuse himself or herself from that vote for approval.

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 a month. 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 Directors shall constitute a quorum of the Board.

Article 6 Fees and Dues

Section 1 – The admission fee shall be \$ 20 to be paid before the applicant can qualify as a member, except as provided for in the standard Rotary Club constitution, Article 11. In addition to the admission fee, applicants will pay a full quarter of dues for their first quarter, and a pro-rated amount of the quarterly dues for their second quarter.

Section 2 – The membership dues shall be \$460 per annum, payable on a quarterly basis (\$115) no later than the first day of January, April, July, October, with the understanding that a portion of each quarterly dues payment shall be applied to each member's subscription to the RI official magazine. Married couples and domestic partners, when both are members of the club, will be informed by the treasurer, at the start of each quarter, of any discounts they may receive as a result of District 7620 policies and club determinations.

Section 3 – Visiting Rotarians will be charged \$10 at each meeting. Guests will be charged \$10 per meeting. First-time guests are exempt from this fee.

Article 7 Method of Voting

The business of this club shall be transacted by a show of hands or 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 8 Avenues of Service

The Avenues of Service are the philosophical and practical framework for the work of this Rotary Club. They are Club Service, Vocational Service, Community Service, International Service, and New Generations Service. This club will be active in each of the Avenues of Service.

Article 9 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 remain in the same committee for three years to ensure consistency. The President-Elect, in consultation with the club and the Board, is responsible for supporting committee management and organization, which may include appointing committee members, appointing committee chairs, filling vacancies and conducting planning meetings prior to the start of the year in office. While the President-Elect and the Board are responsible for ensuring that committee chairs are in place, this does not preclude members from approaching members of the Board to express interest in the chairing of a committee. It is recommended that the 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.
- Public Image - 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.
- 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 to the board on all committee activities.

Article 10 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 reference appropriate RI materials and the Avenues of Service 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.

Article 11 Leave of Absence

Section 1 - 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 no longer than twelve (12) months.

Section 2 - New mothers are automatically on Leave of Absence for a period of six (6) weeks upon informing the club Secretary of the birth of her child. If additional Leave of Absence is necessary, an email from the new mother to the club Secretary stating the number of additional weeks of absence is sufficient in lieu of an application to the Board. In the case of the Leave of Absence being automatically in effect upon birth of a child, the member is still expected to pay all quarterly dues.

Section 3- New fathers are automatically on Leave of Absence for a period of two (2) weeks upon informing the club Secretary of the birth of his child. If additional Leave of Absence is necessary, an email from the new father to the club Secretary stating the number of additional weeks of absence is sufficient in lieu of an application to the Board. In the case of the Leave of Absence being automatically in effect upon birth of a child, the member is still expected to pay all quarterly dues.

(Note: Such leave of absence operates 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 the Standard Rotary Club Constitution is not computed in the attendance record of the club.)

Article 12 Finances

Section 1 – Prior to the beginning of each fiscal year, the Treasurer shall prepare, and the Board shall approve, 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. The annual budget will be available to all members via the Members Only section of the website.

Section 2 – The Treasurer shall deposit all club funds 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 only when approved by two other officers or Directors.

Section 4 – A thorough review of all financial transactions by a qualified person shall be made once each year.

Section 5 – Officers having charge or control of club funds shall give bond if asked and as required by the Board for the safe custody of the funds of the club, cost of bond to be borne by the club.

Section 6 – 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 four (4) quarterly periods extending from 1 July to 30 September, from 1 October to 31 December, from 1 January to 31 March, and from 1 April 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.

Article 13 Method of Electing Members

Section 1 – Prospective members will signify that they wish to join this club by emailing the club Secretary or the Chair of Membership. If the prospective member meets all of the classification and membership requirements, he or she will be asked to submit a Membership Application. The club Secretary shall submit this application and relevant information to the Board. The Board must approve or disapprove the proposal within 7 days of its submission, and the Secretary shall notify the prospective member of its decision. If a Director has not responded to the club Secretary within that 7 day period, the Secretary can proceed on a no-objection basis (continue to Section 3).

Section 2- Members transferring from another Rotary Club shall first receive an email or letter from that club stating that the member is in good standing. This correspondence will be submitted to the Secretary, who shall proceed with the membership process (not including Section 1, which only applies to new members).

Section 3 – The prospective member shall be informed of the purposes of Rotary and of the privileges and responsibilities of membership, following which he or she will permit his or her name and proposed classification to be published to the club members via email.

