

As updated on
6th December, 2023

CLUB BYELAWS

BYELAWS

Rotary
Club of Bombay West



Rotary Service Centre,
Rotary Chowk, Juhu Tara Road,
Santacruz West, Mumbai 400049

**BYLAWS
OF
ROTARY CLUB OF BOMBAY WEST**

(revised and adopted on 22nd January, 2014 by the Club)
(amended on 21st May, 2014, 18th February, 2015, 16th December, 2015, 18th May, 2016, 8th February, 2017, 20th December, 2019, 27th December, 2020, 14th December, 2022 and 6th December, 2023)

Article 1

Definitions

As used in these Byelaws, unless the context otherwise clearly requires, the words shall have the following meanings:

1. Board: The Board of Directors of this Club.
2. Byelaws: The Byelaws of this Club.
3. Member: A member, other than an honorary member, of this Club.
4. Officer: The President, President elect, vice President, Secretary, Treasurer and Sergeant – at – Arms are Officers of the Club during their tenure of office.
5. Director: A member of this club's Board of Directors.
6. Good Standing of a Club member: This phrase applies to a member of a Rotary Club, and means that the Rotarian continues to fulfill all requirements for membership in the Club and with no Club dues outstanding including participation in the activities of the Club.
7. RI: Rotary International.
8. Year: The twelve-month period which begins on 1st July.
9. Notice to members: The Notice to members shall include notice sent by electronic mail [email]
10. Due Notice : Unless otherwise specified, due notice would mean notice of specified number of days excluding day the notice is sent and the date of the meeting.

Article 2

BOARD

The governing body of this Club shall be the Board consisting of the President, immediate past President, President-elect, Vice-President, Secretary, Treasurer and six (6) directors elected in

accordance with Article 3 of these byelaws, the Sergeant-at-Arms, the Joint Secretary, the Club Trainer and additional Directors co-opted in accordance with Article 3 (2)(a) of these bylaws

ELECTION OF DIRECTORS AND OFFICERS

Section 1

- a) The Board shall, before 30th September each year appoint –
- i) An Election Committee chaired by a Presiding Officer consisting of 3 Members who are preferably Past Presidents. The members of the Election Committee shall be ineligible to stand for election to the Board of next Rotary Year.
- ii) A Nomination Committee as recommended by President Elect consisting of two (2) Past Presidents and President Elect as members who shall nominate members of the Club for posts of six (6) Directors, Secretary and Treasurer on the Board for the following Rotary year after inviting nominations from members through a circular and obtaining their due consents. The candidates nominated shall fulfil the qualifications as given hereinafter and shall disclose all pending criminal cases against them and the details thereof as also details of past convictions, if any. In case of non-disclosure or false disclosure(s), the membership will be liable for automatic termination.

b) Qualification on the date of Nomination:

President for the year following the next Rotary year: Should have completed one Rotary year as officer in our Club and completed one Rotary Year on the Board or alternatively should have served on the Board for at least 3 Rotary years in the aggregate.

Vice President: Should have completed at least two Rotary years as member of the Board of Directors in our Club.

Secretary: Should have completed at least one Rotary year as member of the Board of Directors in our Club or three Rotary years as member of the Club or should have been serving as Joint Secretary in current Rotary year

Joint Secretary: Two Years as a member of the club...

Treasurer: Should have completed at least one Rotary year as member of the Board of Directors in our Club.

Director: At least 3 Rotary years' good standing and at the least one Rotary year as Committee Chairman in our Club

For all the above positions, the nominee should have attended at least 30% of Club meetings and at least 60% of the Board meetings as applicable in previous and current Rotary Years.

- c) For the positions where elections are to be held, Members who have at least 3 Rotary years' good standing are eligible to propose or second candidates. Such members can propose only one candidate and can also second only one candidate.
- d) The election of the President for the year following the next Rotary year shall be held along with the election of the Board of Directors for the next Rotary year.
- e) With due notice to all members, at a regular meeting one month prior to the meeting for election of Officers and Directors, the Presiding Officer shall receive nominations by members of the Club for President for the year following the next Rotary year and for Vice-President for the next Rotary year. The nominations shall be sent earlier, in writing in the prescribed form wherein the nominees shall disclose all pending criminal cases against them, and the details thereof as also details of past convictions, if any. In case of false disclosure(s), the membership will be liable for automatic termination. The nomination 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 and for Vice-President, receiving a majority of the votes shall be declared elected to their respective offices. The President 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.
- f) When necessary, the members of the Club may at a regular meeting called for this purpose with due notice of 7 days, agree to waive any or all qualifications for any or all posts of 6 (six) elected Directors or Officers of the Club for that particular year, by a majority of 2/3rds of the members present, subject to the proviso that where more than one nomination is received for the post of President or Vice President, the Election Committee may, its discretion, approach the members for waiver of the nominee(s) who are not fulfilling the qualifications.

