Rotary Club of Buckhead Bylaws

Article 1: Definitions

Section 1 – Club. The Rotary Club of Buckhead, a Georgia not-for-profit corporation that shall be operated as a non-profit corporation under the provisions of the Georgia Non-profit Corporation Code. (2/26/2011)

Section 2 – Board. The Board of Directors of the Club. (2/26/2011)

Section 3 – Director. A Member of the Club's Board of Directors (2/26/2011)

Section 4 – Member. A Member, other than an honorary Member, of the Club. (2/26/2011)

Section 5 – RI. Rotary International (12/19/2010)

Section 6 – Club Year. The twelve-month period that begins on 1 July. (12/19/2010)

Article 2: Governance

Section 1 – Governing Body. The governing body of the Club shall be the Board, consisting of seventeen Members of the Club. These seventeen Members are the president, immediate past president, president-elect, secretary, treasurer, archivist, the current president of the Buckhead Rotary Foundation and the sergeant-at-arms, and nine other Members elected to the Board in accordance with the Election article of these bylaws. (8/8/2016)

Section 2 – Contracts. Any contract or agreement that binds the Club, whether written or oral or required in carrying out a Rotary project must be approved and signed by either the President or the Treasurer. Contracts that bind the Buckhead Rotary Foundation, Inc. must be signed by that organization's President or Treasurer. (12/23/2019)

Section 3 – Internal Control Requirements. The most current System of Internal Control adopted by the Club is hereby made a part of these By Laws as completely as if they were reproduced here in their entirety. (4/19/2015)

Section 4 – Amendments. No resolution or motion to commit this Club on any matter shall be considered at a regular club meeting. Such resolutions or motions, if offered at a Club meeting, shall be referred to the Board of Directors without discussion. (4/18/2015)

Article 3: Election of Directors and Officers

Section 1 – Annual Elections. At the annual meeting of the Club, as described in the Meetings Article, the presiding officer shall present the candidates proposed by the nominating committee for all open officer and open Board member positions. Additional nominations for open officer or open Director positions may be made by Members from the floor. Upon the closing of nominations, a voice vote will be conducted and the candidate receiving the majority of the votes for each open officer and Board position shall be declared elected. If no candidate receives a majority of the votes, voting will continue among the top two vote getters until all positions have been filled. Officers and Board members shall take office at the beginning of the Club year following their election. (2/26/2011)

Section 2 – Nominating Committee. The nominating committee shall consist of all active past presidents of the Club as well as the current president of the Club. The immediate past president is the nominating committee chair. (7/13/2014)

Section 3 – Preliminary Nominating Meeting. The president shall call for a preliminary meeting of the nominating committee to be held after

the first regular Club meeting in October for the purpose of considering potential officer and Board candidates. Club Members may suggest candidates or provide other input to the nominating committee. The nominating committee chair, with the assistance of the president-elect and any input from the Members, will prepare for the October meeting a list of not fewer than three potential candidates for treasurer and ten potential candidates for Director. This list will be submitted in writing and presented in order of number of years of experience in Rotary. The list will include a paragraph as to why each candidate is a good choice for the position recommended. Desired criteria for this list include seniority, 80% attendance, active Club participation, and the potential to serve as president. This list, plus any new nominations identified at that meeting, becomes the slate of candidates to be voted on at the November nominating committee meeting. (2/25/2021)

Section 4 – Final Nominating Meeting. The chair of the nominating committee will call for a meeting in November, approximately one month after the preliminary meeting. Committee Members may vote by written proxy and present written opinions for the committee's consideration. No new candidates can be nominated at the November meeting. At this November meeting, a vote for the primary treasurer nominee will be held. Additional votes will be held on the remaining treasurer nominees to provide backup nominees. Likewise, Directors will be elected as primary nominees for all open positions and additional votes will be held for backup nominees. Upon nomination and before the annual meeting of the Club, the chair will approach the nominees in the order prioritized, ask them to serve and announce confidentially the results to the nominating committee. (2/26/2011)

