

BY-LAWS OF
THE ROTARY CLUB OF PERRINE-CUTLER RIDGE/PALMETTO BAY

Adopted by the BOD on

ARTICLE I

Election of Directors and Officers

Section 1 - At the second regular meeting in November, nominations shall be called for by the presiding officer for candidates for the Board of Directors. The nominations may be presented by a Nominating Committee or by members from the floor, by either or by both, as the President may determine with approval of the Club. If it is determined to have a Nominating Committee, such Committee shall be appointed as the President may determine. These nominations shall be placed upon a ballot and voted for at the annual meeting. Such Board of Directors shall consist of ten (10) members who shall be elected as follows: The five (5) members of the existing board having one year of service or less as a member of such board shall continue to serve as such member for one (1) additional year beginning July 1st. Directors having served on the board for three (3) consecutive elected terms of two (2) years plus one (1) year appointed term for a total of seven (7) consecutive years shall be ineligible to serve on such board for a period of one (1) year, except President elect; Eligible nominees selected as provided herein shall be placed on a ballot and voted for at such annual meeting, and the five (5) candidates securing the highest number of votes shall be declared elected and shall serve a term on such board for two (2) years together with the five (5) directors of the existing board having an unexpired term of one (1) year or less remaining.

Section 2 - The Board of Directors-elect shall meet within one week after the annual meeting and shall elect from its members the following:

- (1) A president,
- (2) A vice-president,
- (3) A president elect,
- (4) A secretary and
- (5) A treasurer

The Secretary and Treasurer may or may not be members of the board. If not otherwise members of the board, the secretary and the treasurer elected at this meeting shall become members of the board, with full voting authority, in the year for which they

are elected to serve and shall have such responsibilities and privileges of membership thereon as any other board member.

Section 3 - A vacancy on the board of directors or any office shall be filled by the president, with Board approval.

Section 4 - A vacancy in the position of any officer-elect or director-elect shall be filled by the president-elect, with board-elect approval.

Section 5 - The Sergeant-at-Arms shall be appointed by the president and shall serve at the will of the president.

Section 6 - The immediate past president shall be an ex-officio member of the board.

ARTICLE II

Board of Directors

Section 1 - The governing body of this club shall be the Board of Directors, elected in accordance with Article I, Section 1, of these by-laws.

Section 2 - That the Board of Directors shall use Roberts Rules of Order to govern all of its meetings.

ARTICLE III

Duties of Officers

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

Section 2 - Vice-President. It shall be the duty of the vice-president to preside at meetings of the club and board in the absence of the president. The vice-president shall chair the new membership committee and shall perform such other duties as ordinarily pertain to the office of vice-president.

Section 3 - President Elect. It shall be the duty of the president elect to preside at meetings of the club and board in the absence of both the president and vice-president. The president elect shall be responsible for all fund raising activities of the club and shall perform such other duties as ordinarily pertain to the office of president-elect. 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 Rotary year. **Section 4** - 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 Rotary International, 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 Rotary International official magazine subscriptions; and perform such other duties as ordinarily pertain to the office of secretary.

Section 5 - Treasurer. It shall be the duty of the treasurer to have custody of all funds, accounting for same to the club annually and at any other time upon demand by the board, and to perform such other duties as pertain to his/her office. Upon his/her retirement from the office he/she shall turn over to his successor or to the president all funds, books of accounts, or any other club property in his/her possession.

Section 6 - Sergeant-at-Arms. The duties of the sergeant-at-arms shall be such as are usually prescribed for his office and such other duties as may be prescribed by the president or the board.

ARTICLE IV

Meetings

Section 1 - Annual Meeting. An annual meeting of this club shall be held on the first Tuesday in December in each year, at which time 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 Tuesdays at 12:15 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 monthly as called by the president.

Section 5 - Special meetings of the board shall be called by the president, whenever deemed necessary, notice having been given, or upon the request of two members of the board given three (3) days written notice. Votes by the Board of Directors may be taken by e-mail vote.

Section 6 - A majority of the board members shall constitute a quorum of the board.

ARTICLE V

Fees and Dues

Section 1 - The admission fee shall be \$ 50.00 to be paid by the applicant. Applicant shall be billed for missed quarterly banquet cost for the year.

Section 2 - The membership dues shall be set by the board for each year, per annum, fixed by the Board, due quarterly on the first day of July, October, January, and April, with the understanding that a portion of the dues (as determined by Rotary International) shall be applied to each member's subscription to THE ROTARIAN magazine, and banquet cost.

Section 3 - Dues (but not meals or special assessments) for the President, Secretary and Treasurer shall be waived during such time as they perform their jobs.

Section 4 - Meals (but not special assessments) for the Newsletter Editor shall be waived during such time as he/she performs his/her job.

Section 5 - If a member is granted a leave of absence by the Board of Directors, then meals are waived, but the member must still pay dues.

Section 6 - If a bill remains unpaid for 30 days, then a late fee of \$25.00 shall be charged, and the invoice shall be resent, marked past due and include the late fee.

Section 7 - If a bill remains unpaid for 60 days, a member shall be called by the Treasurer to find out if there is a problem (A member may be ask at that point to resign depending on the response, this decision shall be made by the Board of Directors).

ARTICLE VI

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. E-mail votes by the Club or Board of Directors may be taken if time is of the essence.

ARTICLE VII

Committees

The five (5) 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 New Generations. This club will be active in each of the five (5) Avenues of Service.

