



SERVICE Above Self

ROTARY CLUB

BRUSSELS CANTERSTEEN

BYLAWS

Brussels, 4th November 2006

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**BYLAWS OF THE ROTARY CLUB
BRUSSELS CANTERSTEEN**

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Article 1 General

1. The bylaws of the Rotary Club Brussels Cantersteen are based on the statutes of the Rotary Club Brussels Cantersteen as agreed by the founding Board of Directors in January 2000. As far as applicable, it is based on the “Bylaws of Rotary International”.
2. Membership of the Rotary Club Brussels Cantersteen is open to Dutch and English speaking, male and female professionals, working and /or living in the Brussels area.

Article 2 Definitions

1. Board: The Board of Directors of the Rotary Club Brussels Cantersteen
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. Rotary Year: The twelve-month period that begins on 1 July

Article 3 Board

The governing body of the Rotary Club Brussels Cantersteen shall be a board consisting of, at the minimum, 8 members of this club. The members of the board will be elected, in accordance with article 4, section 1, of these bylaws, at a general assembly meeting in December. The board will consist, at the minimum, of the following directors: president, vice president, president-elect, secretary, treasurer, sergeant-at-arms, protocol-chief, and the immediate past president.

Article 4 Election of Directors and Officers

Section 1 - The president-elect will be selected by the present board of directors on the basis of ability and availability and, upon the incumbent’s consent, endorsed unanimously by the board. He/she will serve on the board and shall assume office as president of the incoming board on the first day of July immediately following that year.

The election of the board members shall take place at a general assembly meeting in December. One month before the election, normally during the month of November, the president will request club-members to come forward as volunteers for the different director functions in the board for the upcoming year. The president-elect will actively participate in this process of candidature. He will canvas the different members he considers appropriate to support him on the board and as chair of the

different committees. He will take duly into account the personalities of the volunteers which have come forward in November. At the general assembly he will present his candidates for the incoming board and will request the permission of the assembly at the voting. The voting is a secret ballot.

Section 2 - The officers and directors, so elected, and appointed by the general assembly, together with the immediate past president shall constitute the board. Within one week after their election, the directors-elect shall meet and elect some member of the club to act as sergeant-at-arms.

Section 3 - A vacancy in the board of any office shall be filled by action of the remaining directors.

Section 4 - A vacancy in the position of any officer-elect or director-elect shall be filled by action of the remaining directors-elect.

Article 5 Duties of Officers

Section 1 – *President*. It shall be the duty of the president to preside at the meetings of the club and the board and to perform other duties as ordinarily pertain to the office of president. He/she is the driving force behind the execution of the programme.

Section 2 - *President-elect*. It shall be the duty of the president-elect to serve as a director and to perform such other duties as may be prescribed by the president of the board. He/she actively participates in the election process and the constitution of the incoming board and presents the programme for his year in office.

Section 3 - *Vice-president*. It shall be the duty of the vice-president to preside at the meetings of the club and the 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 membership records; record attendance at meetings; send out notices of club and board meetings; record and preserve the records of such meetings; distribute records of the statutory and board meetings and the CANTOR, as soon as practicable after such meetings. He/she shall take care of the necessary correspondence with RI (PRU) and publication of relevant programmes and reports on activities in “Rotary Contact” and on the website. He/she shall report, as required, to RI, including the semi-annual reports of membership (on 1 January and 1 July, and prorated reports on 1 October and 1 April) of each active member and the changes in membership in the club since the start of each semi-annual reporting period; provide monthly attendance reports, which shall be made to the district governor within 15 days of the last meeting of the month; collect and remit RI official magazine subscription; and perform 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 make an accounting for them to the club annually and at any other time demanded by the board. He/she shall also perform collection of membership fees, payment of contributions to the Rotary secretariat, payment for other obligations and all bills, and 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, and any other club property.

Section 6 - *Sergeant-at-Arms.* It shall be the duty of the sergeant-at-arms to uphold the protocol of the meetings, the organisation, the opening and closing of the meetings and adherence to the agenda. He/she shall take care of the orderly and timely conduct of the meeting, welcoming guests, introduction of speakers, leading the discussion and making announcements of organizational or common nature. He/she, upon request, shall give the floor to the president, other members of the club and guests.

Section 7 - *Programme Manager.* It shall be the duty of the programme manager to organize the long term programme of club activities. He/she shall stimulate the members to find, propose and deliver speakers of high quality and content. He/she shall invite the speakers and other guests to the meetings. It shall also be his/her duty to organize an attractive programme of speakers from the district or from within the club and offer ample opportunity for members to present themselves personally (maiden speech) and professionally. He/she shall organize, at regular intervals, interesting “round table” meetings with interesting topics on Rotary in the widest sense to discuss. In close coordination with the chairs of the different committees, he shall include all common activities, dinners, partner activities, travel, visits, etc., in the long term programme of club activities.

Article 6 Meetings

Section 1 – *Annual meeting.* An annual meeting of the club shall be held in December of each year, at which time the election of officers and directors to serve for the ensuing year shall take place.

