



Rotary International

Bylaws of the Rotary Club of Waikiki

Article I Election of Directors and Officers

Section 1 – Nomination

At a regular meeting one month prior to the meeting for election of officers, the presiding officer shall ask for a report of the nominating committee for its nominees for club president-elect (and vice-president, only if requested by the board), secretary, treasurer, all whom shall be elected to a one year terms. In addition the membership shall elect three directors each year, whom shall be elected to a three-year term each.

- (i) **Nominating Committee** - The nominating committee shall be made up of three past presidents, plus two non-past presidents from the current membership of the Rotary Club of Waikiki, all who are in good standing. The members of the nominating committee shall be appointed by the president-elect.
- (ii) **Additional Nominations** - Upon completion of the nominating committee report, the presiding officer shall call for any additional nominations from the membership. (Said additional nominations must be submitted to the nominating committee in writing, and must be received not later than three weeks prior to the annual elections, (this is necessary to provide sufficient time for the mailing and receipt of ballots), and shall in addition include the signatures of a minimum of five sponsoring members, whom are currently in good standing).

Section 2 - Qualifications

The Club President:

- 1) must be a member (other than honorary) in good standing of the club, whose classification is of unquestioned integrity;
- 2) should possess the ability to assume the leadership of the club and possess the esteem and confidence of the fellow members;
- 3) shall attend, as president-elect, the district presidents-elect training seminar and the district assembly and should be prepared to give the time and effort necessary to lead and carry on the work of the club. If for good reason, attendance at the presidents-elect training seminar or the district assembly is not possible, and is excused by the governor-elect, a designated representative from the club shall attend and report back to the president-elect;
- 4) should have served in the club as a board member, or member of one or more of the major committees;
- 5) should have attended one or more district conferences by the date of assuming office;
- 6) should have a working knowledge of the constitution and bylaws of the club, and the Object of Rotary.

(Attendance at at least one international convention before assuming office is also desirable.)

Section 3 – Election

These nominations duly made by the nominating committee, and the additional nominations received, at the times noted above, and which include the candidates and the required sponsoring members signatures, shall be placed on the ballot in alphabetical order under each office, and shall be voted for at the club's annual meeting.

- (i) The official club ballot will be mailed to all members in good standing, a minimum of ten days prior to the annual election.
- (ii) Said ballots must be returned by mail or hand delivered, and must be received not later than 12:15 PM on the day of the annual election.
- (iii) All ballots shall be returned by mail or delivered to the "club secretary", and shall remain unopened until the official counting of the ballots at the annual meeting.
- (iv) The candidates for "president-elect", ("vice-president"), "secretary", and "treasurer" receiving a simple majority of the votes cast shall be declared elected to their respective offices.
- (v) The three candidates for "director", receiving the three highest vote counts of the votes cast for directors each year, shall be declared elected as directors. In the advent of a tie in the number of votes cast for directors, the incumbent board shall resolve the issue as it deems appropriate

The "president-elect", elected in such balloting shall serve as a member of the board as "president-elect" 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 the year of service on the board as president-elect.

Section 4 - Miscellaneous

- (i) Within two weeks after their election, the "board of directors-elect" shall meet and elect one or more member(s) of the club to act as "sergeant-of-arms".
- (ii) The office of "president-elect" and "vice president" may be combined as the board may determine.
- (iii) A vacancy in the board of directors, or any office, shall be filled by action of the remaining members of the board.
- (iv) 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.

Section 5 - Prohibited Activities

Members of the Rotary Club of Waikiki shall not campaign, canvass or electioneer for elective positions in the club or allow any such activity on their behalf.

- (i) No phone solicitations, electronic communications, brochures, literature, letters, and other materials may be distributed or circulated by any member of the Rotary Club of Waikiki, or on their behalf by other club members, to any other club member, except as may be expressly authorized by the board.
- (ii) When candidates become aware of any prohibited activities having been undertaken on their behalf, they shall immediately express their disapproval to those engaged in such activities, and shall instruct them to terminate such activity.
- (iii) If a candidate, or Rotarian acting on behalf of such a candidate, fails to adhere to these prohibitions, these

activities shall be grounds for disqualification of the candidate from the election in question, by the board.

Section 6 – Elected Board

The officers and directors so elected together with the immediate past president shall constitute the “board of directors”.

Section 7 – Individuals Not Eligible for Nomination

(i) Nominating Committee. No member, alternate member or candidate for membership on a nominating committee, whether elected or not, and any candidate who is elected and subsequently resigns from such committee, shall be eligible to be nominated for the respective office in the year in which the committee serves.

