

Bylaws of the Rotary Club of Panama City Beach, Fl.

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. Quorum: One third of the club membership; a majority of directors for the Board.
5. RI: Rotary International
6. Year: The 12-month period that begins on 1 July.

Article 2 Board

The governing body of this club is the Board consisting of at a minimum, the president, immediate past president, president-elect, president nominee, secretary, treasurer, and sergeant at arms. In addition to these 7 officers, there will be a minimum of 4 directors who are customarily committee chairs. The total should be an odd number in case the president needs to cast a vote to break a tie.

Article 3 Elections and Terms of Office

Section 1 – In November of each year the board will form a nominating committee to select a vice-president. The committee would present its recommendation to the club. Nominations would also be accepted from the membership. A notice of nomination opportunity would be sent out and/or announced no less than two weeks prior to the election. Nominees must have previously agreed to serve if elected.

Section 2 – New officers will assume their office on July 1.

Section 3 – A vacancy of any officer or director position shall be filled by the remaining members of the board.

Section 4 - Terms of office for each role are as follows:

President- One year

Past President – One year

President-elect –One year

President Nominee - One year

Directors – One year

Treasurer – One year

Secretary – One year

Sergeant at arms- One year

4. Article Process For Elections

Section 1 – In November of each year, the sitting president will appoint a minimum of 4 directors to the next board. The members appointed must be willing to serve before accepting an appointment. Those members appointed will not become board members until July 1. Preference to committee chairs should be shown for these appointees.

Section 2 – The slate of directors will be presented to the club at the annual meeting which will be held in December. Nominations from the floor will also be accepted but no one will be allowed to accept a nomination unless they have agreed beforehand to serve if elected.

Section 3 – The board will usually be made up of a minimum of 11 members, namely the president, immediate past president, president-elect, president nominee, secretary, treasurer, sergeant at arms, plus a minimum of 4 directors.

Section 4 – In the event any of these board members become unable to serve, the board will immediately elect a replacement.

Section 5 – A vacancy of any officer-elect position of director-elect position shall be filled by the remaining members of the Board-elect.

Article 5 Duties of the Board

Section 1 – President. The president shall preside at club and board meetings and serve as a director.

Section 2 – Immediate Past President. The immediate past president shall serve as a director.

Section 3 - President Elect. The president-elect shall prepare for their year in office and shall preside at club and Board meetings in the absence of the president and serve as a director. The president elect will be the keeper of the club's by-laws ensuring the club in compliance.

Section 4 – President Nominee. The president nominee shall prepare for their year in office and serve as a director

Section 5 – Secretary. The secretary shall keep membership and attendance records and serve as a director

Section 6 – Treasurer. The treasurer shall oversee all funds and provide annual accounting of these funds, work with the budget committee, and serve as a director.

Section 7 – A director shall attend club and board meetings. Board members may perform additional duties as assigned.

Section 8 – Sergeant at arms shall meet and introduce all visitors at club meetings. Shall collect monies for “happy dollars”. Should be at the disposal of the president at all times for additional assigned duties. Should serve as a director.

Article 6 Meetings

Section 1 – Annual Meeting. An annual meeting of this club shall be held no later than 31 December to elect the officers and directors who will serve for the next Rotary year.

Section 2 – The regular weekly meetings of this club are held on Thursday at 12 noon. Reasonable notice of any change or cancellation of the regular meeting shall be given to all club members.

Section 3 – Board meetings are held each month. Special meetings of the Board are called with reasonable notice by the president or upon the request of two directors.

Section 4 – Board members should make a reasonable effort to attend all board meetings unless their absence is excused. Three non-excused absences in 6 months will be grounds for removal from the board.

Section 5 – All active members must make a reasonable effort to attend all weekly meeting.

Article 7 Fees and Dues

Section 1 – The admission fee, as established by RI and/or the club, shall be paid before the applicant can qualify as a member. The amount will be a minimum of \$50 and will be subject to change by the board.

Section 2 – Membership dues shall consist of RI per capita dues, subscription fees to The Rotarian, district per capita dues, club annual dues, meals, and any other Rotary or district per capita assessment. Club annual dues shall be in the amount determined by the board and will be subject to change each year. These dues statements will be rendered quarterly and should be paid in 30 days. Members not paying their dues in 60 days can be subject to removal from the club by action of the board.

