

Bylaws of the Rotary Club of FLEMING ISLAND

Contents

Article I	Definitions	2
Article 2	Board.....	2
Article 3	Election of Directors and Officers	2
Article 4	Duties of Officers.....	2
Article 5	Meetings.....	3
Article 6	Fees and Dues	3
Article 7	Method of Voting.....	3
Article 8	Five Avenues of Service and Areas of Focus	3
Article 9	Leave of Absence.....	3
Article 10	Finances	3
Article 11	Method of Electing Members	4
Article 12	Conflict of Interest	4
Article 13	Resolutions.....	4
Article 14	Amendments	4
STANDARD ORDER OF PROCEDURES (SOP)		5
	Meetings.....	5
	Socials	5
	Club Awards	5
	Membership – Transfers	5
	New Member Process	6
	Membership Fees and Dues	6
	Standing Committees and Chairs.....	7
	Duties of Subcommittees	7



Bylaws of the Rotary Club of FLEMING ISLAND

Effective August 15, 2018

Article I Definitions

1. Board: The Board of Directors of this club
2. Director: A member of this club's Board of Directors
4. Member: A member, other than an honorary member, of this club
5. RI: Rotary International
6. Year: The twelve-month period that begins on 1 July

Article 2 Board

The governing body of this Club shall be its board. The board shall be duly elected in accordance with Article 3, Section 1 of these bylaws. Board members shall include the Club President, President-Elect, Secretary, Sergeant-at-Arms, Immediate Past President, Club Treasurer, and directors. Additionally, the Club President may at her or his discretion also appoint a board approved Board Advisor to serve a term concurrent with the appointer. The Board Advisor shall report and serve as "non-voting" members of the board. No board member may simultaneously occupy multiple board positions. In the event of a tie-vote The Club President will have the deciding vote on the motion or resolution

Article 3 Election of Directors and Officers

Section 1 – A nominating committee shall be formed at the August board meeting each year. Such committee shall be chaired by the Immediate Past President and shall include the Club President, President-Elect, and 4 members-at-large who are not current board members and who have been randomly selected by lottery and approved by the board. The nominating committee chairperson shall present nominees for board members at a regular meeting at least 4 weeks prior to the annual meeting. The nominations duly made for each office or director to be filled shall be announced to membership verbally and in writing at not less than 4 separate club meetings prior to the election at the annual meeting. Club members may submit alternate nominations to the nominating committee chairperson not less than 2 weeks prior to the annual meeting. Membership will vote for duly nominated nominees at the annual meeting. All board members are elected for a term of 1 year, beginning the first day of July.

Section 2 – The officers and directors, so elected, shall constitute the board.

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

Section 4 – A vacancy in the position of president elect should be filled by action of the nominating committee (as described Article 3, section 1), presented to the club no less than 2 weeks prior to a vote by the club members at a regular club meeting.

Article 4 Duties of Officers

Section 1 – *President*. It shall be the duty of the president to preside at meetings of the club and the board and to perform 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 director and to perform such other duties as may be prescribed by the president or the board.

Section 3 – *Secretary*. It shall be the duty of the secretary to keep membership records; send out notices of club and board meetings; record and preserve the minutes of such meetings; report as required to RI, 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 no later than the 15th day of the month following; collect and remit RI official magazine subscriptions; and perform other duties as usually pertain to the office of secretary.

Section 4 – *Sergeant-at-Arms.* The duties of the sergeant-at-arms shall be such as are usually prescribed for such office and other duties as may be prescribed by the president or the board --- record attendance at regular club meetings and assemblies, report attendance to the club secretary no later than the 7th day of the month following, maintain club effects and equipment.

Section 5 – *Treasurer.* It shall be the duty of the treasurer to have custody of all funds, accounting for it to the club annually and to the board of directors at monthly board meetings; submit IRS Form 990 in a timely fashion; and to perform other duties as pertains 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.

Article 5 Meetings

Section 1 – *Annual Meeting.* An annual meeting of this club shall be held on the **2nd January meeting** in each year, at which time the election of officers and directors to serve for the ensuing year shall take place.

Section 2 – The club shall meet once a week. Due notice of any changes in or canceling of the regular meeting shall be given to all members of the club.

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 once a month. Special meetings of the board shall be called by the president, whenever deemed necessary, or upon the request of two (2) directors, due notice having been given.

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

Article 6 Fees and Dues

Section 1 – *Members pay an initial administration fee. Dues are paid in advance, set in Standard Order of Procedures*

Section 2 - *Termination — Non-payment of Dues.* Any member failing to pay dues within thirty (30) days after the prescribed time shall be notified in writing by the secretary at the member's last known address. If the dues are not paid on or before ten (10) days of the date of notification, membership may terminate, subject to the discretion of the board. The board may reinstate the former member to membership upon the former member's petition and payment of all indebtedness to this club.

