

Bylaws of the Rotary Club Of Mystic Connecticut, Inc

Article I: Board of Directors

The governing body of this Club shall be the Board of Directors consisting of 16 members. Namely 9 directors elected in accordance with article II, section 1, of these bylaws, and the President, President Elect, Vice President, Secretary, Recording Secretary, Treasurer, and the Immediate Past President.

Article II: Election of Directors and Officers

Section 1—At the November meeting of the Board the President shall, with the approval of the Board, appoint a Nominating Committee. This committee shall be chaired by a past president and shall consist of two additional Club members. The committee shall seek nominations for the position of Vice President, Treasurer, Secretary, Recording Secretary, and three directors for the Club's Board. The chair of the nominating committee shall present the committee's slate to the membership of the Club at the Annual Meeting to be held during the month of December. The nominations duly made shall be voted on, by voice vote of the members present. The candidates duly elected will assume their duties in the next fiscal year. In the next fiscal year the current Vice President will assume the office of President Elect and the current President Elect will assume the office of President.

Section 2—The officers and directors so elected, together with the immediate Past President and the 6 existing continuing Directors shall constitute the incoming Board of Directors for the Club year beginning July 1st. Prior to the beginning of the fiscal year the President Elect will call a meeting of the Board of Directors-elect, at which time they will elect some member of the Club to act as the incoming 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.

Article III: Duties of Officers

Section 1—President. It shall be the duty of the President to preside at all meetings of the Club and Board and to perform such 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 member of the Board of Directors of the Club and in the absence of the President, he/she will preside at meetings of the Club and the Board. He/She shall be responsible for membership recruitment &

retention during his/her term of office. He/She shall 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 serve as a member of the Board, to coordinate the Club's fundraising activities, and to perform such other duties as ordinarily pertain to the office of Vice President.

Section 4—Secretary. It shall be the duty of the Secretary to keep the records of membership, make the required reports to Rotary International (RI), Rotary District 7980, the federal Internal Revenue Service and the Connecticut Secretary of State, and perform such other duties as usually pertain to the office of Secretary.

Section 5—Recording Secretary. The Recording Secretary is responsible for recording and disseminating minutes of the Board of Directors meetings, recording activities of Club meetings for transcription in the Club's Log, maintaining a file of pertinent member information such as birthdays and anniversary dates, and updating the Club roster.

Section 6—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. 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. The Board of Directors shall elect an Assistant Treasurer to serve as an alternate in the Treasurer's absence.

Section 7—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.

Article IV: Meetings

Section 1—Annual Meeting. An Annual Meeting of the Club shall be held each year during the month of December. The Annual Meeting portion of the regular Club meeting shall be held for the specific purpose of electing the Officers and Directors for the ensuing Club year.

Section 2—The regular weekly meeting of this Club shall be held on Mondays at 12:15 PM.

Section 3—Quorum. One third of the membership shall constitute a quorum at the annual and regular meetings of this Club.

Section 4—Special Meetings. 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 and a pro-rated amount of the annual dues established by the Board shall be paid before the applicant can qualify as a member.

Section 2—The membership dues shall be established by the Board, with the understanding that a portion shall be applied to each member's subscription to The Rotarian magazine.

Article VI: Method of Voting

The business of the Club shall be transacted by voice vote.

Article VII: Committees

Section 1—The Board shall maintain the following standing committees:

- Community Service
- International Service
- Club Service
- Vocational Service
- Foundation
- Fund Raising
- Program
- Membership
- Public Relations
- Paul Harris Fellows
- Contributions
- Scholarship
- Family of Rotary
- Club History
- Club Bulletin
- Financial Review
- Grants

Section 2—The Fundraising Committee is chaired by the Vice President and the Membership Committee is chaired by President Elect. All other committee chairs are appointed by the President, subject to the approval of the Board.

Section 3—Committee Chairs are responsible for recruiting committee members from the Club membership in sufficient in number to effectively execute the committee's responsibilities, subject to any requirements or restrictions established by the Board or these Bylaws.

Section 4—The President is an ex-officio member of all committees and, as such, shall have all the privileges of membership thereon.

