

OPTIMIST CLUB BYLAWS CHECKLIST

*This checklist is to help clubs when updating the Bylaws. All information shown here is the **mandatory wording** for all Club Bylaws and **must** be used as shown in the Bylaws. Other information may or may not be included within each Club's Bylaws. Helpful suggestions for additional information can be found on the optimist.org website.*

___ **Article I. NAME** This Club shall be known as (*insert name of Club*), an affiliate member of Optimist International.

___ **Article II. MISSION** By providing hope and positive vision through the members of this Club, this Club will bring out the best in youth, our communities, and ourselves. This Optimist Club shall make it its goal to achieve, at the minimum, Honor Club status for Club performance and operations.

___ **Article III. MEMBERSHIP** Membership in this Optimist Club shall represent adults, who are persons of good character, for the business, social, and cultural life of the community. All memberships shall be held by individuals and shall not be transferable. Individuals having executive or supervisory control or authority such as coaches, assistant coaches, referees, and other participants managing Club projects are required to be members of the Club to receive benefits of the Club, including liability insurance protection.

___ **Article IV. ADMISSION TO MEMBERSHIP** (No mandatory wording for this Article - however, suggestions may be found on optimist.org)

___ **Article V. TERMINATION OF MEMBERSHIP** Any member who is two (2) or more months in arrears in the payment of dues or fees to the Club may be suspended from membership. He or she will be provided written notice by the Secretary. Upon payment of arrears within 30 days of said notice, the member's suspension shall end automatically. If such member has not paid within said 30 days, his membership shall automatically be terminated, and the Secretary shall so notify him of that termination.

Any member charged with conduct unbecoming an Optimist or with any act prejudicial to the best interests of the Club or Optimist International, and against whom such charges are sustained after opportunity to appear before the Board of Directors in his or her own defense, may be expelled from membership, at the discretion of the Board of Directors. Upon such action by the Board of Directors, the Secretary shall immediately notify the member in writing, of said action.

___ **Article VI. DIRECTORS** The Board of Directors shall have such minimum number of members as may be required from time to time by any applicable federal, state or provincial legislation governing not for profit corporations or organizations. Directors shall serve for a period of (*insert number of years to be served*) years or until their successors are duly qualified and elected and (*insert number to be elected each year*) shall be elected every year. In the event of a directorship becoming vacant for any reason, such vacancy shall be filled by the Board of Directors, and the appointee shall serve for the duration of the term of the individual being replaced.

___ **Article VII. OFFICERS** (No mandatory wording for this Article – however, suggestions may be found on optimist.org)

___ **Article VIII. ELECTION PROCEDURE** The election of Club officer(s) and Directors should be completed not later than April 30.

Friends of Optimist are ineligible to serve as an officer of the Club and/or on the Club Board of Directors.

___ **Article IX. MEETINGS** Regular meetings of the Club shall be held at such time and place as may be determined by the Board of Directors.

Special meetings may be called by the Presiding Officer, or by the Secretary upon receipt of a written request signed by at least five (5) members in good standing. Every member shall be notified in writing at least three days in advance of the special meeting and advised what business will be considered. No other business may be conducted at the meetings.

One-third (1/3) of the members in good standing shall constitute a quorum at any regular, special or annual meeting of the Club.

The current edition of Robert's Rules of Order (or Code Morin for French-speaking Clubs) shall govern all deliberations of this organization and its Board of Directors except as otherwise provided in these bylaws.

___ **Article X. REVENUE** The fiscal year of the Club shall be from October 1 of each year until September 30 next following.

___ **Article XI. COMMITTEES** (No mandatory wording for this Article – however, suggestions may be found on optimist.org)

___ **Article XII. MISCELLANEOUS** A member or individual may act as an agent of an Optimist Club only upon prior written approval granting such agency by the Clubs Board of Directors.

In recognition of the benefits and services available to this Club and its members through its affiliation with Optimist International, this Club shall exercise its rights and privileges of participation in the government and activities of Optimist International. This Club shall provide for its proper representation at all meeting and conventions of Optimist International and the District. It shall provide for such representation when preparing the annual budget.

While attending any project, meeting, social event, or other gathering that is conducted for the benefit of the youth in attendance, adults are expected to refrain from consumption of alcoholic beverages, tobacco, e-cigarettes, and marijuana products during any portion of the event.

Any person elected to membership in this Club shall be deemed to have accepted these bylaws and the Bylaws of Optimist International and shall be bound by them in all respects as if he or she had been a member at the time of their adoption.

The Board of Directors shall provide for the prompt payment of all dues and other obligations to Optimist International and to the District and shall require the prompt completion and submission of all reports required by Optimist International and the District.

If the Club carries any form of club liability insurance, it must add Optimist International as an additional insured to the policy. Should the Club not name the Optimist International as an additional insured, the Club shall hold Optimist International harmless from any liability and the Club shall reimburse Optimist International for any and all reasonable attorney fees, court costs, and losses sustained by Optimist International.

These bylaws shall be reviewed annually.

___ **ARTICLE XIII. NOT-FOR-PROFIT ORGANIZATION**

___ Initial here to adopt (U.S. Clubs only) This Club is organized and shall operate as a not-for-profit organization and shall be Initial here incorporated within the state/provincial/ national statutes as such. The Club is organized and to adopt shall operate exclusively for charitable and educational purposes set forth in Section 501(c)(4) of the Internal Revenue Code of 1986, as now in effect on or as may be amended (the "Code"), including, but not limited to, developing Optimism as a philosophy of life, utilizing the tenets of the Optimist Creed; to promote an active interest in good government and civic affairs; to inspire respect for the law; to promote patriotism and work for international accord and friendship among all people; to aid and encourage the development of youth, in the belief that the giving of one's self in service to others will advance the wellbeing of humankind, community life and the world.

___ Initial here to adopt (All other countries) This Club is organized and shall operate as a not-for-profit organization and shall be incorporated within the state/provincial/ national statutes as such, developing Optimism as a philosophy of life, utilizing the tenets of the Optimist Creed; to promote an active interest in good government and civic affairs; to inspire respect for the law; to promote patriotism and work for international accord and friendship among all people; to aid and encourage the development of youth, in the belief that the giving of one's self in service to others will advance the wellbeing of humankind, community life and the world.

___ **ARTICLE XIV. AMENDMENTS** Any amendment to these bylaws must be in conformity with the Bylaws of Optimist International, shall be adopted by a two-thirds (2/3) vote of the members present at any meeting, provide written notice of the proposed amendments and date of such meeting shall have been given the members at least two (2) weeks prior thereto.

All amendments to these bylaws must be submitted to Optimist International for approval.

___ **ARTICLE XV. DISSOLUTION**

___ Initial here to adopt (U.S. Clubs only) After delinquent dues are paid to Optimist International, Clubs with any remaining assets are encouraged to contribute them to Optimist International, the Optimist International Foundation, the Canadian Children's Optimist Foundation, another Optimist Club, or another not-for-profit organization. If no disposition of the club assets is completed within 120 days after the effective date of dissolution, the assets of the Club shall be distributed to Optimist International or the Optimist International Foundation.

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Checklist created 04-2020
Club Bylaws effective March 2020