

Bylaws of the Rotary Club of Pinellas Park

Revised September 10, 2019

Article 1: Election of Directors and Officers

Section I - 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, secretary, treasurer, and three (3) members of the board of directors. The nominations shall be presented by a nominating committee. The nominating committee will be all the past-presidents of the club with the most recent Past-President serving as Chairman. 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, secretary, and treasurer receiving a majority of the votes shall be declared elected to their respective offices. The three (3) candidates for director receiving a majority of the votes shall be declared elected as directors. The president elected in such balloting shall serve as a member of the board as president-elect for the year commencing on the first day of July next following the election and shall assume office as president on the first day of July immediately following the year of service on the board as president-elect.

Section 2 - The officers and directors, so elected, together with the immediate past president shall constitute the board of directors. Within one week after election the president-elect will select and the board will confirm some member of the club to act as sergeant-at-arms.

Section 3 - A vacancy in the board of directors or any office shall be filled by action of the remaining members of the board.

Section 4 - A vacancy in the position of any officer-elect or director-elect shall be filled by action of the remaining members of the board of directors-elect.

Article II: Board of Directors

The governing body of this club shall be the board of directors consisting of fourteen (14) members of this club, namely, nine (9) directors elected in accordance with article 1, section 1, of these bylaws, the president, president-elect, secretary, treasurer, and the immediate past president. A minimum of two (2) of the nine (9) directors will be past-presidents of the club.

Article III: Duties of Officers

Section I - 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 - President-elect. It shall be the duty of the president-elect to serve as a member of the board of directors of the club and to perform such other duties as may be prescribed by the president or the board.

Section 3 - Past-President. It shall be the duty of the past-president to preside at meetings of the club and board in the absence of the president and to perform such other duties as ordinarily pertain to the office of Past -President.

Section 4 - Secretary. It shall be the duty of the secretary to keep the records of membership, record the attendance at meetings, send out notices of meetings of the club, board and committees, record and preserve the minutes of such meetings, make the required reports to RI, including the semiannual reports of membership on January 1st and July 1st 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, the report of changes in membership, the monthly report of attendance at the club meetings, which shall be made to the district governor within 15 days following the last meeting of the month, collect and remit to RI subscriptions to The Rotarian, and perform such other duties as usually 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 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 6 - Sergeant-at-Arms. The duties of the sergeant-at-arms shall be such as are usually prescribed for such office and such other duties as may be prescribed by the president or the board.

Article IV: Meetings

Section I - Annual Meeting. An annual meeting of this club shall be held on the 1st Thursday in December of each year, at which time the election of officers and directors to serve for the ensuing year shall take place.

Section 2 - The regular weekly meetings of this club shall be held on Thursday at 12:15 P.M. 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 by the board of directors of this club, pursuant to article VIII, section 2 of 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, attends and participates in a club service project or a club-sponsored community event or meeting authorized by the board.

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, the day and time to be determined by the current President of the Club. Special meetings of the board shall be called by the president, whenever deemed necessary, or upon the request of two (2) members of the board, due notice having been given.

Section 5 - A majority of the board members shall constitute a quorum of the board.

Article V: Fees and Dues

Section I – Individual and Corporate Memberships: The admission fee shall be \$25.00 to be paid before the applicant can qualify as a member.

Section 2 – Individual Memberships: Dues shall consist of RI per capita dues, subscription fees to *The Rotarian*, district per capita dues, club annual dues, and any other Rotary or district per capita assessment. The membership dues of the club shall be \$50.00 per quarter, payable on the first day of each quarter.

Section 3 – Corporate Memberships: Dues for the Executive Member shall consist of RI per capita dues, subscription fees to The Rotarian, district per capita dues, club annual dues, and any other Rotary or district per capita assessment. The Executive Member's dues shall be \$50.00 per quarter, payable on the first day of each quarter. The CM will be obligated to pay the Quarterly meal costs for the Executive Member. The Associate members will be able to attend the Club meetings in place of the Executive Member using the Executive Member's meal credit. If more than one member of the CM attends a meeting, all but one member will be charged for their meal.

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. Corporate Members are entitled to only one vote by the Executive Member.

Article VII: Avenues of Service and Committees

The Avenues of Service are the philosophical and practical framework for the work of the club. As such, committees will represent each of the avenues of service.

The president shall, subject to the approval of the board, appoint the following standing committees:

Club Service committee
Vocational Service committee
Community Service committee
International Service committee
New Generations Service committee

(a) The president shall, subject to the approval of the board, also appoint the following standing committees or committees that have the same function as:

Membership

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

Public Image

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.

Administration

This committee should conduct activities associated with the effective operation of the club.

Service Projects

This committee should develop and implement educational, humanitarian, and vocation projects that address the needs of its community and communities in other countries.

The Rotary Foundation

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

(b) All other subcommittees are optional.

(c) The club service committee, vocational service committee, community service committee, and international service committee shall each consist of a chairman, who shall be named by the president from the membership of the board, and not less than two (2) other members.

