

Bylaws of the Rotary Club of Apopka, Florida, Inc.

Article 1: Election of Directors and Officers and Officers

Section 1

- (a) 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 two (2) members of the board of directors. The nominations may be presented by a nominating committee or by members from the floor, by either or by both as the club may determine. If it is determined to have a nominating committee, such committee shall be appointed as the club may determine. The nominations duly made shall be placed on a ballot in alphabetical order and shall be voted for at the annual meeting. The two candidates for director receiving a majority of the votes shall be declared elected as directors to a 2 year term. The President shall be nominated and elected by the Board of Directors. The President shall appoint the Secretary and Treasurer. The president 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

- (a) A vacancy in the board of directors or any office shall be filled by action of the remaining members of the board.

Section 3

- (a) 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.

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Article 2: Board of Directors

- (a) The governing body of this club shall be the board of directors consisting of nine (9) members of this club, namely two (2) directors and president elected in accordance with Article 1, Section 1 of these bylaws, the president-elect, the presidential appointees of secretary, treasurer, vice president and two (2) carryover directors.

Article 3: Duties of Officers

Section 1

- (a) President: It shall be the duties 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

- (a) President-elect: It shall be the duty of the president-elect to perform such duties as are usually prescribed for such office and such other duties as may be prescribed by the president or the board.

Section 3

- (a) Vice-President: The duties of the vice-president shall be such as are usually prescribed for such office and such other duties as may be prescribed by the president or the board. The vice-president should be the immediate past president.

Section 4

- (b) 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 reports to RI, including the semi-annual reports of membership,

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which shall be made to the general secretary of RI on January 1st and July 1st of each year, and including prorated reports to the general secretary 1 October and 1 April of each active member who has been elected to membership in the club since the start of July or January semi-annual reporting period, the report of changes in membership, which shall be made to the general secretary of RI, the monthly report of attendance at the club meetings, which shall be made to the district governor within 15 days of 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

- (a) 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

- (a) Sergeant-at-Arms: This office no longer exists on the nine (9) member board.

Article 4: Meetings

Section 1

- (a) Annual Meeting: An annual meeting of this club may be held on the first Thursday in October in each year, at which time the election of officers and directors to serve for the ensuing year shall take place. (Note: article 6, section 2 of the standard Rotary

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Club Constitution provides that "An annual meeting for the election of officers shall be held not later than 31 December ___.

Section 2

- (a) The regular weekly meetings of this club shall be held on Thursday at 12 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 9, section 3 (a) 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 any other Rotary club or as otherwise provided in the standard Rotary Club constitution, article 9, section 1.

Section 3

- (a) One-third of the membership shall constitute a quorum at the annual and regular meetings of this club.

Section 4

- (a) Regular meetings of the board shall be held on Thursday of each month. 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) A majority of the board members shall constitute a quorum of the board; six (6) members counting the president.

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Article 5: Fees and Dues

Section 1

- (a) The club fee shall be waived and not to be paid before the applicant can qualify as a member. Payment of fee due after the Fireside Chat.

Section 2

- (a) The membership dues shall be \$716 per annum, payable quarterly on the first day of, January, April, July and October. The membership fee includes cost of meals, whether present or not, as well as, a subscription to THE ROTARIAN magazine.

Article 6: Method of Voting

- (a) The business of this club shall be transacted by voice vote except the election of directors, which shall be by ballot.

Article 7: Committees

Section 1

- (a) The president may, subject to the approval of the board, appoint the following standing committees: Club Service committee, Vocational Service committee, Community Service committee, International Service Committee and Youth Service committee.
- (b) The president shall, subject to the approval of the board, also appoint such committees on particular phases of club service, vocational service, community service, international service and Youth Service as deemed necessary.
- (c) The club service committee, vocational service committee, community service committee, international service committee and Youth Service committee shall each consist of a chairman, who

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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 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 practical 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.

