**Bylaws of the Rotary Club**

**of Pompano Beach, Florida, Inc.**

**Revised 2024**

## Article 1 Definitions

* **Annual Meeting:** First club meeting in December
* **Board:** The Board of Directors of this club.
* **Club**: The Rotary Club of Pompano Beach, Florida, Inc.
* **Director**: A member of the club's board of directors.
* **Member**: A member, other than an honorary member, of this club
* **RI:** Rotary International.
* **Rotary Year:** The twelve-month period that begins on July 1 and ends June 30.

## Article 2 Board

The governing body of this club shall be the board of directors consisting of six named officers, elected in accordance with Article 3, Section 1 of these bylaws. These include the president, president­elect, president-elect designate, secretary, treasurer plus the immediate past president. If the immediate past president is unable to serve, the Board will choose another past president to fill the position. The board will also include directors which will number no less than 5% of the total club membership on June 30th of the preceding Rotary year.

## Article 3 Election of Officers and Directors

**Section 1 -** At the first Friday in November’s regular club meeting, the presiding officer shall ask the club’s nominating committee for nominations for members of board. The nominating committee shall consist of two past presidents and the current president-elect.

At the following regular club meeting, the president or president-elect shall ask for nominations by members from the floor. The nominations duly made shall be placed on a ballot and shall be voted for at the annual meeting. However, if there are no competing candidates for any one office and no further nominations, the president will declare the nomination closed and the position filled. No election is required for the president or the president-elect if there is an existing president-elect and president-elect designate respectively. In the following Rotary year, the president-elect will become president and the president-elect designate will become the president-elect.

If there is more than one candidate for any one office, then the vote shall be by ballot. The candidates who receive a majority of the votes shall be declared elected to their respective offices. Votes must be counted and numbers reported to the president.

**Section 2** - All board members are voting members.

**Section 3** - A vacancy in the board of any office shall be filled by action of the remaining directors and officers and must require a majority vote of the full board.

## 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 pertains to the office of president.

**Section 2** - **President-elect**. It shall be the duty of the president-elect to preside at meetings of the club and the board in the absence of the president and to serve as the coordinator of fund-raising activities and to perform other duties as may be prescribed by the president.

**Section 3** - **President-elect designate**. It shall be the duty of the president­elect designate to preside at meetings of the club and the board in the absence of the president and the president elect and to perform other duties as ordinarily pertains to the office of president-elect.

**Section 4** - **Secretary**. It shall be the duty of the secretary to keep membership records; record attendance at meetings; send out notices of club, board, and committee meetings; record and preserve the minutes of such meetings; report as required to Rotary International; report changes in membership; provide the monthly attendance report, which shall be made to the district within 15 days of the last meeting of the month; and perform other duties as usually pertain to the office of secretary. The elected secretary must sign all official reports.

**Section 5** - **Treasurer**. It shall be the duty of the treasurer to have custody of all funds, accounting for it to the board at each board meeting, 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. The treasurer must sign off on all collected monies.

## Article 5 Meetings

**Section 1** - **Annual Meeting**. An annual meeting of this club shall be held on the first Friday in December of each year, at which time the election of officers and directors to serve for the following Rotary year shall take place.

**Section 2** - **Club Meetings.** The regular weekly meeting of this club shall be held on Friday at 12:15 PM. Notice of any changes in or canceling of the regular meeting shall be given to all members. Attendance will be taken at each weekly meeting.

**Section 3** - **Club Quorum**. One-third of the membership shall constitute a quorum at the club’s annual and regular meetings.

**Section 4** - **Board Meetings**. Regular meetings of the board shall be held monthly. Special meetings of the board shall be called by the president, whenever deemed necessary, or upon the request of two (2) directors. Due notice of at least one week must be given prior to the meeting.

**Section 5** - **Board Quorum.** A majority of the directors shall constitute a quorum of the board.

**Section 6** - **Board Vote**. Members of the board may from time to time be polled by email or text on issues before the board and any such vote requires a majority of the board for approval.

## Article 6 Dues and Fees

**Secton 1** – **Membership** **Dues**. The membership dues shall be as set from time to time by the board and payable quarterly on the first of January, April, July and October. A subscription to the Rotarian magazine is included in the dues.

**Section 2** – **Membership Termination Due to Non-Payment of Dues.** Non-payment of dues for two consecutive quarters shall result in suspension of one's membership subject to reinstatement by the board upon satisfactory arrangements to address the arrearage. A member must be notified in writing via letter, or via email through Pmail (using DACdb)of termination due to non-payment. If dues are not received within two weeks of the notice, then the member will be terminated.

**Section 3 – Lunch Fee.** Membership includes all lunch fees as well as the cost of the installation dinner at the end of the year. Guests that attend a meeting will be charged a lunch fee. The lunch fee is set by the board. If a member brings a guest to a meeting, that guest can pay at the door, or the member can be charged on their next quarterly invoice for the guest.

## Article 7 Method of Voting

Such business as comes before the members of this club shall be transacted by voice vote, ballot, or email.

## Article 8 Seven Avenues of Service

The Seven Avenues of Service are the philosophical and practical framework for the work of this Rotary club and Rotary International. These Avenues of Service are: Basic Education and Literacy; Disease Prevention and Management; Water, Sanitation and Hygiene; Economic Empowerment and Community Development; Environmental Protection; Maternal and Child Health; Peace and Conflict Prevention. This Club will strive to be active in each of these areas.