Article 7 Method of Voting

The business of this club shall be transacted *viva voce* (*voting conducted by vocal assent*). The board may determine that certain business be considered by board approved methods of secret ballot.

Article 8 Five Avenues of Service and Areas of Focus

The five 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 Service. This club will strive to be active in each of the five Avenues of Service. Areas of focus are: Peace and conflict prevention/resolution, Disease prevention and treatment, Water and sanitation, Maternal and child health, Basic education and literacy, Economic and community development.

Article 9 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.

(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 10 Finances

Section 1 – 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. Once completed, the budget shall be provided to all club members.

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 the President, the President Elect or the Immediate Past President.

Section 4 – A thorough review of all financial transactions by a club member shall be made annually. These members should be randomly selected by lottery, and may not be a board member. A report shall be presented at a club meeting. Any board member may request additional review at any time subject to board approval.

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 Jan to 31 Dec, and for the collection of members' dues shall be divided into four (4) quarterly periods extending from 1 Jul to 30 Sep, 1 Oct to 31 Dec, 1 Jan to 31 Mar, and 1 Apr to 30 Jun. 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.

Article 11 Method of Electing Members

Section 1 – The name of a prospective member, proposed by an active member of the club, shall be submitted to the board in writing through the director of membership development. A transferring or former member of another club may be proposed to active membership by the former club if confirmed of being in good standing with the previous club. The proposal shall be kept confidential except as otherwise provided in this procedure.

Section 2 – The board shall ensure that the proposal meets all the classification and membership requirements of the standard Rotary club constitution.

Section 3 – The board shall approve or disapprove the proposal within 30 days of its submission and shall notify the proposer, through the director of membership development, of its decision.

Section 4 – 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, following which the prospective member shall be requested to sign the membership proposal form and to permit his or her name and proposed classification to be published to the club.

Section 5 – 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. 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.

Section 6 – Following the election, the president-elect shall arrange for the new member's induction, membership card, and new member Rotary literature. In addition, the 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.

Section 7 – The club may elect, in accordance with the standard Rotary club constitution, honorary members proposed by the board. Honorary membership is valid only for the current Rotary year.

Article 12 Conflict of Interest

The Club shall adopt, implement and maintain a Conflict of Interest policy consistent with the requirements of Section 501(c)(3) of the Internal Revenue Code.

Article 13 Resolutions

The club shall not consider any resolution or motion to commit the club on any matter until the board has considered it. Such resolutions or motions, if offered at a club meeting, shall be referred to the board without discussion.

Article 14 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 communicated 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.

STANDARD ORDER OF PROCEDURES (SOP)

For the Rotary Club of Fleming Island

The current board may add, remove or change the club's SOP. Changes should be communicated with the club in writing.

Meetings

The club meets once a week Wednesdays 7:15-8:15am at Eagle Harbor Clubhouse – except the first Wednesday of the month.

The club meets once a month for dinner or other outing in lieu of the first Wednesday's meeting.

Breakfast is free for club member's spouses/partners. Breakfast is free for potential members. Visiting Rotarians and additional family members/friends pay the regular meal fee. The fee for breakfast is \$12.00

Socials

A cost/plate for each social should always be set and communicated before any event. Socials can be free for member, or for member + one family member. A fee will be billed for member's additional guest.

Club Awards

Section 1 – Members of the club who have distinguished themselves among their club peers through effort(s) and/or service(s) which result in primary benefit to the club shall be officially recognized by the club. To this end, a Rotarian of the Quarter and a Rotarian of the Year shall be recognized per Sections 2 and 3 below, respectively. Recipients of such recognition must be current members in good standing of the club. Further, said members' distinguishing effort(s) and/or service(s) must have taken place while a member in good standing of the club. No limit shall be imposed with regard to the incidence or cumulative total of incidences of recognition of any properly identified individual member in good standing of the club.

Section 2 – A Rotarian of the Quarter can be nominated by any club member. The club president shall preside over the nomination process. The President, President Elect and Immediate-Past President are not eligible, and they will vote on nominations. The recipient's name and the quarter of recognition shall be engraved on a current perpetual plaque dedicated to recipients of Rotarian of the Quarter recognition, and said plaque shall be considered property of the club. The nomination and vote should be done in the beginning of the recognition quarter.

