



Rotary Club of Dhaka Luminous
RI DISTRICT 3281 BANGLADESH

Bylaws of the Rotary Club of Dhaka Luminous

Article 1 Definitions

1. Board: The Board of Directors of this club.
2. Director: A member of this club's Board of Directors.
3. Member: A member, other than an honorary member, of this club.
4. RI: Rotary International.
5. Year: The twelve-month period that begins on 1 July.

Article 2 Board

The governing body of this club shall be the board consisting of fifteen (15) members of this club, namely, the president, the immediate past president, the president-elect (or president-nominee, if no successor has been elected), a vice-president, a secretary, a treasurer, a joint secretary, two sergeants-at-arms, club trainer and the five (5) directors elected in accordance with article 3, section 1 of these bylaws.

Article 3 Election of Directors and Officers

Section 1 – At a regular meeting one month prior to the meeting for election of officers, the presiding officer shall ask for nominations by members of the club for president, vice-president, secretary, treasurer, and five (5) directors. The nominations may be presented by a nominating committee or by members from the floor, by either or by both as a club may determine. If it is determined to use a nominating committee, such committee shall be appointed as the club may determine. The nominations duly made shall be placed on a ballot in alphabetical order under each office and shall be voted for at the annual meeting. The candidates for president, vice-president, secretary, and treasurer receiving a majority of the votes shall be declared elected to their respective offices. The five (5) candidates for director receiving a majority of the votes shall be declared elected as directors. The candidate for president elected in such balloting shall be the president-nominee. The president-nominee shall take the title of president-elect on the first day of July next following the election, and shall serve as an officer during that year. On 1 July immediately following that year, the president-elect shall assume office as president. The president-nominee shall take the title of president-elect upon the election of a successor.

Section 2 – The officers as defined in the Constitution of the Club and the five (5) directors shall constitute the board. Within one week after their election, the elected Board under section 1 shall meet and elect three member of the club to act as two sergeants-at-arms and a joint secretary.

Section 3 – A vacancy in the board or 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 4 Duties of Officers

Section 1 – *President*. It shall be the duty of the president to preside at meetings of the club and the board and to perform other duties as ordinarily pertain to the office of president.

Section 2 – *Immediate Past President*. It shall be the duty of the immediate past president to serve as an officer and to perform such other duties as may be prescribed by the president or the board.

Section 3 – *President-elect*. It shall be the duty of the president-elect to serve as a director and to perform such other duties as may be prescribed by the president or the board.

Section 4 – *Vice-President*. It shall be the duty of the vice-president to preside at meetings of the club and the board in the absence of the president and to perform other duties as ordinarily pertain to the



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office of vice-president.

Section 5 – Secretary. It shall be the duty of the secretary to keep membership records; record attendance at meetings; send out notices of club, board, and committee meetings; record and preserve the minutes of such meetings; report as required to RI, including the semiannual reports of membership on 1 January and 1 July of each year, which shall include per capita dues for all members and prorated dues for active members who have been elected to membership in the club since the start of the July or January semiannual reporting period; report changes in membership; provide the monthly attendance report, which shall be made to the district governor within 15 days of the last meeting of the month; collect and remit RI official magazine subscriptions; and perform other duties as usually pertain to the office of secretary.

Section 6 – Joint Secretary. It shall be the duty of the joint secretary to assist the secretary in all secretarial duties and to act as secretary in the absence of the secretary and to perform such other duties as may be prescribed by the president or the board.

Section 7 – Treasurer. It shall be the duty of the treasurer to have custody of all funds, accounting for it to the club annually and at any other time upon demand by the board, and to perform other duties as pertain to the office of treasurer. Upon retirement from office, the treasurer shall turn over to the incoming treasurer or to the president all funds, books of accounts, or any other club property.

Section 8 – Sergeants-at-Arms. The duties of the sergeants-at-arms shall be such as are usually prescribed for such office and other duties as may be prescribed by the president or the board.

Section 9 – Each officer described in Section 1 to 8 above, upon his/her retirement from office shall handover to his/her successor or to the president all documents in his/her possession.

Article 5 Meetings

Section 1 – Annual Meeting. An annual meeting of this club shall be held on the day of any weekly regular meeting not later than thirty-first (31st) day of December in each year, at which time the election of officers other than two sergeants-at-arms and a joint secretary and the election of directors to serve for the ensuing year shall take place.

Section 2 – The regular weekly meetings of this club shall be held on Sunday at 5.30 PM. 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 pursuant to 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, or as otherwise provided in the standard Rotary club constitution, article 9, sections 1 and 2.