Section 5 – Nominee Ladder. The nominees for president and president elect, except in the case of malfeasance, resignation or other good cause determined by the Nominating Committee, shall be the current president elect, and the current treasurer, respectively. No Member shall be elected treasurer who has not served on the Board for at least one year as of the date of the election. (4/19/2015)

Section 6 – Eligibility. Each year, three Directors shall be nominated for single three year terms. To be eligible for election as a Director, candidates must have been a Member of the Club for at least two years at the time they are elected. After serving a complete term, Directors may not be re-elected as non-officer Directors unless they have been off the Board for at least five years. Former Directors may be elected as Officers. (2/26/2011)

Section 7 – Terms of Office. Officers shall serve for one year. Non-officer Directors shall serve for a single three year term. A Director elected to fill a partial term of fewer than 25 months shall be eligible for election to a full, regular three year term at the end of the partial term. (2/26/2011)

Section 8 – Mid-term Vacancies. A vacancy among the officers, officers-elect, Directors or Directors-elect shall be filled for the remainder of the open term by action of the remaining members of the Board. (2/26/2011)

Section 9 – Removal. Removal of an officer or Director is a serious matter that should be reserved for cases of malfeasance, extreme dereliction of duty and the like. However, any officer or Director may be removed from office and/or Board membership by a two-thirds vote of the remaining Board, provided that notice of intent to consider such a matter shall have been communicated to the entire Board at least ten days before the matter is brought up for consideration. (12/28/2010)

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 or as may be prescribed by the Board. (2/26/2011)

Section 2 – Immediate Past President. It shall be the duty of the immediate past president to serve as a Director and to perform such other duties as may be prescribed by the president or the Board. The past president shall be responsible for chairing the nominating committee and obtaining the assent of nominees to serve. (12/28/2010)

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. The president-elect shall chair the long range planning committee and be responsible for preparing the annual plan and budget for his or her Club year. In addition, the president elect will preside over regular Club and Board meetings in the absence of the president. (12/28/2010)

Section 4 – Secretary. Annually the President shall appoint a member of the Board as Secretary. It shall be the duty of the secretary to record,

distribute,and preserve the minutes of all Board meetings; and to maintain these bylaws; and to perform such other duties as may be prescribed by the President or the Board. Amendments to the bylaws will be recorded on a separate page or pages in both the minutes of the meeting at which they were approved and in the bylaws themselves until they are incorporated into the published bylaws. (4/19/2015)

Section 5 – Treasurer. It shall be the duty of the treasurer to maintain custody of all funds, accounting for them to the Club annually and at any other time upon request by the Board, and to perform other duties as pertains to the office of treasurer or as may be prescribed by the President or the Board. The treasurer will be responsible for all regulatory filings required of the Club for that Club year, including forwarding appropriate records to the Club's tax preparer, signing and filing the Club's tax returns and any reports required to be submitted to the Georgia Secretary of State. 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 in his possession or control. (2/26/2011)

Section 6 – Sergeant-at-Arms. Annually the President shall appoint a Member as sergeant-at-arms for a one-year term. The duties of the sergeant-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. (2/25/2021)

Section 7 – Archivist. Annually the President shall appoint a Past President of Buckhead Rotary as Archivist for a one-year term. It shall be the duty of the Archivist to determine and maintain a calendar of the regulatory filings required of the Club, including but not limited to the annual State and Federal tax returns, and the annual corporate registration. In the absence of other arrangements, the Archivist will serve as the Registered Agent of the Club. The Archivist is not responsible for performing any of the regulatory requirements, only to notify and follow up with the appropriate Club officer. The Archivist shall also develop the retention schedule for all Club documents and maintain all files. All archived documents shall be marked with a "permanent" or a "destroy" date, based on the Retention schedule. (2/25/2021)

