

**Bylaws of the Rotary Club of Gainesville Sunrise
Gainesville, Florida**

Article I Definitions

1. Board: The Board of Directors of the Rotary Club of Gainesville Sunrise.
2. Director: A member of the Rotary Club of Gainesville Sunrise Board of Directors.
3. Member: A member, other than an honorary member, of the Rotary Club of Gainesville Sunrise.
4. RI: Rotary International.
5. Year: The twelve-month period that begins on 1 July.

Article 2 Board

The governing body of this club shall be the Board consisting of thirteen (13) Members of this club, namely, the president, vice-president, president-elect, secretary, treasurer, immediate past president, the sergeant-at-arms, and six (6) directors elected in accordance with article 3, section 1 of these bylaws.

Article 3 Election of Directors and Officers

Section 1 – At a regular meeting one month prior to the Annual meeting for election of officers, the presiding officer shall ask for nominations by Members of the club for president-elect, vice-president, secretary, treasurer, and three (3) directors. Three (3) additional directors, elected in the previous year, shall continue in office for a second Year. The president-elect with the help of a nominating committee, if needed, will review nominations, determine nominees' willingness to serve, and propose a slate of nominees for these positions to the Board. Nominations approved by a majority of the Board will be presented as the slate of nominees for the next Year to the membership at which time nominations may be again be made from the floor.

The nominations duly made shall be placed on a ballot and shall be voted for at the annual meeting (See Article 5, Section 1). The candidates for president-elect, vice-president, secretary, and treasurer receiving a majority of the votes shall be declared elected to their respective offices. The three (3) candidates for director receiving a majority of the votes shall be declared elected as directors to serve for two-year terms beginning on 1 July. The candidate for president-elect in such balloting shall be the president-nominee and serve as a director for the Year commencing on the first day of July next following the election, and shall assume office as president on 1 July immediately following that Year. The president-nominee shall take the title of president-elect on 1 July in the Year prior to taking office as president.

Section 2 – The officers and directors, so elected, together with the immediate past president shall constitute the Board. Within one week after their election, the Directors-elect shall meet and elect some Member of the club to act as sergeant-at-arms who also serves on the Board. The six (6) directors shall serve staggered two-year terms, such that each Year three (3) directors shall join the Board, three (3) directors shall continue in office for a second Year, and three (3) directors shall leave 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 any officer-elect or director-elect shall be filled by action of the remaining Directors-elect.

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Article 4 Duties of Officers

Section 1 – *President.* It shall be the duty of the president to preside at meetings of the Rotary Club of Gainesville Sunrise 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 serve as a Director and to perform such other duties as may be prescribed by the president or the Board.

Section 3 – *Vice-President.* It shall be the duty of the vice-president to preside at meetings of the club and the Board in the absence of the president, to serve as president-elect in the Year following his term as vice-president, and to perform other duties as ordinarily pertains to the office of vice-president.

Section 4 – *Secretary.* It shall be the duty of the secretary to keep membership records; record attendance at meetings; send out notices of Rotary Club of Gainesville Sunrise, Board, and committee 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 within 15 days of the last meeting of the month; collect and remit RI official magazine subscriptions; and perform other duties as usually pertain to the office of secretary.

Section 5 – *Treasurer.* It shall be the duty of the treasurer to have custody of all funds, accounting for it to the Rotary Club of Gainesville Sunrise annually and at any other time upon demand by the Board, 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.

Section 6 – *Sergeant-at-Arms.* The duties of the sergeant-at-arms shall include responsibility for the meeting room environment, AV equipment and arranging for greeters and other duties as may be prescribed by the president or the Board.

Article 5 Meetings

Section 1 – *Annual Meeting.* An annual meeting of the Members of this club shall be held each Year, preferably in December, but no later than January 15, 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 Club Constitution provides that “An annual meeting for the election of officers shall be held not later than 31 December...”)