Section 3 – One-third of the membership shall constitute a quorum at the annual and regular meetings of this club.

Section 4 – Regular meetings of the board shall be held on second Wednesday of each month or such other time or place within the month as the President may determine. Special meetings of the board shall be called by the president, whenever deemed necessary, or upon the request of two (2) directors, due notice having been given. The Board meeting shall be called with 7 days prior notice.

Section 5 – A majority of the directors shall constitute a quorum of the board.

Section 6 – A member of the Board of Directors shall have 50% attendance in the regular meeting in every quarter failing which the member shall lose his position in the Board. However, the Board may appoint a replacement or reappoint the same member if there is a good justification.



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Article 6 Fees and Dues

Section 1 The admission fee, as fixed by the club, shall be paid before the applicant can qualify as a member, except as provided for in the standard Rotary Club Constitution, Article 11.

Section 2 Membership dues shall consist of RI per capita dues, subscription fees to The Rotarian or Rotary regional magazine, district per capita dues, club annual dues, and any other Rotary or district per capita assessment payable in accordance with the policies of the club as established by the Board.

Section 3 – Members will be required to pay District Dues as will be fixed by the RI District 3281.

Section 4 – Meeting venue and refreshment charges shall be decided by the Board from time to time.

Article 7 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. The board may determine that a specific resolution be considered by ballot rather than by *viva voce* vote.

Article 8 Avenues of Service

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

Article 9 Club Trainer

There shall be a club trainer for each Rotary Year, who is a past president of the Club and is appointed by the President within 1 month of assumption of office. The Club Trainer shall work with club leaders to create training programs that meet the club's needs, develop leadership development program and shall assist the Strategic Planning Committee.

Article 10 Committees

Club committees are charged with carrying out the annual and long-range strategic goals of the club. The president-elect, president, and immediate past president should work together to ensure continuity of leadership and succession planning. When feasible, committee members should 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. Standing committees should be appointed as follows:

- Administration
- Public Relations
- Membership
- Service Projects



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- The Rotary Foundation
- Strategic Planning

Additional ad hoc committees or sub-committees may be appointed by the President-elect for the coming Rotary Year 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 of the five directors shall be, as determined by the President, responsible for overseeing the activities of the five standing committees and may act as chair for their respective standing committee.

(c) Each chair shall be responsible for regular meetings and activities of the committee, shall supervise and coordinate the work of the committee, and shall report to the board on all committee activities.

Article 11 Duties of Committees

The duties of all committees shall be established and reviewed by the president for his or her year. In declaring the duties of each, the president shall reference appropriate RI materials and the Avenues of Service when developing plans for the year.

Each committee shall have a specific mandate, clearly defined goals, and action plans established by the beginning of each year for implementation during the course of the year. It shall be the primary responsibility of the president-elect to provide the necessary leadership to prepare a recommendation for club committees, mandates, goals, and plans for presentation to the board in advance of the commencement of the year as noted above.

Section 1- Administration 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 matters relating to club service. The chairman of the committee shall be responsible for regular meetings of the committee and shall report to the board on all club service activities. The main responsibilities of the club administration committee are as follows:

- I. Develop committee goals to achieve club's annual goals.
- II. Organize weekly and special programs.
- III. Produce the club bulletin and maintain the club Web site.
- IV. Help the club secretary track club attendance.
- V. Promote fellowship among club members.
- VI. Conduct any other activities associated with the effective operation of the club.

This committee may have the following sub-committees:

(a) *Attendance Committee.* This committee shall devise means for encouraging attendance at all Rotary meetings – including attendance at district conferences, intercity meetings, regional conferences, and



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international conventions by all club members. This committee shall especially encourage 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.

- (b) *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.
- (c) *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.
- (d) *Magazine Committee.* This committee shall stimulate reader interest in the RI official magazine; sponsor a magazine a 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.
- (e) *Program Committee.* This committee shall prepare and arrange the programs for the regular and special meetings of the club.
- (f) *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 – Public Relations Committee. The role of the club public relations committee is to inform the public about Rotary and promote the club’s service projects and activities. The chairman of the committee shall be responsible for regular meetings of the committee and shall report to the board on its activities. The main responsibilities of the public relations committee are as follows:

- I. Develop committee goals to achieve the club’s public relations goals for the coming year.
- II. Promote Rotary and the club in the community.
- III. Work with members and other Rotarians to maximize public relations efforts.
- IV. Understand the components of public relations that will help to promote Rotary to the community.
- V. Disseminate Rotary’s key messages to public.