Section 8 – Bookkeeper. The Board may retain a bookkeeper to maintain the club's books of account, and other assigned duties, all in conformance with Article 2, Section 3 of these By Laws. The Bookkeeper's duties include assuring that any required checks are promptly requested from the Treasurer who will prepare, sign, and mail them; keeping the membership and attendance records and respond to members questions; sending out notices of Club and Board meetings; reporting as required to Rotary International, including the semi annual reports of membership and January 1 and July 1 of each year, including the calculation of per capita dues for all members and prorata dues for Active members who have been elected to membership in the club since the start of the July or January semiannual reporting period; reporting changes in membership; provide the monthly attendance report which must be made to the District Governor within 15 days of the last meeting of the month; and posting all required information to the web site. The bookkeeper will also manage subscriptions to the Rotary International official magazine; and perform other non-fiscal, clerical functions as may be assigned by the Board from time to time. (4/19/2015)

Section 9 – Other Officers. The Board in its discretion may elect from time to time such additional officers as it may deem appropriate or advisors with such duties as the Board shall prescribe. Any such additional officer positions created may at any time be terminated by the Board. (2/26/2011)

Article 5: Meetings

Section 1 – Annual Meeting of the Club. An annual meeting of this Club shall be held at the first regular meeting in December, or at such other meeting of the Club as the Board may elect, at which time the election of officers and Directors to serve for the ensuing Club year shall take place. (2/26/2011)

Section 2 – Weekly Meetings. The regular weekly meetings of the Club shall be held on Monday at 12:15 PM, the meeting place to be arranged by the Board of Directors. Due notice of any changes in or canceling of the regular meeting shall be given to all Members of the Club. All Members excepting honorary Members (and Members excused pursuant to the Leave of Absence Article of these bylaws) 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 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. (2/26/2011)

Section 3 – Regular Meeting Quorum. One-third of the Membership shall constitute a quorum at the annual and regular meetings of this Club. If one-third of Members shall not be present or represented at any meeting of the Members, the Members entitled to vote there at, present in person, shall have the power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until the requisite

number of Members shall be present. At such adjourned meeting at which a quorum shall be present, any business may be transacted that might have been transacted at the meeting as originally called. The Members at a meeting at which a quorum is present may continue to transact business until adjournment, notwithstanding the withdrawal of enough Members to leave less than a quorum. Each Member shall be entitled to one vote on each matter submitted to a vote of the Members. (2/26/2011)

Section 4 – Board Meetings. Regular meetings of the Board shall be held on the third Monday of each month or on such other date as the President may select. Special meetings of the Board may be called by the president, whenever deemed necessary, or upon the request of two Directors. Notice of all Board Meetings shall be communicated to each Director at least ten days before such meeting. (2/26/2011)

Section 5 – Board Meeting Quorum. A majority of the Directors shall constitute a quorum of the Board. Directors may participate in and hold a meeting by means of conference telephone or similar communications equipment by means of which all persons participating in the meeting can simultaneously hear each other during the meeting. Participation in such a meeting shall constitute presence in person at the meeting. A meeting of the Board of Directors, whether or not a quorum is present, may be adjourned by a majority of the directors present to reconvene at a specific time and place. It shall not be necessary to give notice of the reconvened meeting or of the business to be transacted, other than by announcement at the meeting which was adjourned. At any such reconvened meeting at which a quorum is present, any business may be transacted which could have been transacted at a meeting which was adjourned. (2/26/2011)

Section 6 – Actions In Lieu of Meeting. The Board may make decisions or take action via email or other written assent of not less than the minimum number of Directors that would be necessary to authorize or take such action at a meeting. In such cases a majority of the Board must assent and the decision or action must be recorded in the minutes of the next Board meeting. (2/26/2011)