Article II Board of Directors

The governing body of this club shall be the board of directors consisting of 14 (or a total of 15 members, if the “board” chooses to place the position of “vice-president” on the ballot) members of this club, namely, 9 directors elected in accordance with Article 1, Sections 1-3, of these bylaws, the president, (vice-president, if so elected) president-elect, secretary, treasurer, and the immediate past president.

Article III Duties of Officers

Section 1 - President

It shall be the duty of the president, to preside at 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 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 board in the absence of the president 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, record the attendance at meetings, send out notices of meetings of the club, board and committees, record and preserve, the minutes of such meetings, make the required reports to RI, including the semiannual reports of membership, which shall be made to the general secretary of RI on 1 January and 1 July of each year, and including prorated reports to the general secretary on 1 October and 1 April of each active member who has been elected to membership in the club since the start of July or January semiannual reporting period, the report of changes in membership, which shall be made to the general secretary of RI, the monthly report of attendance at the club meetings, which shall be made to the district governor immediately following the last meeting of the month, collect and remit to RI subscriptions to *THE ROTAPIAN*, and perform such other duties as usually pertain to the office of secretary.

Section 5 – Treasurer

It shall be the duty of the treasurer, to have custody of all funds and accounting for the 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 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 such other duties as may be prescribed by the president or the board.

Article IV Meetings

Section 1 - Annual Meeting

An annual meeting of this club shall be held on a regular meeting day, between 1 July and 31 December each year, at which time the election of officers and directors to serve for the ensuing year shall take place.

(Note. article V section 2 of the standard Rotary club constitution provides that 'An annual meeting for the election of officers of this club shall be held not later than the thirty first day of December in each year as provided in the bylaws of this club.)

Section 2 - Weekly Meetings

The regular weekly meetings of this club shall be held on Wednesdays, at 12:15 p.m.

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 by the board of directors of this club, pursuant to article VII, section 3 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 (60) percent of the time devoted to the regular meeting, either at this club or at any other Rotary club.

Section 3 – Membership Quorum

One-third of the membership shall constitute a quorum at the annual and regular meetings of this club.

Section 4 – Meetings of the Board

Regular meetings of the board shall be held on the second Thursday (or other dates chosen by the board) of each month. 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 – Board Quorum

A majority of the board members shall constitute a quorum of the board.

Article V Fees and Dues

Section 1 - Admission Fee for New Applicants

The admission fee for new applicants shall be paid before the applicant can qualify as a member.

Section 2 - Membership Dues

The membership dues shall be as set by the board, and shall be payable semiannually on the first day of July and January, with the understanding that a portion of each payment shall be applied to each member's subscription to *THE ROTARIAN* magazine.

Article VI 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.

Article VII Committees

Section 1 – Standing Committees

- (a) The president shall, subject to the approval of the board, appoint the following standing committees:
- Club Service committee
 - Vocational Service committee
 - Community Service committee
 - International Service committee
 - Rotary Foundation committee
- (b) The president shall, subject to the approval of the board, also appoint committees on particular phases of club service, vocational service, community service and international service as deemed necessary.
- (c) The club service committee, vocational service committee, vocational service committee, community service committee, international service committee and Rotary Foundation committee shall each consist of a chair, who shall be named by the president from the membership of the board, and not less than two (2) other members.
- (d) The president shall be an *ex-officio* member of all committees and, as such, shall have all the privileges of membership thereon.
- (e) Each committee shall transact such business as is delegated to it in the bylaws and such additional business endeavor, through the publishing of a weekly club bulletin, to 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.
- (f) The president may appoint one or more committees dealing with various aspects of youth activities, which, depending on their respective responsibilities, may be under any, or all, of the vocational service, community service, or international service committees. Where feasible and practicable 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.

Section 2 - Club Service Committee

- (a) The chairman of the club service committee shall be responsible for all club service activities and shall supervise and coordinate the work of all committees appointed on particular phases of club service.
- (b) The club service committee shall consist of the chair of the club service committee and the chairs of all sub-committees appointed on particular phases of club service.
- (c) The president shall, subject to the approval of the board, appoint the following committees on particular phases of club service:
- Attendance committee
 - Club bulletin committee

- Fellowship committee
- Magazine committee
- Membership & Retention committee
- Membership development committee
- Program committee
- Public relations committee

Appoint one member each year to the following committees:

- Classifications committee
 - Rotary information committee
- (d) The president shall appoint the president-elect or vice president to oversee and coordinate the work of the classifications, membership & retention, membership development and Rotary information committees.
- (e) Where feasible and practicable in the appointment of club 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.
- (f) The classifications and Rotary information committees shall each consist of three (3) members, one member of each committee to be appointed each year for a term of three (3) years. The first appointments made under this provision shall be as follows: one member for a term of one year; one member for a term of two (2) years; one member for a term of three (3) years.
- (g) The magazine committee shall, wherever feasible, include the editor of the club publication and a local newspaper or advertising member of the club.

