

Bylaws of the Rotary Club of North Port Central (#24681)

Consistent with the Rotary International Constitution and Bylaws, the Standard Rotary Club Constitution, and the Rotary Code of Policies, the foregoing constitutes the Bylaws of the Rotary Club of North Port Central (“the Club”).

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Article 1

Definitions –

1. Board: The Board of Directors of the Club
2. Director: A Director on the Club’s Board
3. Officer: An Officer on the Club’s Board
3. Member: A Member, other than an honorary member, of the Club

4. Quorum: The minimum number of individuals who must be present when a vote is taken is as follows: one-third of the Club's Members present at a general Club meeting for Club decisions, and a majority of the Directors/Officers present at a general or special meeting of the Board for Board decisions, unless otherwise expressly provided below.

5. RI: Rotary International

6. Year: The 12 months beginning July 1 of any given year.

Article 2

Board of Directors:

Section 1 — The governing body of this Club is its Board of Directors, which is comprised of, at the minimum, the following Officers: President, Immediate Past President, President-Elect, Secretary, and Treasurer. In addition, from time to time, the Board may have additional members, as the Board so decides, such as a President-Nominee, Sergeant-at-Arms, or any other Directors.

Article 3

Elections and Terms of Office:

Section 1 — One month before elections, Members may nominate candidates for President, President-Elect, Secretary, Treasurer, and any other open Director positions. These nominations may be presented by a Nominating Committee, by Members from the floor at a general Club meeting, or both.

Section 2 — The candidate who receives a majority of the votes by the Club's members for a particular office is declared elected to that office.

Section 3 — If any Officer or Director of the Board vacates their position, the Board's remaining members will appoint a replacement to fill that member's vacancy until the following election period. The Officer or Director filling that vacancy position will be automatically nominated to that position for the next election period unless the Board's quorum decides to the contrary or the Director filling the vacancy position declines the nomination.

Section 4 — Unless a quorum of the Board of Directors decides otherwise or a given Officer or Director vacates the position, the terms of office for each Officer or Director are as follows:

President one year*

President-Elect one year

Treasurer two years

Secretary two years

Sergeant-at-Arms two years

Director two years

*When a successor is not elected, the current President's term may be extended for up to one year.

Section 5 — The President will appoint a Nominating Committee to nominate members for a position on the Board. The Nominating Committee shall comprise three (3) Officers and/or Directors on the Board when nominating for an election. The Nominating Committee shall be responsible for selecting a member for each Board position open for election to be put to the vote by a quorum of the Club members at the general Club meeting.

Article 4

Duties of the Officers and Directors:

Section 1 — The President presides at club and board meetings.

Section 2 — The Immediate Past President serves as a Director on the Board.

Section 3 — The President-Elect prepares for their year in office and serves as a Director.

Section 4 — The President-Elect presides at Club and Board meetings when the President is absent.

Section 5 — A Director attends Club and Board meetings and is a voting member of the Board.

Section 6 — The Secretary keeps membership and attendance records, prepares minutes of the Board meetings, and performs administrative tasks as necessary to the Board's function.

Section 7 — The Treasurer oversees all funds, handles all Club bank accounts, and provides an accounting of funds through a monthly Treasurer's Report to be presented to the Board for acceptance at Board meetings.

Section 8 — The Sergeant-at-Arms maintains order in Club meetings. Any Officer can obtain assistance with their tasks from a member of the Club with the approval of the Board's quorum. Suppose any Officer must be absent from the Club for a substantial period as determined by the Board. In that case, the Officer is responsible for securing a replacement to cover their duties during the absence, with Board approval of the replacement.

More specific information on the roles and responsibilities of club officers may be detailed in Rotary Club leader manuals.

Article 5

Meetings:

Section 1 — An annual meeting of the Club is held no later than December 31 of any given year to elect the Officers and Directors who will serve on the Board for the next Rotary year.

Section 2 — The Club generally meets weekly on Wednesdays at noon at Heron Creek Golf and Country Club in North Port, Florida, except the last Wednesday of the month, where instead of the noon meeting, the Club meets for a social at 5:30 p.m. at an announced location at the previous regular meeting. The time and place of the Club's meeting may be changed at any time at the behest of the current President. Reasonable notice of any change or cancellation of any regular meeting will be given to all Club members.

Section 3 — Board Meetings are held each month as scheduled by the current President. In addition, special meetings of the Board are called, with reasonable notice, by the President or upon the request of two Officers or Directors.

