## BYLAWS OF

## THE ROTARY CLUB OF

## NORTHWEST JACKSONVILLE

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## NORTHWEST JACKSONVILLE

**Article 1 Definitions**

1. Board: The Board of Directors of this club.

2. Director: A Director on this club’s Board.

3. Member: A member, other than an honorary member, of this club.

4. Quorum: The minimum number of participants who must be present when a vote is taken: one-third of the club’s members for club decisions and a simple majority of the Directors for club Board decisions.

5. RI: Rotary International.

6. Year: The 12-month period beginning 1 July.

7. President-elect The member elected to become President on July 1

7. President-nominee The member elected to become Vice President/President- elect on July 1

**Article 2 Board**

The governing body of this club is its Board of Directors, consisting of the President, immediate past President, vice President (a.k.a. President-elect), secretary, treasurer, sergeant-at-arms, program committee chair, community service committee chair and the membership committee chair.

**Article 3 Elections and Terms of Office**

Section 1 —Elections shall take place at the club’s Annual Meeting in December. One month before elections, a nominating committee shall announce members nominated for vice President (President-nominee), secretary, treasurer, sergeant-at-arms and any open Director positions. Nominations may also be presented by members in writing to the Board. The nominating committee shall be chaired by the vice President/President-elect and consist of at least 2 other members selected by the chair.

Section 2 —The candidate who receives a majority of the votes for each office at the meeting is declared elected to that office.

Section 3 — If **any officer or Board member vacates their position, the remaining members of the Board will appoint a replacement.**

Section 4 — **If any officer-elect or Director-elect vacates a position, the members of the Board-elect will appoint a replacement.**

Section 5 —The term of each office is one year unless the club shall not be able to identify a member to assume an office at the end of any year, in which case the incumbent shall remain in office until a successor can be identified.

**Article 4 Duties of the Officers and Directors**

Section 1 — The President shall

* Preside at club meetings and Board meetings
* Appoint Avenue Directors and Club Committees
* Create ad hoc committees as needed
* Agree to serve one year on the Board of Directors as Immediate-Past President at the end of term as President
* Meet with other Jacksonville Rotary club Presidents periodically
* Attend most club events and the annual district conference and assembly

Section 2 —The Immediate-past President shall

* Serve as a Director on the Board

Section 3 —The Vice President (a.k.a. President-elect) shall

* Preside at club meetings and Board meetings in the absence of the President
* Attend President-Elect Training Seminar (PETS)
* Assist the President in the administration of the club
* Attend most club events
* Attend the international convention prior to serving as President
* Serve as a Director on the Board

Section 4 —The Secretary shall

* Maintain all membership and attendance records other than financial records
* Provide internal and external communication including a weekly bulletin and other reports to members, the Rotary District and Rotary International
* Provide web access to club information for members and prospective members including upcoming speakers and functions
* Record the minutes of Board meetings and the annual meeting
* Produce and send bills to members at least quarterly
* Notify the Board of members who are delinquent in attendance or dues
* Solicit agenda items from members for regular meetings and Directors for Board meetings and produce an agenda
* Serve as a Director on the Board

Section 5 —The Treasurer oversees all funds including the billing and collection of amounts due from members and provides an accounting of them.

* Maintain a bank account with two signatures required
* Determine amounts due from members, disburse funds and provide an accounting of all financial activity
* Provide member account transaction and balance information to the secretary for delivery of billing to members
* Assist in collecting outstanding balances
* Serve as a Director on the Board

Section 6 —The Sergeant-at-Arms shall

* Maintain order in club meetings
* Communicate meeting times with management of meeting location
* Make arrangements for proper number of tables and seats
* Ensure that the member badges, visitor name tags, flag(s), club banners, bell, gavel, podium and A/V equipment are present at meetings
* Make arrangements for someone to offer the invocation and lead the pledge
* Record and communicate to the secretary the attendance of club members and guests
* Serve as a Director on the Board

Section 7 —Additionally, members either elected as a Director or appointed by the President as chair of the membership, program or service committee shall all serve as Directors by

* Attending Board meetings
* Serve as an Avenue Director if asked to do so by the President

**Article 5 Meetings**

Section 1 —An Annual Meeting of this club shall be held the first club meeting in December to elect the officers and Directors who will serve for the next Rotary year.