Section 3 - Community Service Committee

- (a) The chair of the community service committee shall be responsible for all community service activities and shall supervise and coordinate the work of all committees appointed on particular phases of community service.
- (b) The community service committee shall consist of the chair of the community service committee and the chairs of all committees appointed on particular phases of community service.
- (c) The president shall, subject to the approval of the board, appoint the following committees on particular phases of community service:
- Human development committee
 - Community development committee
 - Environmental protection committee
 - Partners in service committee

Article VIII Duties of Committees

Section 1 – Committee

- (a) *Club Service Committee.* This committee shall devise and place into effect, plans which will guide and assist the members of this club, in discharging their responsibilities in matters relating to club service. The chair of the club service committee shall be responsible for regular meetings of the committee and shall report to the board on all club service activities.
- (b) *Attendance Committee.* This committee shall devise means for encouraging attendance at all Rotary meetings including

attendance at district conferences, intercity meetings, regional conferences, and international conventions by all club members. This committee shall especially encourage attendance at regular meetings of this club and attendance at regular meetings of other clubs when unable to attend meetings of this club; keep all members informed on attendance requirements; promote better incentives for good attendance; and seek to ascertain and remove the conditions that contribute to unsatisfactory attendance.

- (c) *Classifications Committee.* This committee shall as early as possible, but no later than 31 August of each year, make a classification survey of the community; shall compile from the survey a roster of filled and unfilled classifications, applying the classification principle; shall review, where necessary, existing classifications represented in the club; and shall counsel with the board on all classification problems.
- (d) *Club Bulletin Committee.* This committee shall endeavor, 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.
- (e) *Fellowship Activities Committee.* This committee shall promote acquaintance and friendship among the members, promote participation by members in organized Rotary recreational and social activities, and do such work in pursuance of the general object of the club as may be assigned by the president or the board.
- (f) *Magazine Committee.* This committee shall stimulate reader interest in *THE ROTARIAN*; sponsor a magazine month; arrange for brief monthly reviews of the magazine on regular club programs; encourage the use of the magazine in the induction of new members; provide a copy of the magazine for non-Rotarian speakers; secure international service and other special subscriptions for libraries, hospitals, schools and other reading rooms; send news items and photographs to the editor of the magazine and in other ways make the magazine of service to the club members and non-Rotarians.
- (g) *Membership & Retention Committee.* This committee shall consider all proposals for membership from the personal side and shall thoroughly investigate the character, business, social and community standing, and general eligibility of all persons proposed for membership and shall report their decisions on all applications to the board.
- (h) *Membership Development Committee.* This committee shall review continually the club roster of filled and unfilled classifications and shall take positive action to initiate and present to the board the names of suitable persons to fill unfilled classifications.
- (i) *Program Committee.* This committee shall prepare and arrange the programs for the regular and special meetings of the club.
- (j) *Public Relations Committee.* This committee shall devise and carry into effect, plans (1) to give the public general information about Rotary, its history, object, and scope; and (2) to secure proper publicity for the club.
- (k) *Rotary Information Committee.* This committee shall inform prospective members about the privileges and responsibilities of Rotary club membership; keep members informed about the history, object, and activities of Rotary at all levels; and oversee the orientation of new members during their first year in the club.

Section 2 - Vocational Service Committee. This committee shall devise and carry into effect plans which will guide and assist the membership 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 shall be responsible for the vocational service activities of the club and shall supervise and coordinate the work of any committees that may be appointed on particular phases of vocational service.

Section 3 - Community Service Committee. This committee shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in these community relationships. The chairman of this committee shall be responsible for the community service activities of the club and shall supervise and coordinate the work of any committees that may be appointed on particular phases of community service.

- (a) *Human Development Committee.* This committee shall devise and carry into effect plans which will guide and assist the members of this club in dealing within the community with the welfare of human beings of all kinds throughout the whole span of life by providing assistance and support to those in need.
- (b) *Community Development Committee.* This committee shall devise and carry into effect plans which will guide and assist the members of this club in working to make the community a better place to live by improving the physical condition of the community and its facilities.
- (c) *Environmental Protection Committee.* This committee shall devise and carry into effect plans which will guide and assist the members of this club in monitoring and improving the quality of the community's environment.
- (d) *Partners in Service Committee.* This committee shall devise and carry into effect plans which will guide and assist the members of this club in building relationships with other Rotary sponsored organizations within the community and in cooperating with them in service.