g) Nomination Committee formed as above Section 1(a)(ii)

- i) The Committee will be chaired by a Past President, preferably the senior most Past President in terms of the year in which he or she served as the President of this club.
- ii) The Nomination Committee shall submit the names of the nominees to the posts of 6 (six) Directors, Secretary and Treasurer to the Election Committee on or before 15th of October. The Election Committee, if satisfied about the eligibility of the nominees, shall declare the names of the nominees to the members.

If any of the nominee(s) in the opinion of the Election Committee do(es) not fulfill the qualifications, the Election Committee will notify the same to the Nomination Committee which will have the option of getting the qualifications waived by the members at a General Meeting and/or submit further name(s) of the nominee(s) on or before 15th of November.

If any of the new nominee(s) in the opinion of the Election Committee do(es) not fulfill the qualifications or the General Meeting of Members does not approve the waiver of the qualifications as aforesaid or if no member(s) is/are nominated for any post(s) or for any other reason whatsoever the number of nominations fall short of the posts, then the Election Committee will proceed to hold an election for such post(s) as per the process laid down in these byelaws for the post of President.

- iii)** Any member of the Club who is otherwise eligible for being nominated as a Director, Secretary or Treasurer can challenge a nomination. The challenging member will need to get the challenge endorsed by at least one-sixth of the members in good standing of the club in writing and submit the same to the Election Committee within one week of the declaration of the names of the nominees by the Election Committee.
- iv)** The Election Committee shall verify the validity of the endorsements and upon being satisfied about its eligibility, shall hold election of the challenged position as per the process laid down in Section 1 hereinabove.
- v)** If the Nominations are not challenged within the prescribed time limit, the Election Committee shall declare the nominees to be elected at the annual meeting of the club to be held before 31st December.
- h)** No member shall canvass or campaign or allow campaigning on her/his behalf to influence selection and/or nomination as Club Officer, Director or Trustee of Rotary Service Public Charitable Trust in accordance with the Rotary International's Code of Policies. Anyone violating, shall be disqualified by the Board from holding any position in the Club or the Trust for a period of 3 years.

Section 2

- a) The Board elect may co-opt not more than 2 additional members on the Board from those who are qualified for the position.
- b) The officers and directors, so elected and co-opted together with the immediate Past President shall constitute the Board of Directors-elect. The Board of Directors-Elect shall at its meeting co-opt a members of the Club to act as Sergeant-at-Arms and Club Trainer, who should be Past Presidents and also co-opt a member to act as Joint Secretary as recommended by Vice President, who would preferably be nominated as Secretary in the succeeding year.

Section 3

A vacancy in the Board of directors or any office shall be filled by action of the remaining members of the Board, by appointing or by co-opting such member/s who are qualified for that office.

Section 4

- a) A vacancy in the position of any officer-elect or director elect shall be filled by action of the remaining of the Board of directors-elect, by appointing or co- opting such member/s who are qualified for that office.
- b) A vacancy in the office of the President shall be filled by the Board of Directors from amongst the members who are Past Presidents of the Club within 30 days from the date of vacancy.
- c) However, a vacancy either in the office of the President Elect or Vice President, shall be filled from amongst the members by an election as per Section I of Article 3. Such an election whenever necessary will be held as far possible within 60 days from the date of the vacancy.

Article 4

Duties of the Board

Section 1 — President. The President shall preside at club and Board meetings.

Section 2 — Immediate Past President. The immediate past President shall serve as director on the Board to ensure smooth transition of projects and finances to the Board. The Immediate Past President shall also conduct Rotary Information Meetings for assimilation of new members in the Club.

Section 3 — President-elect. The President-elect shall prepare for their year in office and serve as a director. The President-elect shall preside at the club and Board meetings in the absence of the President.

Section 4 — Vice President. The vice President shall serve as a director. The vice President shall preside at club and Board meetings in the absence of the President and President-elect.

Section 5 — Director. A director shall attend club and Board meetings.