Article 6: Fees, Dues and Contributions

Section 1 – Amounts. Initiation fees, Membership dues, and mandatory contributions to the charitable funds shall be determined from time to time by the Board and documented in the "Fiscal Policies" Article 7. Charges for Meals, tickets to events, Guest Fees, etc. shall be determined by the officers or committee chairs and be made part of the annual budget which must be approved by the board. All Members other than Honorary Members shall timely pay all applicable dues and assessments. A Member who is exempt from paying an initiation fee per the provisions of Article 7, below (other than a former or transferring Rotarian) will be charged only for meals, an amount equal to the per capita RI and District dues, and the mandatory charitable contributions for a maximum period of three years, or until age thirty-five, whichever first occurs, after which time said Member shall pay full dues and assessments. For new Members, the dues for the current quarter shall be prorated on a monthly basis beginning with the first day of the month following induction. The Fire and Police members will not be charged as outlined in Article 7, Section 2. (5/22/2025)

Section 2 – Annual Increase. Each year, absent action from the Board, the quarterly dues amount will be increased by 3% and rounded to the nearest even dollar amount. (5/22/2025)

Article 7: Fiscal Policies

Section 1 – Dues. The mandatory quarterly billing of the Rotary Club of Buckhead (Atlanta) includes Membership dues of $160, and the mandatory charitable contributions of $100 to the Club’s charities and $25 to the Rotary International Foundation. The Fire and Police officers listed in Article 13 shall not be charged for any of these items except the Guest Fees applicable to all Active Members. The individual Member is personally responsible for the prompt payment of the billing. New Members of the Club who are new to Rotary pay an initiation fee of $500 before their induction. Notwithstanding the foregoing, a New Member of the Club who is

1. a former or transferring Rotarian in good standing from this or another Club, or
2. a former member of Rotaract (within the prior two years), or
3. under the age of thirty-five, or
4. the current Fire or Police representative per Article 13

is not required to pay an initiation fee. As provided in the "Fees, Dues and Contributions" Article 6, all of the aforesaid amounts may be revised from time to time by the Board. (5/22/2025)

Section 2 – Meal Charges. In addition to his/her RI dues, each Member, except Honorary Members, shall pay for meals on a quarterly basis in advance. Certain Members who were granted exemption from paying for meals in advance (Meals Exempt) will maintain that exemption, but no new exemptions will be authorized after the effective date of this amendment (8/16/2021). Except for the currently serving Fire and Police officers listed in 4 and 5 of Section 1 who pay nothing for meals, any Member excused from quarterly payment for meals shall pay for any meal eaten at the rate then applicable. (5/22/2025)

Section 3 – Quarterly Billing. Members will be billed quarterly for dues, meals and mandatory and voluntary contributions. Payments are due on January 1, April 1, July 1, and October 1. The Treasurer will prepare and mail bills about mid-month of the month prior to the due date. (12/20/2010)

Section 4 – Late Charges. A late charge of 10% of the dues and meals amounts billed will be assessed against all accounts not paid within 30 days of the due date. (5/17/2022)

Section 5 – Receivables Policy; Termination. The Treasurer will remind Members by phone, mail, or email of unpaid accounts 30 days past due, and of the late charges being assessed. At 45 days past due, Members will be contacted by phone or in person by the Immediate Past President. They will be notified that their Membership will be terminated if their balance remains unpaid 60 days after the due date. They will also be advised that a credit card must be added to their online account or they must set up “Autopay” at the time of fulfillment of their outstanding balance if they are to maintain their membership. If the member turns off “Autopay” for future invoices, unpaid accounts 30 days past due will be charged to the credit card on file for the outstanding balance. The president or treasurer can request the Board’s approval for exceptions and accommodations, which shall not be greater than 90 days after the due date. The Officers may approve an extension of up to 90 days or, with a written and signed payment schedule, a longer period. (12/18/2024)

Section 6 – Re-establishing Membership. A former Member who resigned in good standing may apply for membership through the normal process, and is subject to classification requirements. If a former Member rejoins within two years of his resignation, no indoctrination or induction will be required. (2/25/2021)