Section 2: Club Service Committee

- (a) The chairman of the club service committee shall be responsible for all club service activities and shall supervise and coordinate the work of all committees appointed on particular phases of club service.
- (b) The club service committee shall consist of the chairman of the club service committee and the chairmen of all committees appointed on particular phases of club service.
- (c) The president shall, subject to the approval of the board, appoint the following committees on particular phases of Club Service: Club bulletin committee, Fellowship committee, Membership committee, Membership development committee, Program committee, Public Relations committee, and appoint one member each year to the following committees: Classifications committee and Rotarian information committee.

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- (d) The president shall appoint the president-elect or vice-president to oversee and coordinate the work of the classifications, membership, membership development and Rotary information committees.
- (e) Where feasible and practicable in the appointment of club 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.
- (f) The classifications and Rotary information committees shall each consist of three (3) members, one member of each committee to be appointed each year for a term of three (3) years. The first appointments made under this provision shall be as follows: one member for a term of one year; one member for a term of two (2) years; one member for a term of three (3) years.

Section 3: Community Service Committee

- (a) The chairman of the community service committee shall be responsible for all community service activities and shall supervise and coordinate the work of all committees appointed on particular phases of community service.
- (b) The community service committee shall consist of the chairman of the community service committee and the chairmen of all committees appointed on particular phases of community service.
- (c) The president shall, subject to the approval of the board, appoint the following committees on particular phases of community service: Human development committee, Community development committee, Environmental protection committee, Partners in service committee.

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Article 8: Duties of Committees

Section 1: Club Service Committee

- (a) This committee shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in matters relating to club service. The chairman of the club service committee shall be responsible for regular meetings of the committee and shall report to the board on all club service activities.
- (1) **Classifications Committee:** This committee shall as early as possible, but no later than 31 August of each year, make a classification survey of the community; shall compile from the survey a roster of filled and unfilled classifications, applying the classifications principle; shall review, where necessary, existing classifications represented in the club; and shall counsel with the board on all classification problems.
 - (2) **Club Bulletin Committee:** This committee shall endeavor, through the publishing of a weekly club bulletin, to stimulate interest and improve attendance, announce the program of the forthcoming meeting, relate highlights of the previous worldwide Rotary program.
 - (3) **Fellowship Activities Committee:** This committee shall promote acquaintance and friendship among the members, promote participation by members in organized Rotary recreational and social activities, and do such work in pursuance of the general object of the club as may be assigned by the president or the board.
 - (4) **Membership Committee:** This committee shall consider all proposals for membership from the personal side and shall thoroughly investigate the character, business, social and community standing, and general eligibility of all persons

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proposed for membership and shall report their decisions on all applications to the board.

- (5) **Membership Development Committee:** This committee shall review continually the club roster of filled and unfilled classifications and shall take positive action to initiate and present to the board the names of suitable persons to fill unfilled classifications.
- (6) **Program Committee:** This committee shall prepare and arrange the programs for the regular and special meetings of the club.
- (7) **Public Relations Committee:** This committee shall devise and carry into effect, plans (1) to give the public general information about Rotary, its history, object, and scope; and (2) to secure proper publicity for the club.
- (8) **Rotary Information Committee:** This committee shall inform prospective members about the privileges and responsibilities of Rotary club membership; keep members informed about the history, object and activities of Rotary at all levels; and oversee the orientation of new members during their first year in the club.

Section 2: Vocational Service Committee

- (a) This committee shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in their vocational relationships and in improving the general standards of practice in their respective vocations. The chairman of this committee shall be responsible for the vocational service activities of the club and shall supervise and coordinate the work of any committees that may be appointed on particular phases of vocational service.

Section 3: Community Service Committee

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- (a) This committee shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in their community relationships. The chairman of this committee shall be responsible for the community service activities of the club and shall supervise and coordinate the work of any committees that may be appointed on particular phases of community service.
- (1) Community Development Committee. This committee shall devise and carry into effect plans which will guide and assist the members of this club in working to make the community a better place to live by improving the physical condition of the community and its facilities.
 - (2) Environmental Protection Committee. This committee shall devise and carry into effect plans which will guide and assist the members of this club in monitoring and improving the quality of the community's environment.
 - (3) Partners in Service Committee. This committee shall devise and carry into effect plans which will guide and assist the members of this club in building relationships with other Rotary-sponsored organizations within the community and in cooperating with them in service.