Club committees are charged with carrying out the annual and long-range goals of the club based on the four Avenues of Service. The president-elect, president, and immediate past president should work together to ensure continuity of leadership and succession planning. When feasible, committee members should be appointed to the same committee for three years to ensure consistency. The president-elect is responsible for appointing committee members to fill vacancies, appointing committee chairs, and conducting planning meetings prior to the start of the year in office. It is recommended that the chair have previous experience as a member of the committee. In addition the five (5) Avenues of Service committees the Club shall have standing committees as follows:

- Membership

This committee should develop and implement a comprehensive plan for the recruitment and retention of members.

- Public Relations

This committee should develop and implement plans to provide the public with information about Rotary and to promote the club's service projects and activities.

- Rotary International Foundation

This committee should develop and implement plans to support The Rotary Foundation through both financial contributions and program participation.

Additional ad hoc committees may be appointed as needed.

(a) The president shall be ex-officio a member of all committees and, as such, shall have all the privileges of membership thereon.

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

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

ARTICLE VIII

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 to appropriate RI materials.

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.

ARTICLE IX

Leave of Absence

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

ARTICLE X

Finances

Section 1 - A Budget committee shall be convened consisting of the current President, current Treasurer, President-Elect, Treasurer-Elect and any other interested party no later than April 30 of each year to draft a budget for the club to be presented at the May Board of Director's meeting including the incoming Board-elect for discussion and review. The budget shall be adopted by the Board-Elect at the June meeting of the Board of Directors.

Section 2 - The treasurer shall deposit all funds of the club into a bank to be named by the board.

Section 3 - All bills shall be paid only by check signed by two authorized signatories as determined by the Board of Directors. At no time shall related family members be authorized signatories.

Section 4 - The fiscal year of this club shall extend from July 1st to June 30th, and for the collection of members' dues shall be divided into four periods extending from July 1

to September 30, from October 1 to December 31, from January 1 to March 31, and from April 1 to June 30. The payment of per capita dues and magazine subscriptions to Rotary International shall be made on July 1st and January 1st of each year on the basis of the membership of the club on those dates.

Section 5 - The Treasurer shall reconcile all bank statements within 30 days of receipt of the monthly statement from the bank.

Section 6 - The Treasurer shall prepare monthly financial statements, which shall be presented at the BOD meetings and after review by the Board.

ARTICLE XI

Method of Electing Members

Section 1 - Active members -

(1) Any Member in good standing may propose a new member. The steps to be followed are as follows:

- a. Invite the prospective new member to a club luncheon meeting.
- b. At the conclusion of his/her second club luncheon meeting ask the prospect if he/she is interested in joining Rotary.
- c. If so, have the prospect fill out the Membership Proposal Form, and deliver it to the Club President or Secretary.
- d. The Club Secretary shall immediately send an e-mail to all club members, notifying them of the prospective member's application. The form of the notice shall be as follows:

Dear Rotarians:

Rotarian Jim Smith has proposed Ms. Janet Jones for membership in our club. Her information is as follows:

Name: Janet A. Jones
Occupation: Hair Stylist
Address: 1551 N. Main Street
Palmetto Bay, FL 33157

Any Rotarian objecting to Ms. Jones being inducted as a member of our club, must notify me by e-mail within three (3) days of the date this e-mail was sent.

- e. If no objections are filed with the Club Secretary, then the prospective member shall be inducted at the next regular

club meeting.

Section 2 - Honorary members -

(1) The Board of Directors may name Honorary members to the Club. Each honorary member's term shall be for one year and must be renewed each year by the new Board of Directors at their first meeting of the year.

ARTICLE XII

Resolutions

Section 1 - Resolutions or motions to commit this club on any matter shall not be considered by the club until it has been considered by the board, however, the Club shall be entitled to final say on all matters.

ARTICLE XIII

Rotary International Convention Expenses

A president-elect who is registered for and attends the annual convention of Rotary International shall received the sum of \$2,000.00 for domestic conventions and the sum of \$3,000.00 for international conventions, not including Canada and Mexico, to help defray cost.

ARTICLE XIV

Weekly Meetings

Order of Business of Weekly Meetings:

- Meeting called to order
- Invocation
- Pledge of Allegiance
- Lunch
- Introduction of visiting Rotarians
- Introduction of guest
- Happy Dollars
- Raffle
- Announcements
- Introduction of Guest Speaker
- Adjournment

ARTICLE XV

Board Meetings

Order of Business of Board of Directors Meetings:

- Call to order
- Secretary's report
- Treasurer's report
- Committee reports
- Old business
- New business
- Adjourn Board Meeting

Convene foundation board meeting when deemed necessary.

ARTICLE XVI

Amendments

These By-laws may be amended at any regular Board of Directors meeting, a quorum being present, by a two-thirds vote of all Board members present, provided that notice of such proposed amendment shall have been delivered to each Board member at least five days before such meeting. No amendment or addition to these By-laws can be made which is not in harmony with the Club Constitution and with the Constitution and By-laws of Rotary International.

ARTICLE XVII

Club Roster and Membership Information

The club roster and membership information (including e-mail information) is provided to the membership for the sole purpose of convenience for the membership to be able to contact one another for personal use or Rotary Club related use only. The use of the club roster and membership information by any member for business use or mass communications is strictly prohibited. The use of the club roster and membership information for any use by honorary members and non-members is prohibited and is protected. The sale (including open distribution) of the club roster and membership information is prohibited.

ARTICLE XVIII

Gender

The gender used herein shall be masculine or feminine, which ever is appropriate.