

**BY-LAWS
OF THE
ROTARY CLUB
OF
PALATKA, FLORIDA**

Throughout these By-Laws, pronouns of the masculine gender shall include the feminine.

Article I

ELECTION OF OFFICERS AND DIRECTORS

Section 1 — The officers of the club shall consist of a president, president-elect, a vice president, a secretary, and a treasurer. These and eight (8) other members of the club shall comprise the board of directors. Four (4) of these directors must be past presidents and cannot serve consecutive terms. All officers shall be elected at the time and in the manner provided in Section 2.

Section 2 — The five (5) immediate past presidents, excluding the vice president, shall serve as a nominating committee with the oldest, in terms of service, being chair.

Prior to four (4) weeks before the date set for the annual meeting, the nominating committee shall meet to nominate the president-elect, secretary and the treasurer. At least one (1) and not more than two (2) shall be nominated for the office of president-elect, secretary and treasurer. Before nominating any member, the nominating committee shall obtain consent from the proposed nominee to place his name before the club and his consent to serve if elected. The nominating committee shall announce its nominees at the meeting two (2) weeks before the annual meeting. The club shall be advised that further nominations may be made by any member at the next regular meeting. The immediate past president shall automatically become vice president.

The annual meeting, for the purposes of the election, shall be held before October 15th each year.

A ballot shall be prepared listing all nominees in alphabetical order for each office, and a vote taken at the annual meeting and the candidates receiving the majority of the votes cast shall be declared elected. This shall be known as Ballot 1.

To be eligible to serve as president, a person must be a member of the Rotary Club of Palatka for three (3) years prior to election and must have served at least one year on the board of directors of the club.

Section 3 — The Election of Directors. The directors shall be composed of eight (8) members of which four (4) members will be elected from the membership of the club. Four (4) must be past presidents of the club, who will not be eligible to succeed themselves. The directors will be elected at the regular annual meeting date.

It shall be the duty of the secretary to have printed a sufficient number of ballots containing the names of all the members of the club with the exception of past presidents of this club and the current club president, who shall automatically become vice president. This shall be known as Ballot 2. At the same time, the secretary shall prepare a similar ballot containing the names of the past presidents of this club who are members of the club with the exception of those who are presently serving as directors and therefore, not eligible for the election. This shall be known as Ballot 3.

On the election date, the presiding officer shall certify the ballots and place in nomination all members thereon. On Ballot 2 each member present shall vote for four (4). The four receiving the highest number of votes shall be declared elected. In like manner on Ballot 3 each member present shall vote for four (4). The

four receiving the highest number of votes shall be declared elected. In case of tie votes on either ballot, the members tied shall be voted on and the one receiving the highest number of votes shall be declared elected.

Section 4 -- It shall be considered mandatory that each president-elect be present at the Pre-President Elect Training Seminar (Pre-PETS), the President Elect Training Seminar (PETS), the District Leadership Retreat and the District Conference for the full duration of the conference held in the Rotary year immediately prior to taking office; that the Secretary Elect participate in District provided training as required in the Rotary year immediately prior to taking office, and the conference held in the Rotary year immediately prior to taking office. Prior to nomination of these offices, the nominating committee shall inform the proposed nominees that, if elected, they will be required to attend these meetings, and that the club will reimburse the president-elect and the secretary-elect for the actual expenses, including travel, lodging, meals, and any registration fees, incurred by them attending the retreat and conference. The amount for the District Conference shall not exceed \$250 each for the president-elect and the secretary-elect, unless the board of directors shall authorize another amount in advance of the conference.

Section 5 -- The president-elect is strongly encouraged to attend the Rotary International Convention held in the Rotary year immediately prior to taking office. Should the president-elect do so, he shall be paid the sum of \$5,000 to partially defray the cost of attendance at the convention if it is held outside the continental United States and \$2,000 if within the continental United States. The board of directors may, at its discretion, increase this allowance in advance of the convention, provided there are within the club treasury sufficient unencumbered funds. It shall be the duty of the nominating committee to inform the proposed nominee for president-elect of this provision.

Section 6 -- A vacancy in the board of directors or any office shall be filled by action of the remaining members of the board.

Section 7 -- A vacancy in the position of any officer-elect or any director-elect shall be filled by action of the remaining members of the board of directors-elect.

Section 8 -- At the annual meeting, ballots shall be counted by committee of members whose names are not on the ballot.

Section 9 -- Acting in the spirit of Rotary, there shall be no campaigning, solicitation of votes, speeches, or any other action by any nominee or member directed toward the securing of an office for any nominee.

Article II

BOARD OF DIRECTORS

Section 1 -- The governing body of this club shall be the board of directors, consisting of eight (8) directors elected in accordance with Article I, Section 3, of these by-laws, and the president, president-elect, vice president, secretary and treasurer.

Section 2 -- A board member shall attend at least four (4) of the regularly scheduled monthly board meetings in each of the six month Rotary calendar periods. If a board member fails to meet this board meeting attendance requirement, he will be replaced by the board of directors.

Article III

DUTIES OF OFFICERS

Section 1 -- 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 this office.