Section 3 – A Rotarian of the Year shall be elected by simple majority of the club membership via secret ballot. Any member in good standing of the club is eligible for election as Rotarian of the Year. The president-elect shall preside over related secret balloting and election, and shall insure the fairness, integrity, and timely conclusion of the process. The process shall begin no earlier than the second regular meeting each April and shall be concluded no later than the second regular meeting each May. Election results shall be maintained in confidence by the president-elect until such time as the elected member is recognized. Duly elected recipients of this award shall be recognized during the first installation banquet following election. The recipient's name and the year of recognition shall be engraved on a current perpetual plaque dedicated to recipients of Rotarian of the Year recognition, and said plaque shall be considered property of the club. Additionally, the president-elect shall arrange for that year's Rotarian of the Year to receive a \$1,000 Paul Harris Fellowship that is presented to the recipient alongside the aforementioned and properly engraved perpetual plaque. Funding sources for the requisite \$1,000 shall be exhausted in the following order: (1) the recipient's current recognition points on file with The Rotary Foundation, (2) club points, (3) accumulated and earmarked weekly raffle proceeds, and (4) club funds.

Membership – Transfers

When accepting a past Rotary member to the club; if the person has been out of Rotary for 2 years or more and their previous club cannot verify that they're in good standing, they will need to pay the initial club fee and start the process all over again with FI Rotary club.

New Member Process

1. Visit a club meeting or function
2. Complete Membership Application online at:
<http://ismyrotaryclub.org/NewMember/?AccountID=6970&ClubID=79193>
3. Board approval
4. Seven-day notice to club members
5. Fire-side Chat
6. Pay initiation fee and quarterly fee
Online payment option: <http://www.directory-online.com/Rotary/Accounts/6970/Downloads/79193/Online%20Payments%20to%20the%20Rotary%20Club%20of%20Fleming%20Island.pdf>
7. Induction Ceremony

Membership Fees and Dues

The admission fee shall be **\$250** to be paid before the applicant can qualify as a member, except as provided for in the standard Rotary club constitution, article 9.

Section 2 – The membership dues shall be **\$1,000** per annum, payable annual, quarterly or monthly with the understanding that a portion of each semiannual payment shall be applied to each member’s subscription to the RI official magazine.

Rule of 85 Membership Dues

If a member’s age is 65 and above and the aggregated of the member’s years of age and years of Rotary membership is 85 years or more, the member can apply for excused absent. A “Rule of 85” member cannot earn the perfect attendance pin.

With the board’s approval the member then has the option to continue paying full membership fee (\$250/quarter) or “Rule of 85” membership fee (\$133/quarter).

A “Rule of 85” member has to pay the club’s guest fee for breakfast (\$12) when attending a meeting.

Family Membership Dues

Dues and admission for initial member - See above

Dues for an additional family member

One Time Administrative: \$15

Annual Cost: \$220

Must have an immediate relationship to primary member (child or spouse) and go through vetting/application process.

Corporate Membership

Dues for initial member - See above

Additional Member from the same company and same location/office:

One Time Administrative: \$50

Annual Cost: \$220 (Plus one-time admin fee of \$50)

Must be employed with same company and go through vetting/application process

Meeting Meals: More than one person attends a club meeting at one time, the \$12.00 breakfast fee is charged.

Socials: One may come, but everyone else that attends will be charged for attendance.

A Corporate Member, both initial and additional member, cannot add a family member that would pay only Family Membership Dues.

Standing Committees and Chairs

Standing Committee Chairs are charged with carrying out the annual and long-range goals of the club based on the five Avenues of Service. The president, president-elect, and immediate past president should work together to ensure continuity of leadership and succession planning. The president-elect is responsible for nominating directors to fill vacancies, appointing committee chairs, and conducting planning meetings prior to the start of the year in office.

Standing Committee Chairs' duties are as follows:

- **Membership**
The membership director should develop and implement a comprehensive plan for the recruitment and retention of members.
- **Public Image**
The public image director should develop and implement plans to provide the public with information about Rotary and to promote the club's service projects and activities.
- **Service Projects**
The service projects director should develop and implement educational, humanitarian, and vocational projects that address the needs of our local and international communities.
- **The Rotary Foundation**
The Rotary Foundation director should develop and implement plans to support The Rotary Foundation through both financial contributions and program participation.

Duties of Subcommittees

Subcommittees may be formed to effectively support the administrative and service goals of the club. Each subcommittee and its mandate must be approved by the board prior to taking any action on behalf of the club.

Subcommittees will act under the direction of the related Standing Committee Chair(s) and will be led by a subcommittee chair appointed by the president-elect.

Each subcommittee shall have a specific mandate, clearly defined goals, and established action plans 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 active subcommittees and their respective chairs, mandates, goals, and plans for presentation to the board for approval.

- (a) The president shall be ex officio a member of all subcommittees and, as such, shall have all the privileges of membership thereon.
- (b) Each subcommittee 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 subcommittees shall not take action until a report has been made and approved by the board.
- (c) Each subcommittee chair shall be responsible for regular meetings and activities of the subcommittee, shall supervise and coordinate the work of the subcommittee, and shall report to the board on all subcommittee activities.