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

(e) Each committee shall transact such business as is delegated to it in the 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 to the board and approved by the board.

(f) Where feasible and practicable in the appointment of such committees, there should be provision for continuity of membership, either by appointing one or more members for a second term or by appointing one or more members to a two-year term.

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 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.

Article IX: 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 a specified length of time.

(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 X: Finances

Section I — 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 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 bylaws 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 on 1 July and 1 January of each year on the basis of the membership of the club on those dates.

Section 7 — Upon dissolution of this club, all remaining funds shall be turned over to the Rotary District 6950 to be used by the District for community and charitable purposes.

Article XI: Kinds of Membership

Section 1. Active Membership

- A. Individual – Adult persons who demonstrate good character, integrity, and leadership.
- B. Corporate – The intent of the Corporate Membership category is to increase the Club’s ability to attract and retain a qualified and diverse professional base within the community. A corporate member shall be a reputable and established business, corporation, institution or government entity (hereafter CM). Corporate membership allows a Corporation or Company located in the Club’s area to become a member of the club and to appoint a primary member who can vote on Club matters and serve as a Club officer or on Club committees. Up to three (3) additional members, who can be managerial or key individuals of the CM, may be appointed as associate members to attend Club meetings, serve on projects or on Club committees.

Section 2. Honorary Membership

Article XII: Method of Electing Members

Section I – Active Membership

- A. Individual: The name of a prospective member, proposed by an active member of the club, shall be submitted to the board in writing, through the club secretary. A transferring or former member of another club may be proposed to active membership by the former club. The proposal for the time being shall be kept confidential except as otherwise provided in this procedure.
 - a. The board shall ensure that the proposal meets all the classification and membership requirements of the club constitution.
 - b. 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.
 - c. 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 (including the kind of membership proposed), following which the prospective member shall be requested to sign the membership proposal form and to permit his or her name and proposed classification (if active membership) to be published to the club.
 - d. If no written objection to the proposal, stating reasons, is received by the board from any member (other than honorary) of the club within seven (7) days following publication of information about the prospective member, that person, upon payment of the admission fee (if not honorary membership), as prescribed in these bylaws, shall be considered to be elected to membership.
 - e. 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.
 - f. 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.
- B. Corporate Membership:
 - a. Designees: Once an Entity becomes an eligible CM through the established approval process, it may appoint an Executive Member. The Executive Member must be a Senior Executive of the CM and be approved through the approval process established by the Club. Once approved, the executive member can select up to three (3) associate members who can be managerial or key individuals of the CM. They must also be approved through the approval process established by the Club.
 - b. Changing Designees: The CM will be able to replace an Executive Member and/or Associate Member as required, through the approval process established by the Club.
 - c. Inductions: Corporate members and their associate members will be formally inducted into the Club the same as Individual members.

- d. Classification: The Classification of the Eligible CM and its associate members will be established by the Club. Name Badges will reflect the Classification.
- e. Attendance: the CM is expected to adhere to the Club's attendance policy. The Associate members can attend a meeting in the place of the Executive member, help with Club projects, fundraisers and attend Club socials.
- f. Rotary International Registration: The Executive Member shall be listed on the Rolls of Rotary International as the official member of the Club. He or she shall have the ability to hold office, be a Board Member and vote on all Club matters.
- g. The Associate Members are not recorded as part of our formal club membership or with District 6950 or Rotary International, although they are acknowledged as part of the Club through the CM.
- h. Conversion Process: An Associate member, while still a member of the CM, may convert to an Individual Membership under the same approval process of a new member. Should an Executive Member or Associate member leave the CM, the member may request to join the club as an Individual Member.
- i. Participation in Youth Activities: The Executive and Associate members are expected to abide by all restrictions, policies, and procedures with respect to club activities involving youth.
- j. Termination: The process for terminating the membership of an Executive Member, an Associate member or the CM will be determined by the Club.

C. Honorary Membership:

- a. Persons who have distinguished themselves by meritorious service in the furtherance of Rotary Ideals and those persons considered Friends of Rotary for their permanent support of Rotary's causes may be elected to honorary membership in this Club.

Article XIII: Resolutions

No resolution or motion to commit this club on any matter shall be considered by the club until it has been considered by the board. Such resolutions or motions, if offered at a club meeting, shall be referred to the board without discussion.

Article XIV: Order of Business

- Meeting called to order
- Pledge of Allegiance, Song, and Prayer
- Buddy System - Introduction of visiting Rotarians and guests.
- Sergeant-At-Arms - Fund Raising, Events, Fines
- Club Announcements
- Club Program
- 4 — Way Test
- Adjournment

Article XV: 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 or delivered 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.

Original 12/15/95; Revised 04/11/00; Revised 10/09/01; Revised 11/02/02; Revised 10/19/10; Revised 07/01/13; Revised 10/13/15; Revised 9/10/19