Section 2 -- Vice President. It shall be the duty of the vice 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 this office.

Section 3 – 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 Rotary International, including the semi-annual reports of membership, which shall be made to the general secretary of Rotary International on January 1st and July 1st of each year, as well as prorated reports to the General Secretary on October 1st and April 1st of each active member who has been elected to membership in the club since the July or January semi-annual reporting period, the report of changes in membership, which shall be made to the general secretary of Rotary International, the monthly report of attendance at the club meetings which shall be made to the district governor immediately following the last meeting of the month, collect and remit to Rotary International subscriptions to THE ROTARIAN, and perform such other duties as usually pertain to the office. In recognition of the time consuming duties of this office, the secretary shall not be billed for the cost of meals.

Section 4 -- 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 this office. Upon retirement from office, he shall turn over to the new treasurer or to the president all funds, books of accounts or any other club property in his possession. In recognition of the time consuming duties of this office, the treasurer shall not be billed for the cost of meals.

Section 5 -- 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.

Article IV

MEETINGS

Section 1. – The annual meeting of this club shall be held before October 15th 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 Tuesday 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.

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 on the third Tuesday of each month. Due notice of any changes in or canceling of the regular meeting shall be given to all board members. Special meetings of the board shall be called by the president, whenever deemed necessary, or upon the request of three (3) 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 1 – The admission fee shall be \$125.00, all of which must be paid before the applicant can qualify as a member.

Section 2 – The membership dues shall be \$14.00 per month effective July 1, 2007, payable monthly in advance, with the understanding that \$12.00 each year shall be applied to each member's subscription to the Rotarian magazine. Dues are subject to increase by Rotary International and District 6970.

Section 3- Active members are billed monthly in arrears for all meals in the previous month whether consumed or not; dues and Foundation contributions are billed in advance. Senior Excused members will be billed in arrears for meals actually consumed; dues and Foundation contributions are billed in advance. No credit will be given to any member for a meal when a make-up at another Rotary club is accomplished. All meals charges will be based on a rounding of actual cost to the club.

Article VI

METHOD OF VOTING

The business of this club shall be transacted by viva voce vote except the election of officers and directors which shall be by ballot. The board may determine that a specific resolution be considered by ballot rather than by viva voce vote.

Article VII

FIVE AVENUES OF SERVICE

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, New Generations Service, and International Service. This club will be active in each of the five avenues of service using the RI Leadership Plan of five Standing Committees as described below.

Article VIII

COMMITTEES

Club committees are charged with carrying out the annual and long-range goals of the club based on the five Avenues of Service. The president-elect, president, and immediate past president should work together to insure continuity of leadership and succession planning. When feasible, committee members should be appointed to the same committee for three years to insure consistency. The president-elect is responsible for appointing committee members to fill vacancies, appointing committee chairs, and conducting planning meetings prior to the start of the year in office. It is recommended that the chair have previous experience as a member of the committee. Standing committees should be appointed as follows:

MEMBERSHIP

This committee shall develop and implement a comprehensive plan for the recruitment and retention of members. The president will appoint the president-elect to oversee this standing committee. Subcommittees may include but are not limited to:

Membership
Classifications

Membership Development
Rotary Information

CLUB PUBLIC RELATIONS

This committee shall develop and implement plans to provide the public with information about Rotary and to promote the club's service projects and activities. The president will appoint a director(s) to oversee this standing committee.

CLUB ADMINISTRATION

This committee shall conduct activities associated with the effective operation of the club. The president will appoint a director(s) to oversee this standing committee of which the secretary and treasurer will be members. Subcommittees may include but are not limited to:

Welcoming	Sunshine
Attendance	Fellowship Activities
Sergeant-at-Arms	Club Singing
Club Archives	Communications (Club Bulletin & Website)
Food	
Program	
Magazine	

SERVICE PROJECTS

This committee shall develop and implement educational, humanitarian, and vocational projects that address the needs of its community and communities in other countries. The president will appoint a director(s) to oversee this standing committee. Subcommittees may include but are not limited to:

Blood Screening	Interact
Health Fair	Scholarship
Youth Activities/RYLA	Ambassadorial Scholarships
Vocational Awards	Group Study Exchange
Community Needs Projects	

THE ROTARY FOUNDATION

This committee shall develop and implement plans to support The Rotary Foundation through both financial contributions and program participation. The president will appoint a director(s) to oversee this standing committee. Subcommittees may include but are not limited to:

Annual Giving	Benefactors
Bequests	Grants

Additional ad hoc subcommittees may be appointed as needed.

- (a) The president shall be ex officio a member of all subcommittees and, as such, have all the privileges of membership therein.
- (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 chair shall be responsible for regular meetings and activities of the subcommittee, shall supervise and coordinate the work of the subcommittee, and shall report through designated directors to the board on all subcommittee activities.

Article IX

DUTIES OF COMMITTEES AND SUBCOMMITTEES

The duties of all committees and subcommittees 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. The Service Projects Committee will consider the Avenues of Vocational Service, Community Service, New Generations Service, and International Service when developing plans for the year.