Section 4 – Following publication of information about the prospective member to the club membership, that person must attend 50% of regular weekly meetings or other club activities in a month. Attendance will be recorded by the club Secretary. The Chair of Membership shall act as a sponsor, or shall appoint a willing member to act as sponsor during that time.

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 the successful completion of the requirements of Section 4, that person will be responsible for the following:

- (a) If a new member, payment of the admission fee and first quarter dues (if not honorary membership), as prescribed in these bylaws, shall be considered to be elected to membership.
 - a. For the purposes of pro-rating the following quarter's dues, membership to the club shall start the date he or she was inducted into the club.
- (b) If a transferring member, neither admission fee nor club dues will be paid, unless they are necessary to maintain the member's good standing.

Section 6- Transferring members shall receive a new name badge upon induction. New members shall receive a name badge, a membership card, and new member Rotary literature. Both will receive the club membership handbook. In addition, the President or Secretary will report the new member information to Rotary International. Either the Chair of Membership or a current member will continue to act as sponsor for the new member's first quarter. The club President may choose to assign the new member to a club project, committee or function.

Section 7- A member of another club may request temporary membership, for a minimum of one quarter, to this club. A temporary member shall pay a portion of the club dues to be determined by the Treasurer (excluding District and Rotary International dues, which shall be paid to the member's home club.) These dues will be charged on a full quarterly basis for as long as the temporary member is attending meetings. A temporary member will be afforded all of the privileges and responsibilities of full members (with the exception of a club sponsor), and will be encouraged to serve on committees or projects when feasible.

Section 8 – The club may elect, in accordance with the standard Rotary Club constitution, honorary members proposed by the board.

Article 14 Termination of Membership

Section 1 – Membership can be terminated at any time by a member, although dues for the current quarter are forfeit.

Section 2 – Membership will be terminated upon a member's failure to meet the mandatory attendance requirement in two consecutive quarters, and/or failure to pay the quarterly dues within 90 days of the invoices for that quarter being sent.

Section 3- If a member has failed to meet the quarterly attendance requirement, the club Secretary will be responsible for informing the delinquent member and the club President via email within seven (7) days of the beginning of the new quarter. If the member has failed to meet the quarterly attendance requirement in the following quarter as well, the Secretary will inform the Board within seven (7) days of the beginning of the new quarter. The Board will vote on termination of membership of the delinquent member at the next scheduled Board meeting. The Board can take into account a written explanation of the poor attendance from the member in question in determining alternatives to termination to be delivered through the club Secretary. Under exceptional circumstances, the Board can opt not to terminate membership, and can instead assign a penalty at their discretion, up to and including suspension of voting rights. The President is responsible for informing the member if the Board votes on termination.

Section 4 – If a member has failed to pay quarterly dues within 90 days of receipt of the invoice for the quarter's dues from the club Treasurer, the Treasurer will be responsible for informing the delinquent member and the club President via email. The Board will vote on termination of membership of the delinquent member at the next scheduled Board meeting. The delinquent member has until this scheduled Board meeting to pay all past and current dues to

the club Treasurer to avoid termination. Under exceptional circumstances, the Board can opt to delay termination of membership till the next scheduled Board meeting, on the recommendation of the Treasurer and with a written petition from the delinquent member to be delivered through the Treasurer. The club Treasurer will be responsible for informing the delinquent member of the extension of the deadline to pay past dues. The President is responsible for informing the member if the Board votes on termination.

Article 15 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, or via email or discussion boards, shall be referred to the Board before presenting to the club. Time during the monthly business meetings will be reserved for presentation of Board considerations, resolutions, or motions.

Article 16 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 17 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 standard Rotary club constitution and with the constitution and bylaws of RI.

Rotary Club of Dupont Circle
Amendments to the Bylaws
November 26, 2012

Article 3 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, Secretary, and Treasurer. The nominations may be presented by a nominating committee or by members from the floor, by either or by both at the discretion of the President. If it is determined to use a nominating committee, such committee shall be appointed by the Board. 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, Secretary, and Treasurer receiving a majority of the votes shall be declared elected to their respective offices, and will be expected to take up their duties on July 1 of the following year. When applicable, the candidates for at large (non-officer) Director receiving a majority of the votes shall be declared elected as Directors. The candidate for President-Elect 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. Annual elections will be held during the Annual Meeting on the second Tuesday of December. On 1 July of the following year, the President-Elect shall assume office as president.