Section 4: International Service Committee

- (a) This committee shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in matters relating to international service. The chairman of this committee shall be responsible for the international service activities of the club and shall supervise and coordinate the work of any committees that may be appointed on particular phases of international service.

Section 5: Youth Service Committee

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- (a) This committee shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in matters relating to youth service. The chairman of this committee shall be responsible for the youth service activities of the club and shall supervise and coordinate the work of any committees that may be appointed on particular phases of youth service.

Article 9: Leave of Absence

- (a) 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, not to exceed 1 year. The BOD may review and extend, if necessary.
- (b) 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 article 9, section 3(b) of the standard Rotary club constitution is not computed in the attendance record of the club.
- (c) Meals will not be billed, however, all dues and sustaining member fees will continue.

Article 10: Finances

Section 1

- (a) The treasurer shall deposit all funds of the club in some bank to be named by the board.

Section 2

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- (a) All bills shall be paid only by checks signed by the treasurer upon vouchers signed by at least one officer. A thorough audit by a certified public accountant or other qualified person shall be made once each year of all the club's financial transactions before the end of the Rotary year.

Section 3

- (a) Officers having charge or control of funds shall give bond as may be required by the board for the safe custody of the funds of the club, cost of bond to be borne by the club.

Section 4

- (a) The fiscal year of this club shall extend from July 1st to June 30th, and for the collection of members' dues shall be divided into (four) 4 quarterly periods extending from July 1st to September 30th, from October 1st to December 31st, January 1st to March 31st and April 1st to June 30th. The payment of per capita dues and magazine subscriptions to RI shall be made on July 1st and January 1st of each year on the basis of the membership of the club on those dates.
- (b) Note: Magazine subscriptions for members joining during a semiannual period are payable upon invoice from the Secretary.

Section 5

- (a) At the beginning of each fiscal year the board shall prepare or cause to be prepared a budget of estimated income and estimated expenditures for the year, which, having been agreed to by the board, shall stand as the limit of expenditures for the respective purposes unless otherwise ordered by action of the board.

Article 11: Method of Electing Members

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Section 1

- (a) 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 shall sit before the membership for a minimum of two weeks after being approved by the board.

Section 2

- (a) The board shall ensure that the proposal meets all the classification and membership requirements of the club constitution.

Section 3

- (a) The board shall approve or disapprove the proposal within 30 days, if possible, of its submission, and shall notify the Proposer, through the club secretary, of its decision.

Section 4

- (a) 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

- (a) 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 as prescribed in these bylaws, shall be considered to be elected to membership, upon payment of the club fee.

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- (b) 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 club fee (if not honorary membership) shall be considered to be elected to membership.

Section 6

- (a) Following the election, the president shall arrange for the induction of the new member; the club secretary shall issue a membership card and shall report the new member to RI; and the Rotary information committee shall provide appropriate literature for presentation at the induction and assign a member to assist in the assimilation of the new member.

Article 12: Resolutions

- (b) 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 13: Order of Business

- (a) Meeting called to order, My Country Tis of Thee, Pledge of Allegiance, Prayer, Song, Introduction of visiting Rotarians, Good news, bad news, Correspondence and announcements, Committee reports, if any, Any unfinished business, Any new business, Address or other program features, Four Way Test, Adjournment.

Article 14: Amendments

- (a) These bylaws may be amended at any regular meeting, a quorum being present, by a two-thirds vote of all members present,

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provided that notice of such proposed amendment shall have been mailed or emailed 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 club constitution and with the constitution and bylaws of RI.

- (a) The structure and content of these bylaws are recommended only and may be changed by any Rotary club to meet its own conditions, provided such changes are not out of harmony with the club constitution and the constitution and bylaws of Rotary International. If any doubt exists, the proposed changes should be submitted to the general secretary of RI for the consideration of the board of directors of RI.