Section 5—Additional standing committees may be established by vote of the Board. Such additional standing committees can also be dissolved, when appropriate, by vote of the Board.

Section 6—Ad hoc committees may be established by the Board for a specific duration or to accomplish a specific goal. Ad hoc committees provide progress reports to the Board at appropriate intervals, which may be specified by the Board. When an ad hoc committee has achieved its goals or is otherwise no longer needed the committee may be dissolved by vote of the Board.

Section 7—Club activity coordinators may be appointed by the President, subject to approval of the Board, for activities which require oversight, but are not sufficiently complex to merit establishment of a committee.

Section 8—Each committee shall transact such business as is delegated to it in the 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 to the Board and approved by the Board.

Section 9—For all standing committees, where feasible and practical in the appointment of such 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.

Article VIII: Duties of Committees

Section 1—Community Service Committee: This committee devises and carries into effect plans which will guide and assist the members of this Club in discharging their responsibilities in their community relationships. The chairman of this committee is responsible for the community service activities of the Club and supervises and coordinates the work of any committee or activity coordinator that may be appointed on particular phases of community service.

Section 2—International Service Committee: This committee devises and carries into effect plans which will guide and assist the members of this Club in discharging their responsibilities in matters relating to international service. The chairman of this committee is responsible for the international service activities of the Club and supervises and coordinates the work of any committee or activity coordinator that may be appointed on particular phases of international Service.

Section 3—Club Service Committee: This committee devises and carries into effect plans which will guide and assist the members of the Club in discharging their responsibilities in matters relating to club service. The chairman of this committee is responsible for the club service activities of the Club and supervises and coordinates the work of any committees or activity coordinator that may be appointed on particular phases of club service, specifically including the Program, Family of Rotary, History, Public Relations and Club Bulletin Committees.

Section 4—Vocational Service Committee: This committee devises and carries into effect plans which will guide and assist the members of this Club in discharging their responsibilities in their vocational relationships and in improving the general standards of practice in their respective vocations. The chairman of this committee is responsible for the vocational service activities of the Club and supervises and coordinates the work of any committee or activity coordinator that may be appointed on particular phases of vocational service.

Section 5—Foundation Committee: This committee coordinates efforts to encourage Club members in supporting The Rotary Foundation through both financial contributions and program participation, including enhancing awareness of Foundation activities, collecting and processing member contributions and monitoring Club progress against goals.

Section 6—Fund Raising Committee: This committee devises and carries into effect annual fund raising activities which will enable the Club to raise the funds needed to support the Club's activities and commitments in such areas as community grants, international services, scholarship awards, community service projects, and occasional community initiative projects.

Section 7—Program Committee: This committee prepares and arranges the programs for the regular and special meetings of the Club.

Section 8—Membership Committee: This committee takes positive action to identify and present to the Board the names of suitable persons for club membership, with particular attention to filling unfilled classifications. In so doing this committee is responsible for considering all proposals for membership from the personal side and thoroughly investigating the character, business, social and community standing and general eligibility of all persons proposed for membership and reporting their decisions on all applicants to the Board. This committee assigns the classification for each new member.

Section 9—Public Relations Committee: This committee devises and carries into effect plans to give the public general information about Rotary, its history, object, and scope and to secure proper publicity for the Club.

Section 10—Paul Harris Committee: This committee is responsible for selecting those individuals to be the recipient of the Club's honorary Paul Harris Fellow award. The chairperson and all committee members must be Paul Harris Fellows.

Section 11—Contributions Committee: This Committee solicits and assesses the merit of requests for grants and donations from agencies and groups in the Mystic community and surrounding area. The committee semiannually makes such solicitations, reviews and assesses the response, and reports to the Board regarding those agencies/groups that they recommend awarding grants to.

Section 12—Scholarship Committee: This Committee is responsible for administering all grants in aid and/or scholarship programs for seniors in local high schools.

Section 13—Family of Rotary Committee: This committee promotes acquaintance and friendship among the members, as well as members' families and promotes participation by members in organized Rotary recreational and social activities.

Section 14—Club History Committee: This committee records and preserves the history of the Mystic Rotary Club in written form. The committee updates the Club's history annually and sees that a written copy of the club's history is available for Club members to read.