Section 7 – Expense Reimbursement. The Treasurer shall write checks or otherwise disburse Club funds to pay for approved budget items upon either the written request of a Member or upon the submission of a receipt for an expense. (2/26/2011)

Article 8: Duties of Club Committees

The duties of all club committees shall be established and reviewed by the president-elect, working with the long range planning committee, prior to the commencement of his or her Club year and by the president once his or her Club year commences. In declaring the duties of each, the president-elect/president shall reference appropriate RI materials and the Avenues of Service when developing plans for the Club year. Each committee shall have a specific mandate, clearly defined goals, and action plans established by the beginning of each Club year for implementation during the course of the Club year. It shall be the primary responsibility of the president-elect, working with the long range planning committee, 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 Club year as noted above.

Section 1 – President ex officio. The president shall be ex officio a Member of all club committees and, as such, shall have all the privileges of Membership thereon. (4/19/2015)

Section 2 – Limits of Committee Delegation. Each club 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 submitted to and approved by the Board. (4/18/2015)

Section 3 – Committee Chair Responsibility. Each chair shall be responsible for regular meetings and activities of the committee, shall supervise and coordinate the work of the club committee, and shall report to the Board on all committee activities. (4/18/2015)

Article 9: Club Committees

Club committees are charged with carrying out the annual and long-range strategic plans of the Club. When feasible, committee Members should be appointed to the same committee for three years to ensure consistency. It is recommended that the chair have previous experience as a Member of the committee being chaired. Standing Club committees should be appointed as follows:

Section 1 – Membership. This committee should develop and implement a comprehensive plan for the recruitment and retention of Members. (12/19/2010)

Section 2 – Education. This committee should develop and implement plans to provide the Membership and the public with information about Rotary and to promote the Club and its service projects and activities. (12/28/2010)

Section 3 – Member Development. This committee should develop and implement plans to boost Member engagement and involvement with the Club. (12/19/2010)

Section 4 – Administration. This committee should conduct activities associated with the effective operation of the Club. (12/19/2010)

Section 5 – Social Committee. This committee should conduct activities associated with the social activities of the Club. (12/19/2010)

Section 6 – Service Projects. This committee should develop and implement educational, humanitarian, and vocational projects that address the needs of the Club's community and communities in other countries. (12/20/2010)

Section 7 – Resource Development. This committee will develop and implement plans to support The Rotary Foundation, the Buckhead Rotary Foundation, the Georgia Rotary Student Program, and such other causes the Club choose to support. (3/22/2011)

Section 8 – Long Range Planning Committee. This committee, chaired by the president-elect, shall consist of the president, past president, president-elect, secretary and treasurer, and such additional Members as the Board shall appoint. The committee will meet quarterly during the year to develop an annual plan and budget for the upcoming plan year, to be submitted to the Board for approval no later than 60 days prior to the beginning of the upcoming Club year. The annual plan will include annual and longer term goals and strategies to guide the Club, as well as key committee appointments. Approximately every five years, the long range planning committee will also develop a five year plan for the Club. (2/26/2011)

Section 9 – Other Committees. The Board may from time to time authorize the appointment of other committees having such duties, authority and responsibility as the Board may determine. (2/26/2011)

Article 10: Permanent Otis Jackson Committee

Section 1 – Permanent Otis Jackson Committee. Pursuant to the terms agreed by the Rotary Club of Buckhead, the Otis Jackson Scholarship Trust, and the Buckhead Rotary Foundation as a requisite of the merger of the Otis Jackson Trust Fund and the Buckhead Rotary Foundation, the Rotary Club of Buckhead permanently amends its By Laws to maintain a Permanent Otis Jackson Committee, not subject to any otherwise specified committee requirements. This Committee shall elect its own chair, and shall consist of not less than three members of the Rotary Club of Buckhead. selected by the Committee and approved by the Club President. It is a hybrid committee with club members under the authority of the Buckhead Rotary Foundation.