Section 6 — Secretary. The Secretary shall send out Notice to Members for Meetings of the Club, Board and Committees, keep records of the proceedings at the Meetings, keep membership and attendance records and file periodic reports with RI and arrange subscriptions to RI official magazines as desired by the Members. The Secretary shall also be responsible for ensuring all actions taken in-between the Board Meetings on email or other electronic mode are duly ratified at the next Board Meeting.

Section 7 — Treasurer. The Treasurer shall oversee all funds and provide annual accounting of these funds. 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 8 — 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.

Section 9 - Joint Secretary shall support the Secretary and step into the role of Secretary whenever Secretary is absent or unavailable to perform the duties. The Joint Secretary shall chair the Canteen Committee and act as a Co-ordinator for reporting club projects to the Editor of Club Bulletin.

Section 10 — Board members shall perform duties as assigned.

Section 11 - The Board shall frame and implement policies to cultivate a diverse, equitable and inclusive culture, in line with the Rotary International's 'Diversity, Equity & Inclusion' (DEI) statement, for easier assimilation of such diverse membership. It shall aim to improve the gender profile of the Club by admitting more women and members with different sexual orientation, and gender identity; improve age profile by admitting younger members; change the religion and language profile by admitting more members from diverse religions/ faiths, ethnicity, race and colour; add members from different regions of India speaking diverse languages not currently sufficiently represented; add members from vacant classifications in the Club, add members with disability, etc

Article 5

MEETINGS

Section 1

Annual Meeting & General Body Meetings

- (a) An annual meeting of this Club shall be held with due notice of 10 days to members in December each year, at which time the election of officers and directors to serve for the ensuing year shall take place. (Note: Article 8 Section 2 of our Constitution provides that "an annual meeting for the election of officers shall be held not later than 31st December")
- (b) As and when required, a General Body Meeting of this Club shall be convened by the Board with due notice of 10 (ten) days.
- (c) The President shall convene General Body Meeting of members within 3 weeks when a requisition is received from one-sixth of members by giving due notice of 10 days to the members.
- (d) Decisions taken at the Annual Meeting or General Body Meetings shall be binding on the Board of Directors of the Club.

Section 2

- (a) The regular weekly meetings of the Club [minimum 2 (two) meetings per month] shall be held on Wednesdays at Rotary Service Centre, Rotary Chowk, Juhu Tara Road, Mumbai at 7:45 p.m. Due notice of 3 days or of any changes in or cancellation of the regular meetings shall be given to all members of the Club.
- (b) Club Assembly: A Club Assembly of this club shall be held with due notice of 7 days to members in each calendar quarter at which time the avenue directors and / or chairs will inform the members about the on-going club projects and plans for the next quarter / year.

Section 3

One-third of the membership shall constitute a quorum at the Annual Meetings and General Body Meetings or at the regular meetings of this Club where resolutions are proposed for approval. In absence of quorum at the appointed time of the meeting, the meeting shall stand adjourned for 15 minutes after which one-sixth of the members shall constitute the quorum.

If the required quorum as above is not present after 15 minutes of the appointed time, the meeting shall automatically stand adjourned for one week or such suitable date and time thereafter as the President may decide and for which a shorter notice to members of three (3) days would be sufficient to convene the adjourned meeting.

Section 4

Regular meetings of the Board shall be held on last Friday or last Saturday of each month or as decided by the members of the Board with due notice of 7 days along with Agenda and related papers / proposal forms

Special Board meeting shall be called by the President, whenever deemed necessary, or upon the request of 3 (three) members of the Board with due notice of 3 days to the members of the Board.

Section 5

A majority of the Board members shall constitute a quorum of the Board, and in absence of a quorum the meeting will stand adjourned for 15 minutes, after which 5 (five) members of the Board will constitute a quorum.

Section 6

The members of the Board shall attend and remain present throughout the monthly Board Meetings as well as Special Board Meetings as and when called and seek leave of absence by a formal request to the President or Secretary in writing but only as an exception. President to counsel the member of Board who is unable to meet this commitment and look at alternatives to ensure the working of the Board or any avenue of service is not adversely affected.

Section 7

The Board Elect shall have their first meeting preferably within a fortnight of declaration of election results. Thereafter they shall meet regularly once a month. The members of Board elect shall be invitees to the current Board meetings.