Section 3 – Membership Committee. The role of the membership committee is to develop and implement an action plan for membership development. The chairman of the committee shall be responsible for regular meetings of the committee and shall report to the board on its activities. The main responsibilities of the membership committee are as follows:

- I. Develop committee goals to achieve club membership goals for the coming year.
- II. Conduct club assessments to determine strengths and weaknesses.



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- III. Work with the public relations committee to create a positive club image that is attractive to prospective and current members alike.
- IV. Develop programs to educate and train new and current club members.
- V. Sponsor newly organized clubs in the district

This committee may have the following sub-committees:

- (g) *Classifications Committee*. This committee shall as early as possible, but no later than 31st 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.
- (h) *Membership Proposal 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.
- (i) *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.

Section 4 –Service Projects 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 their 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. The main responsibilities of the Service Projects committee are as follows:

- I. Develop committee goals to achieve club service project goals for the coming year.
- II. Conduct service projects that include assessments, planning, and evaluation.
- III. Create a balanced program of service.
- IV. Work with other organizations, volunteers, and committee members to maximize the impact of club projects.
- V. Lead fundraising efforts to fund projects.
- VI. Understand liability issues that affect the club projects and activities.

This committee may have the following sub-committees:

- (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.



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- (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 each other Rotary-sponsored organizations within the community and in cooperating with them in service.

Section 5 – The Rotary Foundation Committee. The role of the club Rotary Foundation committee is to develop and implement a plan to support the Foundation through program participation and financial contributions through community and international service. The chairman of the committee shall be responsible for regular meetings of the committee and shall report to the board on its activities. The main responsibilities of the membership committee are as follows:

- I. Develop committee goals to achieve club Foundation goals for the coming year.
- II. Educate and train club members about the Foundation.
- III. Encourage and facilitate participation in Foundation programs.
- IV. Ensure that the club and the members contribute to The Rotary Foundation.

Section 6 – Strategic Planning Committee. The role of the club Strategic Planning Committee shall be to formulate, evaluate, review and update (as applicable) the Club's three year strategic plan in line with the Rotary International and District 3-year Strategic Plan and submit to the Board for approval. The chairman of the committee shall be responsible for regular meetings of the committee and shall report to the board on its activities.

Article 12 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 no longer than twelve months.

(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 provisions of the Standard Rotary Club Constitution is not computed in the attendance record of the club.)

Article 13 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 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.

Section 3 – All bills shall be paid by the treasurer or other authorized officer only when approved by two other officers or directors.

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

Section 5 – Officers having charge or control of club funds shall give bond as required by the board for



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the safe custody of the funds of the club, cost of bond to be borne by the club.

Section 6 – The fiscal year of this club shall extend from 1 July to 30 June, and for the collection of members' dues shall be divided into two (2) semiannual periods extending from 1 July to 31 December, and from 1 January to 30 June. The payment of per capita dues and RI official magazine subscriptions shall be made within the timeline fixed by Rotary International.

Invoice shall be made on 15th May and 15th November of each year for the period of July – December of the same calendar year and January – June of the next calendar year respectively and the payment by the members shall be made within 30 days of receipt of the invoice.

Article 14 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. A transferring or former member of another club may be proposed to active membership by the former club. The proposal 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 standard Rotary 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, and in case of rejoining of a member within fifteen (15) 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 new member's induction, membership card, and new member Rotary literature. In addition, the president or secretary will report the new member information to RI and the president will assign a member to assist with the new member's assimilation to the club as well as assign the new member to a club project or function.

Section 7 – The club may elect, in accordance with the standard Rotary club constitution, honorary members proposed by the board.

Article 15 Resolutions

The club shall not consider any resolution or motion to commit the club on any matter until the board has considered it. Such resolutions or motions, if offered at a club meeting, shall be referred to the board



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without discussion.

Article 16 Order of Business

Meeting called to order.
Introduction of visitors.
Correspondence, announcements, and Rotary information.
Committee reports, if any.
Any unfinished business.
Any new business.
Address or other program features.
Adjournment.

Article 17 Indemnifications

The Club shall indemnify its Directors, officers, employees including persons formerly occupying any such position, against all expenses, judgments, fines, settlements and other amounts actually and reasonably incurred by them in connection with the performance of the authorized responsibilities and also against any loss, damage etc occurring to the Club or any other person provided that such loss, damage etc does not arise in consequence of gross negligence or willful misconduct of such present or former Directors, officers, employees.

Article 18 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 first offered at a club meeting, they shall be sent to the Board without discussion.

Article 19 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 (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 and Rotary Code of Conduct.