

ROTARY CLUB OF COCONUT GROVE BYLAWS

Article 1 Definitions

1. Board: The club's board of directors
2. Director: A member of the club's board of directors
3. Member: A member of the club, other than an honorary member
4. Quorum: The minimum number of participants who must be present when a vote is taken
5. RI: Rotary International
6. Year: The 12-month period that begins on 1 July

Article 2 Board

The governing body of this club is its board of directors, consisting of, at a minimum, the president, president-elect, secretary, and treasurer. Additional directors and the Foundation Chair, which is a non-voting board position, may be included.

Article 3 Elections and Terms of Office

Section 1 — One month before elections, members nominate candidates for president, president elect, secretary, treasurer, and any open director positions. The nominations may be presented by a nominating committee, by members from the floor, or both.

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

Section 3 — If any officer or board member vacates his or her position, the remaining members of the board will appoint a replacement.

Section 4 — If any officer-elect or director-elect vacates a position, the remaining members of the board-elect will appoint a replacement.

Section 5 — The terms of office for each role are:

President — 1 year

Treasurer — 1 year, limited to two additional terms if reelected

Secretary — no limit if reelected

Sergeant-at-arms — no limit if reelected

Directors — no limit if reelected

Article 4 Duties of the Officers

Section 1 — The president presides at club and board meetings and, with the board, sets and implements the program of work for his/her term.

Section 2 — The president-elect, prepares for his or her year in office and serves as a director.

Section 3 — A director attends club and board meetings and takes on responsibilities as assigned.

Section 4 — The secretary keeps membership and attendance records and reports in accordance with District and RI requirements.

Section 5 — The treasurer oversees all funds and provides an annual accounting of them or more often as

directed by the board.

Section 7 — The sergeant-at-arms maintains order in club meetings.

Article 5 Meetings

Section 1 — An annual meeting of this club is held no later than 31 December to elect the officers and directors who will serve for the next Rotary year.

Section 2 — The club will meet regularly at a time designated by the Board of Directors. 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 at a time designated by the president. Special meetings of the board are called with reasonable notice by the president or upon the request of two directors. Business may also be conducted by email for matters that are time sensitive. 50% of the board membership plus 1 shall constitute a quorum.

Article 6 Dues

All club members shall be liable for the payment of club dues as determined by the Board of Directors. Dues include RI per capita dues, a subscription to The Rotarian or a Rotary regional magazine, district per capita dues, and club fees. Dues may be paid on an annual or semi-annual basis.

Article 7 Method of Voting

The business of this club is conducted by voice vote, a show of hands or by written ballot.

Article 8 Committees

Section 1 — Club committees coordinate their efforts to achieve the club's annual and long-term goals and will meet at least once per quarter. The president and president-elect will work to ensure continuity of leadership and succession of committees and will work together to fill committee vacancies.

Section 2 — The president is an ex officio member of all committees and, as such, has all the privileges of membership

Section 3 — Each committee's chair is responsible for the regular meetings and activities of the committee. Board approval will be required for new projects, fundraising ideas and new policies requested by committees.

Article 9 Finances

Section 1 — Before each fiscal year starts, the board will prepare an annual budget of estimated income and expenditures.

Section 2 — The Treasurer will provide quarterly financial statements to the Board, unless requested more frequently by the board.

Section 3- The treasurer deposits club funds in a financial institution or institutions designated by the board.

Section 4 — Bills are paid by the treasurer or another authorized officer and all checks shall be signed by two authorized signers.

Section 5 — Club members will receive an annual financial statement of the club.

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

Article 10 Method of Approving Members

Section 1 — A member proposes a candidate for membership to the board, or another club proposes one of its transferring or former members.

Section 2 — The board approves or rejects the candidate's application for membership within 30 days and notifies the proposing member of its decision.

Section 3 — If the board approves the candidate's membership, the prospective member is invited to join the club and is inducted.

Article 11 Club Foundation

Section 1- The Club may form a 501(c)3 club foundation for the purpose of fulfilling the purposes and objectives of the Club's charitable contributions.

Section 2- The Foundation will have its own Board of Directors and maintain a Foundation bank account.

Section 3- Contributions and grants that require tax deductibility by the donor/grantor shall be deposited into the Foundation account.

Article 12 Amendments

Changing the club bylaws requires sending written or electronic notice of the changes to each member 10 days before the meeting and having two-thirds of the votes support the change, either by voting in person or electronically. Changes to these bylaws must be consistent with the Standard Rotary Club Constitution, the RI Constitution and Bylaws, and the Rotary Code of Policies.

Bylaws amended May 2019