Section 4 - International Service Committee. This committee shall devise and carry into effect plans which will guide and assist the membership of this club in discharging their responsibilities in matters relating to international service. The chair of this committee shall be responsible for the international service activities of the club and shall supervise and coordinate the work of any committees that may be appointed on particular phases of international service.

Section 5 - Rotary Foundation Committee. This committee shall publicize the work of the Foundation to the club membership; encourage active participation in and financial support of its programs, and increase public awareness about the Foundation's work.

Article IX 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 provision of art. VII, Sec. 3 of the standard

Rotary club constitution is not computed in the attendance record of the club.)

Article X Finances

Section 1 - The treasurer shall deposit all funds of the club in a federally insured bank to be named by the board.

Section 2 - All bills shall be paid only by check signed by the treasurer upon vouchers signed by any two officers. A thorough audit by a certified public accountant or other qualified person shall be made once each year of all the club's financial transactions.

Section 3 - Officers having charge or control of funds shall give bond as may be required by the board for the safe custody of the funds of the club, cost of bond to be borne by the club.

Section 4 - The fiscal year of this club shall extend from July 1st to June 30th, and for the collection of members' dues shall be divided into two (2) semiannual periods extending from July 1st to December 31st, and from January 1st to June 30th. The payment of per capita dues and magazine subscriptions to RI shall be made on July 1st and January 1st of each year on the basis of the membership of the club on those dates.

Section 5 - At the beginning of each fiscal year the board shall prepare or cause to be prepared a budget of estimated income and estimated expenditures for the year, which, having been agreed to by the board, shall stand as the limit of expenditures for the respective purposes unless otherwise ordered by action of the board.

Article XI Method of Electing Members

Section 1 - The name of a prospective member, proposed by an active member of the club, shall be submitted to the board in writing, through the club secretary. The proposal for the time being shall be kept confidential except as otherwise provided in this procedure.

Section 2 - The board shall ensure that the proposal meets all the classification and membership requirements of the club constitution.

Section 3 - The board shall approve or disapprove the proposal within 30 days of its submission, and shall notify the proposer, through the club secretary, of its decision.

Section 4 - If the decision of the board is favorable, the prospective member shall be informed of the purposes of Rotary and of the privileges and responsibilities of membership following which the prospective member shall be requested to sign the membership proposal form and to permit his or her name and proposed classification to be published to the club.

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 publication of information about the prospective member, that person, upon payment of the admission fee (if not honorary membership), as prescribed in these bylaws, shall be considered to be elected to membership.

If any such objection has been filed with the board, it shall vote on this matter at its next meeting. If approved despite the objection, the proposed member, upon payment of the admission fee (if not honorary membership) shall be considered to be elected to membership.

Section 6 - Following the election, the president shall arrange for the induction of the new member; the club secretary shall issue a membership card and shall report the new member to

RI; and the Rotary information committee shall provide appropriate literature for presentation at the induction and assign a member to assist the assimilation of the new member.

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 Order of Business

Meeting called to order.

Introduction of visiting Rotarians.

Correspondence and announcements.

Committee reports, if any.

Any unfinished business.

Any new business.

Address or other program features.

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 to each member at least ten days before such meeting. 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.

Authenticated:

Shuichi Miyasaki President

Sally A. Blanchard Secretary

Date: March 31, 2006.



ROTARY INTERNATIONAL

By-Law Changes

“To keep in line with the organizational changes proposed by Rotary International and District 5000, this year’s Board of Directors 2006-2007 and the Board of Directors for 2007-2008 would like to propose a committee structure change in our by-laws.

We are changing our current Article 7 and 8 Bylaws to Articles 8, 9, and 10 Bylaws below. The new by-law text will read (The new articles below will be numbered accordingly with our current by-law numbering format.):

Article 8 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 9 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 Rotary International President Citation, and the District 5000 Governor Citation. 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:

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 to the board on all committee activities.

(Note: The above committee structure is in harmony with both the District Leadership Plan and the Club Leadership Plan. Clubs have the discretion to create any committees that are required to effectively meet its service and fellowship needs. A sample listing of such optional committees is found in The Club Committee Manual. A club may develop a different committee structure as needed.)

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 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.



DON'T FORGET: SALT LAKE RI ANNUAL CONVENTION 17-20 JUNE 2007