Section 2 – The regular weekly meetings of the Rotary Club of Gainesville Sunrise shall be held on Thursday at 7:00a.m. at the Hilton University of Florida Conference Center, 1714 SW 34th Street, Gainesville, FL. Due notice of any changes in or canceling of the regular meeting shall be given to all Members of the Rotary Club of Gainesville Sunrise. All Members excepting an honorary Member (or Member excused pursuant to the Standard Rotary Club Constitution) in

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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 at any other Rotary club, or as otherwise provided in the Standard Rotary Club Constitution, article 9, sections 1 and 2. Missing 4 consecutive meetings without notifying the Board or making special arrangements like a Leave of Absence is considered a request to be terminated.

Section 3 – One-third of the membership shall constitute a quorum at the annual and regular meetings of the Rotary Club of Gainesville Sunrise.

Section 4 – Regular meetings of the Board shall be held each month in accordance with a schedule set by the president, who shall publish the schedule of Board meetings to the club membership at the beginning of his term and shall give notice in the event of changes. 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 Directors shall constitute a quorum of the Board.

Article 6 Fees and Dues

Section 1 – The admission fee shall be \$ 75 and billed by the treasurer within one month of final Board approval and be paid promptly in order to be retained as a member, except as provided for in the Standard Rotary Club Constitution, article 11.

Section 2 – The membership dues shall be \$ 104 per annum, payable quarterly in advance on the first day of January, April, July and October with the understanding that a portion of each payment shall be applied to each Member's subscription to the RI official magazine. At the time of quarterly dues billing, Members shall be billed for 12 meals to be paid regardless of attendance. The meals shall be charged at a rate estimated to be sufficient to recover at least the cost incurred for all Member meals over the Year, including all taxes and gratuities, and taking into account the average number of meals (meetings) missed by the membership during the Year but charged regardless. In addition the treasurer may bill for various optional items approved by the Board, such as, but not limited to, sustaining Paul Harris Fellow, Polio Eradication contributions or payment for special events approved by the Board, such as, but not limited to, the annual meeting for the Change-Over Dinner, Holiday Party, or other items approved by the Board.

Section 3 – Guest meal fees shall be assessed at a rate approved by the Board and estimated to be sufficient to recover the full cost of the meal, including all taxes and gratuities.

Article 7 Method of Voting

The business of this club shall be transacted by *viva voce** vote except when a member moves for written ballot and it passes by majority vote. If the motion passes the secretary will provide for the ballot. The Board may determine that a specific resolution be considered by ballot rather than by *viva voce* vote.

(Note: Viva voce vote is defined as when club voting is conducted by vocal assent.

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Article 8 Avenues of Service

The Avenues of Service are the philosophical and practical framework for the work of the Rotary Club of Gainesville Sunrise. They are Club Service, Vocational Service, Community Service, International Service, and New Generations Service. This club will be active in each of the Avenues of Service.

Article 9 Committees

Club committees are charged with carrying out the annual and long-range goals of the club. 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 for two Years to ensure continuity. 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 should develop and implement a comprehensive plan for the recruitment and retention of Members and to make sure that all new Members receive information about Rotary and the Rotary Club of Gainesville Sunrise in particular.
- **Public Image**
This committee should develop and implement plans to provide the public with information about Rotary and to promote the Rotary Club of Gainesville Sunrise's service projects and activities, to include publication of a club newsletter and maintenance of a club web site.
- **Club Administration**
This committee should conduct activities associated with the effective operation of the Rotary Club of Gainesville Sunrise such as adherence to by-laws and rules of procedure.
- **Service Projects**
This committee should develop and implement educational, humanitarian, and vocational projects that address the needs of its community and communities in other countries.
- **The Rotary Foundation**
This committee should develop and implement plans to support The Rotary Foundation through both financial contributions and program participation.

Additional ad hoc committees may be appointed as needed. The Rotary Club of Gainesville Sunrise shall have the following committees, among others deemed necessary by the president.