Section 15—Club Bulletin Committee: This committee endeavors, through the publishing of a weekly Club Bulletin, to stimulate interest and improve attendance, announce the program of the forthcoming meeting, relate highlights of the previous meeting, 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.

Section 16—Club Financial Review Committee: This committee reviews the Club's financial records for each fiscal year and provides a written report to the Board by November 15, assessing the accuracy of the records and conformance with appropriate financial management processes. The Treasurer serves as a member, but not the Chair, of the Financial Review Committee.

Section 17—Grants Committee: This committee explores humanitarian grant opportunities available through The Rotary Foundation (TRF) at both District and International levels that match the interests and objectives of the Club. The committee will develop and submit grants to the District and TRF as appropriate. Should the grant application process be successful, the committee will also be responsible for subsequent grant implementation, oversight and reporting. The club's Foundation Steward (grants trained person) will be a member of the Grants Committee.

Article IX: Conflict of Interest.

Rotary members expect high standards of integrity of themselves and of other members. If at any time a Rotary member believes that he or she may appear to be unable to maintain professional objectivity on any issue, because of a personal situation, employment, or other reasons, the member should excuse himself or herself from any position on the subject. Rotary members should not hesitate to disclose to and discuss with a chairperson questions about possible conflicts of interest. Rotary committee chairpersons, and Rotary officers will honor the request for excuse, and no questions will be asked nor explanations requested. An individual may continue to work on all other functions of the activity to the extent he can do so without being in a conflict of interest.

The chairperson of any Rotary activity should make all members aware of the Rotary Policy. The chairperson, having questions about or desiring to discuss or seek further interpretation of this policy, should contact the Rotary Club's President. This includes situations wherein a significant dispute may arise over whether a member should be required to excuse himself or herself. A Rotary chairperson, upon sensing or being advised of a possible conflict of interest, should not proceed with deliberation on an issue until there has been an opportunity to resolve possible

conflicts of interest on the part of participating members in any activity. This policy covers all Rotary programs and activities, including those of the Scholarship Fund.

Article X: 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 for Club a specific length of time. The member continues to be responsible for dues payment during the leave of absence unless the Board specifically agrees to waive dues payments.

Article XI: 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, upon receipt of a voucher, only by checks signed by the Treasurer or a Club Officer approved by the Board as signatory of the Club's checking accounts.

Section 3— A review of the Club's financial transactions shall be prepared each fiscal year by the Financial Review Committee. The review shall be completed by November 15 following the close of the fiscal year in order to be available for review at the December Board meeting.

Section 4— The fiscal year of this Club shall extend from July 1st to June 30th.

Section 5—Two months before the beginning of the Club's next fiscal year the Board elect shall prepare or cause to be prepared a budget of estimated income and estimated expenditures for the Club's next fiscal year, which, having been agreed to by the Board elect, shall stand as the limit of expenditures for the respective purposes unless otherwise ordered by action of the Board elect.

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: Typical Order of Business

Singing of a patriotic song
The Pledge of Allegiance
The Four Way Test
Prayer
Meal
Introduction of visiting Rotarians and guests.
Induction of new members or transferring member.
Correspondence and announcements
New or old business
Program
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 mailed / or emailed to each member at least ten days before such meeting. These Bylaws are superceded by the constitution and bylaws of RI. Therefore 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.

Addendum I: Future Vision District Requirements

The following changes are implemented in conjunction with the Future Vision District pilot program, in which the Mystic Club is participating:

Section 1—The office of Foundation Steward is established. The Foundation Steward has the responsibility to oversee writing and management of grants. The Foundation Steward serves as a member of the Foundation Committee. To qualify as a Foundation Steward, the individual must be trained and certified through the District. The initial nominee will be determined by the Board and voted on by voice vote of members present at a regular Club meeting. In future years the office will be filled the same way other offices are: nominated by the Nominating Committee, elected at the Club Annual Meeting in December, and assumes the duties in the next fiscal year.

Section 2—Each year the Club will supply to the District an appropriate Memorandum of Understanding and Addendum, signed by the President and President-Elect.

Approved by the membership of the Rotary Club of Mystic on June 20, 2011