The Otis Jackson Scholarship Committee shall: a) Be responsible for preparing the annual scholarship application, and coordination of applications from eligible Oglethorpe University students. b) Be responsible for reviewing all applications and conducting interviews of the finalists and select the annual scholarship recipient, subject to the approval of the Trustees of the Buckhead Rotary Foundation. The applications, selection and award must be made within the terms contained in the Articles of Incorporation of the Buckhead Rotary Foundation. These include the selection criteria of the applicant's character, leadership, scholarship, and athletic ability. c) Be responsible for maintaining contact with the Otis Jackson scholars throughout the year, and seek to increase the scholar's participation in club activities, meetings, and social functions. d) Continue to update and

report to the club on the status of the scholarship program to assure that it continues to be promoted as one of the club's signature programs. e) Maintain regular communications with Oglethorpe University, the Rotary Club of Buckhead, and the Buckhead Rotary Foundation. (4/19/2015)

Article 11: Leave of Absence

Section 1 – Conditions. Upon written application to the Board, setting forth good and sufficient cause, leave of absence may be granted excusing a Member for no longer than twelve months from attending the meetings of the Club and/or from paying for meals in advance. Excused Members must continue to pay their regular mandatory quarterly billing as described in the Dues section of the Fiscal Policies article of these bylaws. The excused Member's attendance must be recorded as excused and that Member excluded entirely from the computation of the attendance record of the Club. (3/22/2011)

Article 12: Finances

Section 1 – Budget. Prior to the beginning of each Club year, the treasurer, working with the president-elect, long range planning committee, officers and committee chairs, shall prepare budgets of estimated income and expenditures for the Club year for submission to the Board no later than 60 days prior to the beginning of the Club year. Upon approval by the Board, these budgets shall stand as the limit of expenditures for these purposes, unless otherwise ordered by action of the Board. Separate budgets will be prepared for Club operations and charitable contributions. The vast majority of the Club's charitable activities being funded through the Buckhead Rotary Foundation, the charitable budget must also be approved by the Buckhead Rotary Foundation Board. (12/28/2010)

Section 2 – Depository. The treasurer shall deposit all Club funds in a bank approved by the Board. At the discretion of the Treasurer, with prior approval by the Board, surplus funds may be invested in US Treasury instruments of an appropriate duration. All funds collected on behalf of the Club's affiliated foundations will be promptly forwarded to the respective foundation. (6/25/2024)

Section 3 – Methods of Payment. All bills shall be paid only by check, credit card, debit card, or electronic bill pay, as from time to time determined by the treasurer. Bills associated with budgeted activities shall be paid upon submission of valid expenses by committee Members and approval by the treasurer. The president must approve any non-budgeted or over-spent items. (12/20/2010)

Section 4 – Fiscal Year. The fiscal year of this Club shall be the Club year, and for the collection of Members' dues shall be divided into four quarterly periods extending from July 1st through September 30th, October 1st through December 31st, January 1st through March 31st, and from April 1st through June 30th. The payment of per capita dues 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. (12/28/2010)

Article 13: Method of Electing Members

Section 1 – Sponsorship. The name of a prospective Member, recommended by a sponsor who is an active Member of the Club, shall be submitted to the Membership committee in writing. A transferring or former Member of another Club may be recommended to active Membership by such other Club. This club (Buckhead) shall sponsor and propose for membership the currently serving Commander of the Atlanta Police Zone 2 and Commander of Fire Battalion 6 and their successors but not their designees. At the discretion of the Board, a higher ranking officer may be proposed. (5/17/2022)

Section 2 – Requirements. The Membership committee shall ensure that the proposed Member meets all the classification and Membership requirements of the standard Rotary Club constitution. (2/1/2011)

Section 3 – Board Approval. Upon the approval of the Membership committee and submission to the Board, within 30 days the Board shall approve or disapprove the candidate for submission to the Membership and shall notify the Membership chair of its decision. (12/20/2010)