Each subcommittee 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 subcommittees, mandates, goals, and plans for presentation to the board in advance of the commencement of the year.

The CLUB OPERATIONS MANUAL describes the goals, objectives, and procedures for each subcommittee under the 5 Standing Committees. This manual shall be referred to and followed by the subcommittee chairs in the formulation and implementation of plans for the effective operation of the subcommittees each year. The Club Operations Manual is available to members on our club website.

Article X

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. While on leave, a member is required to pay club dues and Foundation.

Article XI

FINANCES

Section 1 -- The treasurer shall deposit all funds of the club in some bank to be named by the board.

Section 2 -- All bills shall be paid by checks signed by the treasurer and/or the president and/or the secretary, two signatures required. No bill shall be paid that has not been approved and signed by the person authorizing the expenditure. A complete accounting of all expenditures shall be made to the board each month. A thorough audit by an accountant or other qualified person shall be made once each year of all the club's financial transactions.

Section 3 -- The fiscal year of this club shall extend from July 1st to June 30th, and shall be divided into two semi-annual periods extending from July 1st to December 31st, and from January 1st to June 30th. The payment of per capita dues and magazine subscriptions to Rotary International shall be made on July 1st and January 1st of each year on the basis of membership of the club on those dates.

Section 4-- 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 XII

METHOD OF ELECTING MEMBERS

Section 1 -- Active members

- (1) The name of a prospective member proposed by an active member of the club or by the membership development committee, shall be submitted to the board in writing, through the club secretary. According to Rotary International, a transferring or former member of another club may be proposed to active membership by the former club. The proposal shall be kept confidential.
- (2) If the proposal receives first board approval, which shall be a majority vote in the affirmative, the board shall request the classifications committee to consider and report to the board on the eligibility of the proposed member from the standpoint of classification, and the president shall request the membership committee to investigate and report to the president who will report to the board on the eligibility of the proposed member from the standpoint of character, business and social standing, and general eligibility. All reports must be made to the President within 60 days of the request. If no report is made within 60 days, the Board will assume that the report is positive and act on the membership proposal.
- (3) The board shall consider and approve or disapprove the recommendation of the classifications and membership committees. If the proposal receives second board approval, the secretary will publish to the club the name of the prospective member, the proposed classification and the name of the proposer;. If a negative report from the membership committee is reported to the President by the committee, the President may report same to the Board. The report will be considered **CONFIDENTIAL**. The proposer shall be notified by the President that the proposed member has not met the qualification and is therefore not eligible for membership. Action must be made in a timely manner
- (4) If no written objection to the proposal, stating reasons, is received by the board from any member of the club within 7 days following publication of the name of the prospective member, the secretary shall inform the proposer that the prospect has met all the requirements for invitation to join the club.
- (5) The proposer, together with two or more members of the Rotary Information Committee, shall inform the prospective member of the purpose of Rotary and of the privileges and responsibilities of membership in the club, following which the prospective member shall be invited to join. The proposer will leave with the prospect a membership application form which the prospect will be requested to complete and submit to the proposer, and to attend the next regular meeting of the club. Upon payment of the admission fee, as prescribed in Article V of these by-laws, the monthly dues and meals for the balance of the month in which he joins, the prospect shall be considered elected to membership.
- (6) If any objection has been filed with the board, it shall consider the same at any regular or special meeting of the board and shall ballot on the proposed member. If not more than one (1) negative vote is cast by the members of the board in attendance at such regular or special meeting, the proposed member, upon payment of the prescribed admission fee, shall be considered to be elected to membership. Following the member's election to membership as herein provided, the club secretary shall report the name to the general secretary of Rotary International.
- (7) The member shall be formally introduced as a new member at a regular meeting of the club and formally inducted as soon as practical at the discretion of the president.

Section 2 -- Honorary Members. The name of a proposed candidate for honorary membership shall be submitted to the board of directors in writing and the election shall be in the same form and manner as prescribed for the election of an active member provided, however, that such proposal may be considered at any regular or special meeting of the board and that the board may at its discretion waive any of the steps as set forth in Section 1 of this Article and proceed to ballot on the proposed member. If not more than one (1) negative vote is cast by the members of the board in attendance at the regular or special meeting, the proposed member shall be considered duly elected.

Article XIII

RESOLUTIONS

Section 1 -- 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

Luncheon
Meeting Called to Order
Pledge of Allegiance
Invocation
Songs
Introduction of Visiting Rotarians
Introduction of Guests
Correspondence and Announcements
Committee Reports
Any Unfinished Business
Any New Business
Address or Other Program Feature
Adjournment

The order of business may be varied as circumstances dictate at the discretion of the president.

Article XV

AMENDMENTS

These by-laws may be amended at any regular meeting, a quorum being present, by two-thirds vote of all members present, provided that notice of such proposed amendment shall have been mailed or e-mailed to each member at least ten days before such meeting. No amendment or addition to these by-laws can be made which is not in harmony with the club constitution and with the constitution and by-laws of Rotary International.

Revisions Ratified April 3rd 2012