- **Program.** The chair may select as many other members as appropriate to assure a program for each meeting. The chair will notify the sergeant-at-arms of any AV or other special needs of the speakers.

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- Fellowship. The chair may select as many other members as appropriate to plan a Year of fellowship activities such as the Cedar Key week-end, an evening at the theatre (e.g., P.K. Yonge), a football or basketball watching party, annual holiday party, annual change over party, etc.
- Charitable Contributions. The immediate past president assisted by two other past presidents review requests and makes recommendation to the Board on all requests to expend club funds for charitable activities.
- Fund Raising. The chair may select as many other members to recommend fund raising activities such as the Mama Mia dinner and to carry out those approved by the Board.

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

(b) 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.

(c) 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.

(Note: The above committee structure is in harmony with both the District Leadership Plan and the Club Leadership Plan. Clubs have the discretion to create any committees that are required to effectively meet its service and fellowship needs. A sample listing of such optional committees is found in the Club Committee Manual. A club may develop a different committee structure 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, the president shall reference to appropriate RI materials. The service projects committee will consider the Avenues of Vocational Service, Community Service, International Service, and New Generations Service when developing plans for the Year.

Each committee 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 committees, mandates, goals, and plans for presentation to the Board in advance of the commencement of the Year as noted above.

Article 11 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.

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(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 the Standard Rotary Club Constitution is not computed in the attendance record of the club.)

Article 12 Finances

Section 1 – Prior to the beginning of each fiscal year, the Board shall review a budget proposed by the president-elect of estimated income and expenditures for the Year, which when approved by the Board shall stand as the limit of expenditures for these purposes, unless otherwise ordered by action of the Board. The budget shall be broken into two separate parts: one in respect of club operations and one in respect of charitable/service operations.

Section 2 – The treasurer shall deposit all club funds in a bank, named by the Board. The Rotary Club of Gainesville Sunrise funds shall be divided into two separate parts: club operations and service projects. When it is a benefit to the club funds may be deposited in the Rotary Clubs of Gainesville Foundation, Inc. and accounted for by the club treasurer and paid out as directed by the Board.

Section 3 – All bills shall be paid by the treasurer or other authorized officer only when approved by two other officers or Directors.

Section 4 – A thorough review of all financial transactions by a qualified person shall be made once each Year.

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 Rotary Club of Gainesville Sunrise.

Section 6 – The fiscal year of the Rotary Club of Gainesville Sunrise shall extend from 1 July to 30 June, and for the collection of Members' dues shall be divided into two (2) semiannual periods extending from 1 July to 31 December, and from 1 January to 30 June. 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 13 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 club secretary. A transferring or former member of another club may be proposed to active membership by the former 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 club secretary, of its decision.

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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. The new Member proposed for the Rotary Club of Gainesville Sunrise shall be given written information intended to provide an introduction to Rotary and particularly the Rotary Club of Gainesville Sunrise activities and expectations. The written introductory information for proposed new Members shall be kept up-to-date by the Membership Committee.

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 pending induction.

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 and approved for induction.

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

Section 8-Resignation, termination and suspension of membership is in accordance with the Standard Rotary Club Constitution--
http://www.rotary.org/RIdocuments/en_pdf/constitution_club.pdf—specifically Article 12, Sections 1 through 10.

Article 14 Resolutions

In general, 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. However, the club Member presiding over a club meeting shall have latitude to permit discussion and voting by the club on a motion presented from the floor if the motion is deemed appropriate for immediate action by the club because delay is inadvisable or unnecessary based on the motion's non-controversial nature, low financial impact, consistency with club practices, and likelihood of Board approval. After the motion has been made and seconded the presiding Member will announce whether the motion will be referred to the Board; otherwise it may proceed to discussion and voting.

Article 15 Order of Business

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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.

Article 16 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 sent to each Member at least ten (10) days before such meeting by mail, courier, or electronic means. 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.

By-Laws adopted by the Rotary Club of Gainesville Sunrise on April 4, 2013.