Article 6

FEES AND DUES

Section 1

The membership dues shall be payable semi-annually on the 1st day of July and of January which shall include R.I. dues, subscription to the RI Official Magazines viz. ROTARY or THE ROTARY NEWS, District dues, Club dues comprising of membership fees of Rs.1750/-. Canteen dues Rs.4500/-, Bulletin charges of Rs.650/-, Project dues of Rs.1600/- and Fellowship Contribution of Rs.1000/- or as may be decided by the general body from time to time, and Birthday contributions

of Rs.300/- per annum, which will be optional, with the understanding that surplus, if any, in the club dues to be utilized for Community Projects and surplus, if any, in the Fellowship Contribution Account to be carried forward for Fellowship Events in the subsequent year(s). Further, the Fellowship Contribution collected to be utilized by the Board for major fellowship events of our Club like Charter Night, Diwali / New Year Celebrations and such other Club events where all members of the club are eligible for participation, preferably without any additional costs. Any change in the choice of RI Official Magazines (including digital versions) shall be communicated in writing to the Secretary at least 3 months before the start of new Rotary Year. Voluntary sunshine collections or small donations received by the Club shall be utilized for Community Projects.

In addition to the above dues, a late payment fee of Rs.500/- per month is payable by the members delaying the payment of membership dues beyond 31st July and 31st January each year.

Section 2

Applicable taxes and such other statutory levies applicable from time to time shall be payable by the members over and above the fees and dues payable under this Article.

Section 3

No member of the Club shall have any personal claim on any moveable and / or immoveable properties of the Club or make any profit, whatsoever, by virtue of his membership.

Article 7

METHOD OF VOTING

The Business of this Club shall be transacted by voice 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 voice vote or a show of hands. A member of the Club who has conflict of interest in the business being transacted, shall not remain present during the discussions and voting.

Article 8

COMMITTEES

Section 1

a. The Club shall appoint Committees which will be responsible for carrying out the annual and long-range strategic goals of the club. The President-elect, President, and Immediate Past President shall work together to ensure continuity of leadership and succession planning. Wherever feasible, committee members should be appointed to the same committee for three years to ensure consistency and continuity. Directors in consultation with The President-elect or the President, as the case may be, appoint committee chairs / members,,. Wherever feasible, the committee chair to have previous experience as a member of the committee. Board Directors

should refrain from taking membership of committees, other than committees under them where they hold ex-officio positions. Also, no member shall be assigned to more than 3 committees. All Committees shall report to their respective Directors.

b. The club shall appoint following Standing Committees:

- **Membership:** This Committee shall develop and implement a comprehensive plan for the recruitment and retention of members
- **Public Image:** This Committee shall 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 shall conduct activities associated with the effective operation of the club.
- **Service Projects:** This Committee shall develop and implement educational, humanitarian and vocational projects that address the needs of its community and communities in other countries.
- **Programme Committee:** This Committee will be responsible for planning and executing all weekly / fortnightly programmes of the Club
- **Fellowship Committee:** This Committee shall plan all fellowship activities of the Club and will coordinate with the Programme Committee, as needed.
- **Sergeant-at-Arms Committee:** This Committee shall be responsible for registration at Club meetings held within and outside our Rotary Halls. They will also be responsible for collection of specified charges from guests, forwarding information to the Secretary for announcement of attendance at Club meetings and for circulating sunshine box for voluntary small donations from our members during the Club meetings.
- **Rotary Service Centre Committee:** This Committee will be responsible for upkeep of Rotary Service Centre and its precincts, promotions for optimum utilization of the banquet halls for generating revenues, allowing free usage of halls for community service, appointment of panel of decorators, caterers, security, valet parking services and such other allied services as may be required from time to time in consultation with the Trust.
- **The Rotary Foundation:** This Committee shall develop and implement plans to support The Rotary Foundation through both financial contributions and program participation. This Committee shall also be responsible for Global Grant applications and execution of Global Grant projects and completing all documentation and audit as also for formal closure of the Grants with The Rotary Foundation.
- **The Youth Services Committee:** This Committee shall develop and implement programs which aim at youth development in the community through effective Rotaract Clubs, Interact Clubs and other community youth organizations having similar objectives.