Section 2 —This club meets as decided by the Board, which at this time is Tuesdays at 9:00 AM by ZOOM. Reasonable notice of any change or cancellation of the regular meeting will 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.

**Article 6 Dues & Charity Contributions**

**Annual club dues are** determined by the Board and may be changed by the Board at any time. The Board shall have sole discretion to determine the dues necessary to meet the costs associated with any and all expenses including, but not restricted to, RI per capita dues and assessments, **subscriptions to an official RI magazine**, District 6970 per capita dues and assessments, administration of the Club, the meeting place, food and beverage, or any charges deemed necessary at the sole discretion of the Board**. Members shall also be responsible for paying charitable contributions to the Club to be disbursed to the Rotary Foundation and other charities as determined at the sole discretion of the Board. Dues and charity contributions shall be paid quarterly in advance.**

**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 shall be conducted by ballot. The Board may also provide a ballot for a vote on some resolutions.

**Article 8 Committees**

Section 1 —This Club “should have the following committees” listed in article 11, section 7, of the Standard Rotary Club Constitution, which are as follows:

Club Administration

Membership – The chair of this committee shall

* Adopt a Membership Proposal form and standards for acceptance
* Propose/Adopt procedure for membership acceptance
* Consider/Approve/Reject applicants
* Conduct Fireside Chats for accepted applicants
* Promote member education
* Promote member retention
* Promote Rotary membership to the community
* Serve as a Director on the Board

Public Image

Rotary Foundation

Service Projects - The chair of this committee shall

* Research potential projects to present to the Board and membership
* Implement the projects
* Arrange for speakers from community service organizations to speak
* Appoint Youth Service Sub-committee Chair
* Serve as a Director on the Board

Section 2 —The Club shall have these additional committees:

Program - The chair of this committee shall

* Solicit input on the types of speakers in which the members are interested
* Invite speakers and make them aware of the guidelines (time available, no selling products and services, no politics, A/V capabilities)
* Greet the speaker and introduce the speaker and thank the speaker
* Serve as a Director on the Board

Social

Charity

Section 3 —The President or Board may create additional ad hoc committees at their discretion

Section 4 —The President is an ex officio member of all committees.

Section 5 — 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 shall prepare an annual budget of estimated income and expenditures.

Section 2 — The Treasurer shall deposit club funds in a financial institution or institutions approved by the Board.

Section 3 — Charity funds received from members and others shall be first deposited into the club’s operating account and then directed expeditiously to the Rotary District 6970 York Fund, a 501c3 charitable entity, designated as monies of the Club until they are disbursed to the chosen charities.

Section 4 — Checks issued by the Club shall require two signatures of the following officers: president, vice president, treasurer, secretary and sergeant-at-arms.

Section 5 — A qualified person shall conduct a thorough annual review of all financial transactions.

Section 6 —Club members will receive an annual financial statement of the club. A mid-year financial report, with current and previous year income and expenses, shall be presented at the annual meeting.

Section 7 — The Rotary calendar year and the club fiscal year are from 1 July to 30 June.

**Article 10 Method of Electing Members**

Section 1 — A member shall propose a candidate, or another club proposes one of its current or former members, for membership to the Board by completing the application form designated by the Board.

Section 2 — The Board shall approve or reject the candidate’s membership within one month.

Section 3 — If the Board approves the candidate’s membership, the candidate’s name and proposed classification shall be promptly communicated to the club’s members. Objections received within one week of notification and containing sufficient cause for concern shall be heard by the Board. The Board shall affirm or overturn its previous decision within one week of hearing the grounds for objection.

Section 4 — The Board shall immediately notify the proposing member of its decision. If approved, a letter of invitation shall be mailed to the candidate. The candidate shall commit in writing to accept the invitation to join the Club within two month of receiving the invitation. The candidate shall be required to attend an informational session and pay the initiation fee prior to induction. Failure to attend the informational session and pay the initiation fee and be inducted within three months of the invitation to join shall make the invitation to join void.

**Article 11 Amendments**

These bylaws may be amended at any regular club meeting. Changing the club’s bylaws requires sending written notice to each member 14 days before the meeting, having a quorum present for the vote, and having 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.