## Article 9 Committees

Club committees are charged with carrying out the annual and long-range goals of the club based on the Seven Avenues of Service. The president-elect, president and immediate past president should work together to ensure continuity of leadership and succession planning. When feasible, committee members should be appointed to the same committee from the previous year to ensure consistency.

The president-elect is responsible during the month of June for his/her term of office as president for appointing committee members to fill vacancies. appointing committee chairs and conducting planning meetings prior to the start of their Rotary year in office.

The president and president-elect shall be ex officio a member of all committees and, as such, shall have all the privileges of membership thereon.

Each chair shall be responsible for regular meetings and activities of the committee, shall supervise and coordinate the work of the committee, and shall report to the Board on all committee activities. 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 should develop and implement a comprehensive plan for the recruitment and retention of members.

**Club Public Image:** This committee should develop and implement plans to provide the public with information about Rotary and to promote the club's image, service projects, and activities.

**Club Administration:** This committee should conduct activities associated with the effective operation of the club.

**Service Projects:** This committee should develop and implement projects that address the needs of our community and communities in other countries. Projects should consider the Seven Avenues of Service when developing plans for the year.

**The Rotary Foundation:** This committee should develop and implement plans to support Rotary International’s Foundation through both financial contributions and program participation.

Additional ad hoc committees may be appointed as needed.

## Article 10 Duties of Committees

The duties of all committees shall be established and reviewed by the president for his or her year. In declaring the duties of each committee, the president shall reference appropriate Rlmaterials. Each committee shall have a specific mandate, clearly defined goals, and action plans established by the beginning of each Rotary year. It shall be the primary responsibility of the president-elect to provide the necessary leadership to prepare a recommendation for club committees, mandates, goals and plans for presentation to the board in advance of the commencement of the year as noted above.

Each committee 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 committees shall not take action until a report has been made and approved by the board.

## Article 11 Leave of Absence

Upon written application to the board, setting forth good and sufficient cause, leave of absence may be granted. Such leave may be granted by the board in its discretion upon advance application, with such leave to commence only at the beginning of a calendar quarter. Such leave may be granted for no longer that one calendar quarter with any extension to be approved at the Board's discretion. During such leave, the absent member shall not be responsible for member dues.

Good and sufficient causes of leaves of absence are either health related or financial. Travel is only an allowable excused absence if Member will be living in a country without Rotary Clubs.

## Article 12 Finances

**Section 1** - Prior to the beginning of each fiscal year, the president and the treasurer shall prepare a budget of estimated income and expenditures for the coming year, which shall stand as the limit of expenditures for these purposes, unless otherwise agreed to by action of the Board.

**Section 2** - The treasurer is responsible for depositing all club funds in the board approved bank.

**Section 3** – All budgeted bills shall be paid by the treasurer. Any bill not within the adopted budget needs to be approved by the board.

**Section 4** -At least annually, the Club’s C.P.A. (selected by the Board), shall compile the financial statements of Club.

## Article 13 Membership

**Section 1** – **Membership Types**. There are three types of membership classifications:

* **Individual Membership**: A single member.
* **Honorary Membership**: The board may elect honorary members proposed by active members of the club for a term of one year. Honorary members do not pay dues.
* **Corporate Membership**: Membership by a company entity.

**Section 2 – Corporate Membership.** Company employees can join the Rotary Club of Pompano Beach using a corporation membership. This type of membership is open to any company or non-profit organization. Corporate members must name an individual as the primary corporate member. This member will receive all correspondence and have voting rights. The corporation can name a different primary corporate member at any time. This change will go into effect on the first day of the following month of notification.

The corporation can also name ancillary designate(s) to represent their organization. If the primary corporate member is not able to attend a meeting, then one ancillary designate can attend at no charge. If both the primary member and ancillary designate(s) attend a meeting, additional designate(s) will be charged a fee for lunch.

Corporate members will be listed on the main page of our web site.

**Section 3 - Method of Member Approval.** The name of a prospective member shall be submitted to the board. A transferring or former member of another club may be proposed to active membership. The board shall approve or disapprove the proposal within 30 days of its submission and shall notify the proposer of its decision through the membership chair.

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 New Member Information form and to permit his or her name to be published to the club.

If no written objection to the proposal, stating reasons, is received by the board from any proposed member (other than honorary) of the club within seven (7) days following publication of their membership application, that person, upon payment of their prorated dues, shall be considered to be a club member. If any such objection has been filed with the board, the board shall vote on this matter at the next meeting. If approved despite the objection, the proposed member, upon payment of their prorated dues, will become a club member.

**Section 4 – Induction of Member**

Following the election of a new member, the president shall arrange for that person’s induction and new member Rotary literature. In addition, the secretary will report the new member information to RI. The president will assign an active member to assist with the new members' assimilation to the club as well as assign the new member to a club project or committee.

## Article 14 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 with or without discussion at the discretion of the president or presiding officer.

## Article 15 Order of Business

The order of the meeting will be at the president’s discretion. The following agenda items should be part of the meeting:

* Meeting called to order
* Introduction of visitors
* Correspondence, announcements, and Rotary information
* Committee reports if any
* Any unfinished business
* Any new business
* Address or other program features
* Adjournment with the Four Way Test

## Article 16 Amendments

These bylaws may be amended at any regular meeting via a club quorum, if notice of such proposed amendment shall have been published in the PompaNotater at least 14 days prior to the meeting. No amendment or addition to these bylaws may be made which is inconsistent with the Standard Rotary Club Constitution and with the constitution and bylaws of RI.