Article 6

Dues:

Annual Club dues are \$270.00 or any other amount directed by Rotary International guidelines adopted at any given time. The Club dues are paid to the Treasurer by check payable to the "Rotary Club of North Port Central" or by credit/debit card payment in two equal payments due in December and July. Annual Club dues include RI per capita dues, subscriptions to an official magazine, district per capita dues, Club fees, and any other Rotary or district per capita assessment.

Article 7

Method of Voting:

The business of this Club is conducted by voice vote or a show of hands except in the election of Officers and Directors, which is conducted by ballot. The Board may also provide a ballot for a vote on some resolutions.

Article 8

Committees:

Section 1 — This Club's committees comprise those listed in Article 11, section 7, of the Standard Rotary Club Constitution (Club Administration, Membership, Public Image, Foundation, and Service Projects) and any other committees established by the Board's quorum in any given year.

Section 2 — The President is an ex-officio member of all committees.

Section 3 — Each committee's chair is responsible for the regular meetings and activities of the committee, supervises and coordinates its work, and reports to the Board on all committee activities.

Article 9

Finances:

Section 1 — Before each fiscal year starts, the Board prepares an annual budget of estimated income and expenditures.

Section 2 — The Treasurer deposits Club funds in a financial institution or institutions designated by the Board, divided into two accounts — one account for Club operations and one for foundation/service projects.

Section 3 — Bills are paid by the Treasurer or other designated Officer and approved by two (2) 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 — Club members may receive an annual financial statement of the Club at a general assembly of the Club members. A mid-year Financial Report, with current and previous year income and expenses, is presented at the annual meeting of the Club.

Section 6 — The fiscal year for the Club is from July 1 to June 30.

Article 10

Membership:

Section 1 — A member may propose a candidate for membership to the Board or the Club.

Section 2 — By a quorum vote, the Board may approve or reject the candidate's membership to the Board and/or the Club within 30 days of the proposal and notify the proposing member of its decision.

Section 3 — If the Board approves the candidate's membership to the Board or Club, the prospective member is invited to join the Board or the Club.

Section 4 — This Club may elect honorary members for terms set by the Board, who shall:

(a) be exempt from paying dues;

(b) not vote;

(c) not hold any club office;

(d) not hold classifications; and

(e) be entitled to attend all meetings and enjoy all other privileges in the Club, but have no rights or privileges in any other club except to visit without being a Rotarian's guest.

Section 5 — Termination of Member:

(a) The Board may terminate the membership of any member who ceases to have the qualifications for Club membership or any good cause by a vote of at least two-thirds of the Board members present and voting at a meeting called for that purpose. The guiding principles shall be Article 8, Section 1 of the Rotarian Code of Conduct, The Four-Way Test, and the high ethical standards of a Rotarian.

(b) Before the Board acts under subsection (a) of this section, the member shall be given at least ten days written notice and an opportunity to respond in writing to the Board. Notice shall be delivered in person or by registered letter to the member's last known address. In addition, the member has the right to appear before the Board to state their case.

Section 6 — Right to Appeal, Mediate, or Arbitrate Termination:

(a) Within seven days after the Board's decision to terminate or suspend membership, the Secretary shall notify the member in writing. Within 14 days after the notice, the member may give written notice to the Secretary of an appeal to the Club or a request for mediation or arbitration. The procedure for mediation or arbitration is provided in Article 17 of the Rotary International Constitution.

(b) In the event of an appeal, the Board shall set a date for the hearing at a regular Club meeting held within 21 days after receipt of the notice of appeal. At least five days written notice of the meeting and its unique business shall be given to every member. Only Members shall be present when the appeal is heard. The action of the Club is final and binding on all parties and shall not be subject to arbitration.

Section 7 — Board action shall be final if no appeal to this Club is taken and no arbitration is requested.

Section 8 — A Member's resignation from this Club shall be addressed to the President or Secretary in writing. The Board shall accept the resignation unless the member owes a debt to this Club.

Section 9 — Any person whose club membership is terminated shall forfeit all interest in any funds or other property of this Club if, under local laws, the member acquired any right to them upon joining the Club.

Article 11

Amendments:

Section 1 — These bylaws may be amended at any regular Club meeting by written notice to each Club member 21 days before the meeting and approved by two-thirds of the votes at a quorum of the Club present for the vote.