Section 2 – The officers and Directors shall constitute the Board. During the first month after their election, the Directors-Elect shall meet, and if the Board determines the need for a sergeant-at-arms, the Board will elect a 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. The Board of Directors will appoint a member to fill the vacancy on an emergency basis. Within 4 weeks of the emergency appointment, the club approves or rejects the emergency appointee by vote. If the emergency appointee is approved, the appointee will serve in the position until the next election period as outlined in Article 3, Section 1. If the appointee is not approved, nominees will be taken and a second election will be held within the next 4 weeks.

Section 4 – A vacancy in the position of any officer-elect or Director-elect shall be filled by action of the remaining Directors-Elect. Within 4 weeks the Board and club will nominate members to fill the vacancy and a special election will be held within the following 4 weeks.

Section 5 - The President-Elect shall announce the number of at large Directors that will be on the Board that he/she will chair, with the elections for the at large Directors taking place at any time after the President-Nominee becomes the President-Elect, but no later than a month prior to taking office as President the following Rotary year. The process of nomination and election of the at large Directors will follow the same process as for nomination and election of the club officers.

Article 4 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 pertains to the office of President.

Section 2 – Immediate Past President. It shall be the duty of the immediate Past President to serve as a Director and to perform such other duties as may be prescribed by the President or the Board.

Section 3 – President-Elect. It shall be the duty of the president-elect to serve as a Director, preside at meetings of the club and the Board in the absence of the President, and to perform other duties as may be prescribed by the President or the Board.

Section 4 – Secretary. It shall be the duty of the Secretary 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 1 July of each year, which shall include per capita dues for all members and prorated dues for active members who have 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.

Section 6 – 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 7 – 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. The Board may choose not to elect a Sergeant-at-Arms.

Article 13 Method of Electing Members

Section 1 – Prospective members will signify that they wish to join this club by emailing the club Secretary or the Chair of Membership. If the prospective member meets all of the classification and membership requirements, he or she will be asked to submit a Membership Application. The club Secretary shall submit this application and relevant information to the Board. The Board must approve or disapprove the proposal within 7 days of its submission, and the Secretary shall notify the prospective member of its decision. If a Director has not responded to the club Secretary within that 7 day period, the Secretary can proceed on a no-objection basis (continue to Section 3).

Section 2- Members transferring from another Rotary Club shall first receive an email or letter from that club stating that the member is in good standing. This correspondence will be submitted to the Secretary, who shall proceed with the membership process (not including Section 1, which only applies to new members).

Section 3 – The prospective member shall be informed of the purposes of Rotary and of the privileges and responsibilities of membership, following which he or she will permit his or her name and proposed classification to be published to the club members via email.

Section 4 – Following publication of information about the prospective member to the club membership, that person must attend 50% of regular weekly meetings or other club activities in a month. Attendance will be recorded by the club Secretary. The Chair of Membership shall act as a sponsor, or shall appoint a willing member to act as sponsor during that time.

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 the successful completion of the requirements of Section 4, that person will be responsible for the following:

(a) If a new member, payment of the admission fee and first quarter dues (if not honorary membership), as prescribed in these bylaws, shall be considered to be elected to membership.

a. For the purposes of pro-rating the following quarter's dues, membership to the club shall start the date he or she was inducted into the club.

(b) If a transferring member, neither admission fee nor club dues will be paid, unless they are necessary to maintain the member's good standing.

Section 6- Transferring members shall receive a new name badge upon induction. New members shall receive a name badge, a membership card, and new member Rotary literature. Both will receive the club membership handbook. In addition, the President or Secretary will report the new member information to Rotary International. Either the Chair of Membership or a current member will continue to act as sponsor for the new member's first quarter. The club President may choose to assign the new member to a club project, committee or function.

Section 7- A member of another club may request temporary membership, for a minimum of one quarter, to this club. A temporary member shall pay a portion of the club dues to be determined by the Treasurer (excluding District and Rotary International dues, which shall be paid to the member's home club.) These dues will be charged on a full quarterly basis for as long as the temporary member is attending meetings. A temporary member will be afforded all of the privileges and responsibilities of full members (with the exception of a club sponsor), and will be encouraged to serve on committees or projects when feasible.

Section 8 – The club may elect, in accordance with the standard Rotary Club constitution, honorary members proposed by the board.