Section 2 - *Weekly, statutory meetings.* The regular weekly, statutory meeting shall take place on Tuesday, at 7:15 p.m., in the Royal Windsor Hotel Grand Place, Rue Duquesnoy 5, 1000 Brussels. Due notice of any changes in or cancelling of the regular meeting shall be given to all members of the club by the programme manager. Attendance is sufficient when there is at least 60% of the total members present. Attendance at board meetings, visits to other clubs, attendance at Rotary district meetings etc., participation in common activities and other opportunities as indicated by the board will count as attendance in a meeting.

At regular intervals, but at least once every quarter, in principle at the fifth Tuesday of the month, a meeting including partners will be scheduled.

One-third of the membership shall constitute a quorum at an annual or weekly statutory meeting of the club.

The board will meet once a month. Special board meetings can be called by the president, whenever deemed necessary, or upon the request of two directors. Due notice has to be given.

Article 7 Fees and Dues.

Section 1 – The contribution to RI will be € 250 per annum per member.

Section 2 – The total estimated cost of Rotary membership is contained in Annex V, including the subscription to the RI official magazine.

Section 3 – The contribution will be due quarterly upon billing by the Treasurer.

Article 8 Method of Voting

Voting on the business of the club will be transacted by “viva voce”¹ 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 vote, rather than by “viva voce” vote.

Article 9 Committees

Section 1 - General. Club committees are charged with carrying out the annual and long-range goals of the club based on the four Avenues of Service, which constitute the philosophical and practical framework of this Rotary Club. They are Club Service, Vocational Service, Community Service, and International Service. This club will be active in all four Avenues of Service.

The president-elect, president and immediate-past president should work together to ensure continuity of leadership and succession planning. When feasible, committee members shall be appointed to the same committee for three years to ensure consistency. Taking into account the above, 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 of a committee has previous experience as a member of the committee. Committees should consist, at the minimum, of a chair and two members. The president shall be “ex-officio” member of all committees and, as such, shall have all the privileges of membership thereon.

Each committee shall transact its business as is delegated to it in these bylaws and such additional business as may be referred to by the president or the board. Except where special authority is given by the board, such committees shall not take action until their report has been made and approved by the board.

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.

Section 2 – Acting Committees.

The following committees have been established:

I. Club Service

Club Service is responsible for recruitment, the internationalization and prudent enlargement of the club. The club should develop and continue to exist as an international club with membership of both Dutch – and English– speaking members.

¹ Viva voce vote is defined as when club voting is conducted by vocal assent/dissent.

The committee coordinates its actions with all other committees and in close cooperation with the board.

Sub-committees can be established to enhance certain aspects like attendance, recruitment procedures and enhancement, classification, public relations, rotary information etc.

II. Vocational Service

Vocational Service draws up a programme to stimulate among the members the responsibility to maintain the ethics and standards belonging to their profession. The committee also initiates a programme to stimulate participation in the national action to provide professional information to students who are in the process of choosing their future occupation.

III. Community Service

Community Service organises and stimulates activities of service to members of the community, including fund-raising. The committee selects projects which would be eligible for assistance and communicate their proposals to the board for agreement. If needed, subcommittees can be founded to optimise the realisation of and provide proper guidance to singular projects. The committee shall develop and implement plans to support the Rotary Foundation through both financial contribution and participation.

IV. International Action

International Action stimulates and supports members to participate in projects which contribute to international services rendered. The committee organizes the annual club trip abroad with the aim of promoting friendship among their members through maximum participation by both members and partners. If possible, contacts with (a) local Rotary club(s) should be part of the visit.

The committee shall investigate (the) possibility(ies) for closer ties with foreign Rotary club(s) with the aim of building a long standing relationship.

V. Youth Exchange

Youth Exchange initiates a programme to support actions aimed at the young.

Additional ad hoc committees may be appointed as needed.

Article 10 Leave of Absence

Upon written application to the board, setting forth good and sufficient cause, a leave of absence may be granted excusing a member from attending the meetings of the club for a specified length of time.²

Article 11 Finances

Section 1 – Prior to the beginning of each fiscal year, the board shall prepare 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

² Such leave of absence is to prevent a forfeiture of membership; it does not 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.

budget shall be broken into two separate parts: one in respect of club operations and one in respect of charitable/service operations.

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. The treasurer and the president will deposit their signatures to the bank for verification purposes.

Section 3 – All bills shall be paid by the treasurer or other authorized officer 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 as required by the board for the safe custody of the funds of the club. The cost of bond is to be borne by the club.

Section 6 – The fiscal year of the club shall extend from 1 July to 30 June. For the purpose of collection of members' dues, the year shall be divided into four semesters starting 1 July and ending 30 June. The payment of per capita dues to Rotary 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 12 Method of Electing Members

See ANNEX I

Article 13 Resolutions

The club shall not consider any resolutions or motions to commit the club on any matter until the board has considered it. Such resolutions or motions, if offered at a club meeting, shall be referred to the board without discussion.

Article 14 Order of Business

Meeting called to order.

Introduction of visitors.

Correspondence, announcements and Rotary information.

President's introduction.

Committee reports, if any.

Any unfinished business.

Any new business.

Address or other programme features.

Adjournment.

Article 15 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 transmitted to each member at least 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.