Section 3 – The sitting president will be excused from all quarterly dues.

Section 4 – Each member will be expected to make a reasonable effort to make a contribution to the Rotary Foundation.

Article 8 Method of Voting

If the board decides that some business should come before the club, it can be conducted by voice vote, show of hands, or secret ballot at any regular meeting. A simple majority will cover most items, but our constitution requires a 66.7% majority vote with a quorum of the membership present in some instances.

Article 9 Committees

Section 1 – Club committees coordinate their efforts to achieve the club's annual and long-range goals. This club should have the following committees:

- Membership
- Rotary Foundation
- Club Development
- Club Programs
- International Service
- Community Service
- Interact
- Fund Raising
- Budget
- Administration
- Vocational Service

Section 2 –Additional committees may be appointed or deleted as needed.

Section 3 – The president shall be *ex officio* a member of all committees and, as such, shall have all the privileges of membership.

Section 4 – Except where special authority is given by the board, committees shall not take action until a report has been made and approved by the board. The president or the board shall refer additional business to a specific committee as needed

Section 5 – Each chair shall be responsible for regular meetings and activities of their committee, shall supervise and coordinate the work of the committee, and shall report to the board on all committee activities.

Article 10 Finances

Section 1 – Prior to each fiscal year, the budget committee shall prepare an annual budget of estimated income and expenditures.

Section 2 – The treasurer shall immediately deposit all club income into financial institutions designated by the board.

Section 3 – All accounts payable less than \$1,000 are to be paid immediately by the treasurer. Accounts exceeding \$1,000 must be approved by the board before payment and these checks will require two signatures.

Section 4 – Any question concerning a member's quarterly statement will need to be reported to the board, not the treasurer. When needed, appropriate action will be taken immediately.

Section 5 – A thorough review of all financial transactions shall be completed after the end of June each year by the budget committee.

Section 6 –A statement shall be provided to the board each month by the treasurer showing all deposits, expenditures, and account balances of the club's primary checking account.

Article 11 Method of Electing Members

Section 1 – A member shall provide a candidate's name to the Board. A transferring or former member of another club may also be proposed for membership by the former club. The proposal is kept confidential unless the Board instructs otherwise.

Section 2 – The Board shall insure that the candidate meets all of Rotary's membership requirements.

Section 3 – The Board shall approve or reject the candidate's membership within 30 days and shall notify the proposer of its decision.

Section 4 – If the decision of the board is favorable, the prospective member is invited to join the club, educated about Rotary and membership requirements, and asked to sign the membership proposal form and to allow his or her name and proposed classification to be conveyed to the club.

Section 5 – If no member of the club submits a written objection including reasons for the objection, to the Board within 7 days after the club is notified of the prospective member, that person, upon payment of any admission fees, is considered to be elected to membership. If an objection has been filed with the Board, the club shall vote on this matter at its next meeting. If approved despite the objection, the proposed member is elected to membership after any required admission fees are paid.

Section 6 – The club may elect honorary members proposed by the board. These honorary members may also be terminated at any time by action of the board.

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

Article 13 Advisory Committee

An Advisory Committee made up of the immediate four past-presidents will meet quarterly and provide informal guidance and advice to the current officers and directors as needed.

An Advisory Committee made up of the four past-presidents, chosen by current club president, will meet bi-annually and provide informal guidance and advice to the current officers and directors as needed.

Article 14 Reimbursements

The club may provide partial reimbursements to defray expenses for members that attend district training, district conferences, zone training, or any other official district or zone event. The board will determine the amount of these reimbursement requests after they evaluate the number attending, the cost of the event, as well as the amount budgeted for this. The reimbursement requests for registrations should be presented in writing to the board.

Any member of the club attending their 1st Rotary Leadership Institute meeting will be reimbursed 100% of their registration fee.

Article 15 Amendments

Changing the club bylaws requires that written notice be sent to each member 10 days before a meeting, that a quorum be present to vote, and that two-thirds of the votes support the change. Changes to these bylaws must be consistent with the Standard Rotary Club Constitution, the RI Constitution and Bylaws, and the Rotary Code of Policies.

All new members are to be given a copy of these bylaws if requested.