Section 4 – Publication. If the decision of the Board is favorable, the name and classification of the proposed Member will be published to the Club Membership. If no written objection to the proposal, stating reasons, is received by the Board from any Member of the Club within seven days following publication of information about the prospective Member, the prospective Member shall be informed of the purposes of Rotary and of the privileges and responsibilities of Membership. Upon agreeing to such responsibilities and payment of the admission fee as prescribed by the Board pursuant to these bylaws, the prospective Member shall be considered to be elected to Membership. (2/26/2011)

Section 5 – Objections. 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. (12/20/2010)

Section 6 – Induction. Following a new Member's election, the Membership chair shall arrange for the new Member's induction and receipt of new Member Rotary literature. (12/28/2010)

Section 7 – Red Badge Procedures. Upon election, Members shall be considered probationary Red Badge Members for the six months following their induction. During the Red Badge period, the Member will be expected to comply with the Red Badge requirements. Upon completion of the Red Badge requirements and recommendation by the Red Badge Member's sponsor and the Membership committee chair, the Red Badge Member's name shall be presented to the Board to be accorded permanent, Blue Badge status. If after the initial six month Red Badge period, which may be extended to twelve months upon approval by the Membership chair, the Red Badge Member has not met the Red Badge policy requirements, the Member will be terminated, with no refund of initiation fee or dues. If all accounts are paid, the Member will be deemed to have left the Club in good standing. (12/28/2010)

Section 8 – Red Badge Requirements. To complete the Red Badge requirements, new Members must

- Maintain at least 90% attendance including make-ups
- Serve as a greeter or assist the Sergeant-at-Arms in four meetings, at least two of which must be assisting the Sergeant-at-Arms.
- Bring a guest to a weekly meeting
- Join a Buckhead Rotary committee and attend a committee meeting
- Participate in a Buckhead Rotary service event and a Signature Project event
- Attend one Club social event
- Deliver Sunshine
- Review the club website, update profile page, and add a headshot
- Attend one club Board of Directors meeting
- Deliver inspiration, 4-way Test and pledge of allegiance at one club meeting

In addition, new Members are strongly encouraged to become sustaining contributors to the causes the Club supports. The aforesaid requirements may be changed at any time or from time to time by the Board. (9/13/2024)

Section 9 – Honorary Members. The Club may elect, in accordance with the standard Rotary Club constitution, honorary Members proposed by the Board. (12/19/2010)

Section 10 – Terminations. Members who fail to pay their dues according to these bylaws shall be subject to automatic termination. In addition the Board may terminate Members for good cause by a two-thirds majority vote, according to the procedures outlined in the standard Rotary Club constitution. (1/25/2012)

Article 14: Amendments

Section 1 – Requirements. These bylaws may be amended at any regular meeting of the Board, a quorum being present, by a two-thirds vote of the entire Board, provided that notice of such proposed amendment shall have been communicated to each Member at least ten days before such meeting. This notice requirement can be waived by a vote equal to two thirds of the entire Board, not just two thirds of those present. 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 or which is not permitted by non-profit corporations organized and existing under the laws of the State of Georgia. (2/26/2011)

Section 2 – Effective Date. Amendments to these bylaws become effective immediately, unless otherwise specified in the resolution adopting the amendment. Amendments shall be effective as fully as if they were written into the bylaws, and any portions of the pre-amendment bylaws in conflict with an amendment shall be void. (2/26/2011)

Section 3 – Procedures. All administrative decisions, policies, manual of procedure, practices, and similar documents, become void at the end of the Club year, unless specifically added to these bylaws. However, such documents are recommended to succeeding officers, Directors, and committee chairs as indicative of practices followed. (12/28/2010)

Article 15: Approved Amendments

Section 1 – None. All Board approved amendments have been incorporated into these bylaws as of September 16, 2024. (9/17/2024)

Article 16: Attachments

The attached internal control policies and procedures are attached but are not part of these Bylaws.

Link to Word document