- **Medical Services Committee:** This Committee shall oversee the operations, upkeep and upgradation of the Medical Centre established at the Rotary Service Centre to ensure it meets standards of health, hygiene and service addresses the needs of the community.
- **KDN Shruti School Committee:** This Committee shall oversee the operations, upkeep and upgradation of the KDN Shruti School for Hearing Impaired & The Bombay West Rotary Institute for the Deaf, liaison with the Institute and its management / staff to ensure it meets the desired goals and addresses the needs of the community, with addition of representatives of the teaching and non-teaching staff the Principal, and a Trustee of Rotary Service Public Charitable Trust, this Committee shall act the Local Management Committee, as specified under the State Government rules.
- **Vocational Loan Scholarship Committee:** This Committee shall manage and review the Vocational Loan Scholarship Program of the Club to ensure assistance to maximum number of students and optimum recovery rate.
- **Mahila Madad Yojana Committee:** This Committee shall manage and review periodically the Micro Credit Program of the Club to meet the desired objectives by assisting women from less privileged sections to earn livelihood and improve the quality of their lives.
- **Strategic Planning Committee:** The Club shall have a recommendatory Committee called the Strategic Planning Committee which will consist of five qualified members. A qualified member for this purpose shall mean a member of the Club (preferably a Past President of the Club or a Past District Governor) and have been a member of this Club for at least 10 years. The Board of Directors, on advice of President, shall appoint the Chairperson and members of the Strategic Planning Committee having a tenure of three years. Any vacancies may be filled by co-option by remaining members subject to their fulfilling the qualifications mentioned hereinbefore. The President, the President Elect, the Vice President, the Secretary of this Club and the Managing Trustee of The Rotary Service Public Charitable Trust will be the ex-officio members of the Strategic Planning Committee. The Committee will be responsible for suggesting Club leadership plans, formulating strategic plans for the Club and propose the method of funding it. Additionally, it shall also consider matters referred to it by the President or the Board and give recommendations or suggestions to the Board.
- **Ethics and Grievance Redressal Committee :** Should any member have a complaint against the policies and decisions of the Board, he shall be entitled to approach this Committee. This Committee shall consist of three Past Presidents to be appointed by the Board of Directors, with the senior most amongst the Committee members acting as it chair. It shall look into the grievance, seek further information, clarifications, as needed from the concerned member as also from the Board through the President, analyse the problem and shall recommend to the Board remedial action. This Committee shall promote ethical practices and responsible for guidance of ethical code in the organization.

The Board, in its meeting held next after the receipt of such a report, shall review the recommendation and act on it, if the recommendation(s) are accepted. If required, the Board may request the Committee to be present in the Board meeting and explain their view point. In case the Board decides to turn down such recommendations, it shall record the reasons for rejection and shall refer the matter to the General Meeting with due Notice to be held within a month of the Board meeting.

c. The following Committees shall have at least one representative from the Board of Trustees to ensure co-ordinated approach :

- i)* Rotary Service Centre Committee
- ii)* Rotary KDN Shruti School Committee
- iii)* Medical Services Committee
- iv)* Administration Committee

d. The Committees shall generally consists of Chairman who may or may not be an officer or director of the Club along with two other members of good standing. Wherever feasible, one member of the Committee shall be the immediate past Chairman of the Committee and another member shall be nominated by the President-Elect who shall take over as Chairman of the Committee in the next Rotary Year.

e. The President and the Secretary shall be an ex officio member of all committees, and as such, shall have all the privileges of membership thereon.

h. Each committee shall transact such business as is delegated to it in the Byelaws and such additional business as may be referred to it by the President or the Board and shall regularly report to the Board of our Club for consideration, review and approval of the activities proposed to be conducted or conducted by them. 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.

Article 9

NOMINATION OF TRUSTEES

- (i) The Board shall constitute / appoint 3 (three) members to a Nomination Committee for a term of 3 years for nominating Trustees on the Board of Trustees of Rotary Service Public Charitable Trust (the Trust). Members of this Nomination Committee shall be Past Presidents or Past Trustees of the Trust and have been members of this Club for at least 15 (fifteen) years.
- (ii) The Nomination Committee for Trustees so constituted shall nominate qualified member of our Club as Trustees for a tenure of 3 (three) years to the Trust to fill up any vacancy.
- (iii) A qualified member for this purpose shall mean a member of the Club who is Past President and has been member of this Club for 10 years or has been on the Board of the Club for at least 3 years and has been member of this Club for at least 10 years.

- (iv) The Trustees may be nominated considering the expertise required for the position and subject to obtaining consent from the member. The nominees shall disclose all pending criminal cases against them and the details thereof as also details of past convictions, if any. In case of false disclosure(s), the membership will be liable for automatic termination.
- (v) Any extension for a maximum period of 3 years of a Trustee beyond initial 3 (three) years tenure will be subject to approval by the Nomination Committee of Trustees. No member shall be nominated / appointed as the Trustee for more than two terms of 3 (three) years each.
- (vi) The Nomination Committee for Trustees shall submit the nominations to the Board of Directors which in turn will submit the same for approval of members at the Annual Meeting or General Body Meeting of members called for this purpose with due notice of 10 days.
- (vii) The President, the Secretary and the President Elect of the Club will be Ex-officio members of the Board of Trustees.
- (viii) Ex-officio Trustees will not form part of the quorum and shall not be entitled to vote at Trust meetings.

Article 10

FINANCES

Section 1

The Treasurer shall deposit all funds of the Club in the bank to be named by the Board. The Club funds shall be divided into two separate parts: Club operations and service projects.

Section 2

- a) All bills within the budget approved by the Board for that particular general head of administrative expenses or for that particular project or programme shall be paid only by cheques signed by two members from those authorized by the Board upon vouchers verified and approved by the concerned chairman and the director/ officer.
- b) Expenses over the budget will only be paid, after the revised budget is approved by the Board, or if paid on the authority of the Club President will be subject to ratification at the next Board meeting. Such payments specially authorized by the President shall not exceed 10% of the budgeted provisions for those expenses.
- c) An audit of all the Club's financial transactions shall be made each year by a qualified Chartered Accountant or other qualified person appointed by the Board.

Section 3

The fiscal year of this Club shall extend from July 1st to June 30th, and for the collection of member's dues shall be divided into two (2) semi-annual 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.

(Note: RI dues and magazine subscriptions for members joining during a semi-annual period are payable upon invoice from the secretariat).

Section 4

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.

Section 5

The receipt and expenses account and the balance sheet of our Club and of the associated bodies duly audited must be presented to the Club members at a meeting convened for that purpose with due notice to members of fifteen (15) days by the PPresident and TTreasurer within six months of the following year.

Section 6

Any proposed action of our Board, which may generate new or additional receipts or incur new or additional expenses to Rotary Service Public Charitable Trust including actions affecting any trust properties or on-going projects shall be decided in consultation with Rotary Service Public Charitable trust.

Section 7

Members must declare conflict of interest, if any, of the member and/or her/his family in any dealings, including financial of the Club or any agenda item of the Meeting, The Club shall be obliged to take an appropriate decision taking into account the conflict of interest thus declared. Moreover, the concerned member shall not remain present during the discussion and the decision making related to that agenda item.

Article 11

METHOD OF ELECTING MEMBERS (For all kinds of Members)

Section 1

- a) 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. A transferring or former member of another Club may be proposed to active membership by the former Club. The proposal for the time being shall be kept confidential except as otherwise provided in this procedure.
- b) Members who have at least 2 Rotary years good standing are eligible to propose members.

Section 2

The Board shall ensure that the proposal meets all the classification and membership requirements of the Club Constitution. A member terminated by the Club will not be eligible for membership of the Club. The Board shall encourage and ensure diversity of the membership, equity amongst membership and inclusion in all Club committees and activities.

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 favourable, 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 counter-sign the membership proposal form and to consent to the details contained in the proposal form to be published to the members of this 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 and dues (if not honorary membership), as prescribed in these Byelaws, 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 and dues (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 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 in the assimilation of the new member.

Article 12

RESOLUTIONS

Any resolutions or motions to commit the Club to any position or action shall first be reviewed and approved by the Board. If resolutions or motions are offered at Annual Meeting or General Body Meeting, they shall be sent to the Board without discussion for their consideration. However, resolutions or motions supported by two-thirds of the members present at such meetings shall be considered and decided by the members.

Article 13

ORDER OF BUSINESS

The Meetings of the Club shall be conducted preferably in the following order:

Meeting called to order
Introduction of visiting Rotarians
Correspondence and announcements
Committee reports if any
Any unfinished business / agenda
Any new business / agenda
Address or other program features
Vote of Thanks
Secretary's Announcements
Adjournment.

Article 14

AMENDMENTS

These Byelaws or any section or sub-section hereof can be amended at, Annual Meeting or General Body Meeting, a quorum being present, by a two-thirds vote of all members present, provided that due notice to members of such proposed amendment shall have been sent to each member at least 15 (fifteen) days before such meeting. No amendment or addition to these byelaws can be made which is not in compliance with the Club Constitution and with the Constitution and Byelaws of RI.