



Dear Field Representative,

Congratulations on your decision to serve as an Optimist International Field Representative!

You are the first person on the International level that a New Club sees and the one who will leave a lasting impression. We sincerely appreciate your dedication to the Optimist organization and the service that you provide to our Optimist Clubs.

The New Club Building Department at Optimist International is here to help you in any way we can. Please see the contact information below and feel free to contact us if you have any questions or need information. This information can also be shared with the Charter Members of the New Club for any questions or requests that they may have for our office.

I look forward to working with you this year and again, **thank you** for all of your help with the growth effort of our organization.

Sincerely,

A handwritten signature in black ink that reads "Jim Boyd". The signature is written in a cursive, flowing style.

Jim Boyd
New Club Building Manager
Optimist International
4494 Lindell Blvd.
St. Louis, MO 63108
jim.boyd@optimist.org | (314) 371-6000 Ext. 227

NEW CLUB BUILDING RULES AND REQUIREMENTS

1. A new Club may have up to two Sponsor Clubs, but a Sponsor Club is not required.
2. A minimum of 15 New Club Members are required to qualify for a Charter of a New Club (Refer to Policy IC-51). Existing Optimists can join the new Club but only after the 15 new member threshold has been realized.
3. A minimum of nine of the New Club Members are required to be present at an organizational meeting.
4. The Club must be organized during an organizational meeting.
5. New US and Canadian Clubs are required to pay \$325 to Optimist International. New Clubs in Developing Countries are required to pay \$225. College clubs must also pay the prevailing new Club fee depending on the country.
6. Builders of Excellence:
 - a. Up to four Builders of Excellence may be named for each new Club, regardless of the number of Sponsor Clubs.
 - b. Field Representatives and Members of the new Club may be named Builders of Excellence.
7. An Authorized Representative of Optimist International should be present to conduct the Official Organizational Meeting and certifying the paperwork for a New Club. This is the responsibility of the field representative.
8. Optimist International will provide guidance after the Club is organized for obtaining a Tax ID number, IRS registration, ACH payment plans and other administrative matters.
9. A New Club's Charter Roster stays open for 15 days following the Official Organization of a New Club. For more information, refer to www.optimist.org and International Policies on www.optimistleaders.org

Field Rep Duties (Prior to Organizational Meeting)

Upon receiving the assignment to be the field rep for an organizational meeting you should...

Immediately contact the project coordinator to let them know you will be conducting the organizational meeting.

Determine whether the coordinator has kept the New Club Database Entry updated throughout the project with names of sponsor Clubs, the membership roster and any information if known about the Builders of Excellence. This includes the new Club number.

Confirm the date, time and location of the organizational meeting. Determine whether this will be a virtual meeting or in person or a hybrid arrangement. A Zoom link will likely be needed for remarks from the International President.

Determine whether a time has been set aside (separate meeting) for pre-organizational decisions such as Club officers and Board Members, date, place and time of regular Club meetings and review of the proposed by laws. All of this should be completed before the organizational meeting.

After the organizational meeting, you are responsible for making sure all documentation is properly signed by the respective new Club officers. A copy of the required documentation is at the end of this guide.

The documents, once completed, should be forwarded to New Club Building Manager Jim Boyd jim.boyd@optimist.org or to newclub@optimist.org. The documents should be forwarded no more than 48 hours after the organizational meeting. This allows for timely follow-up by Optimist International for the next administrative steps to be completed for the new Club.

After the documents have been submitted to Optimist International and approved, you are done!

Suggested Agenda for Organizational Meeting

Always get to the organizational meeting early so you can get a lay of the land.

There must be at least nine charter members in attendance for the new Club to be organized. (We don't require an attendance sheet anymore)

Use the business at the organizational meeting document as your guide.

(The sponsor Club should create a Zoom link for the meeting so the International President can join to offer welcoming and encouraging remarks.)

1. Give a welcome and introduce any guests from the sponsor Club or the District.
2. International President's remarks
3. Have the charter members take the oath of membership. (Attached)
3. Have the charter members formally vote to organize the Club
4. Have the charter members formally vote to approve the Club Bylaws.
(The Club is now organized)
5. Ask the charter president to introduce to all the potential officers of the Club.
6. Ask the Club members to formally vote to approve the slate of officers.
7. Have the officers take the oath of office (Attached)
8. Allow a moment or two for guests at the meeting to offer any remarks.
9. The organizational meeting is now done.

Ask the Board members to stay and conduct the first Board meeting to approve the required policies. Should take an additional 15 minutes.

Make certain the president and/or secretary sign the Notice of Organizational Meeting document. The sponsor Club president should also sign it. The Charter president should also sign the Leave the other two lines blank.

Send the documents to Jim Boyd via email within 72 hours of the organizational meeting. That's it.

The office handles the immediate administrative follow-up for the new Club after receiving the documents with instructions for getting an EIN, registration with the IRS, etc.

Membership and Office Promise

Field rep: “If you agree please respond with “I do”

Do you promise to always do your best to live by the teachings of the Optimist Creed?

Do you promise to support the activities of your Club, District and Optimist International to the best of your ability?

Do you promise to be a good steward of the values of Optimist International by conducting yourself with respect and integrity?

Will you approach life from a place of optimism?

Will you be aware that your place in the world influences our global community?

Field Rep

Now being aware of the opportunities, privileges and responsibilities of membership and on behalf of your sponsor Club and Optimist International, I am happy to welcome you to the world of Optimism.

Officer

If you agree please respond with “I do”

Do you promise to carry out the duties of your office to the best of your abilities?

Do you agree to follow the policies and bylaws of your Club and Optimist International?

Field Rep

On behalf of Optimist International, I am happy to say that you are now installed in your respective offices.

Business at the Organizational Meeting

Club Name _____

Club Number _____

Installation of Members. (Promise of Membership)

Charter Members in Attendance _____

Vote to Organize the New Club _____

Vote to Approve the Club Bylaws _____

Report on and Election of Club officers _____

Installation of officers (Promise of Office)

Date of Organization _____

Sec-Treasurer Signature _____

Notice of Organizational Meeting

Location of Club _____

Location of "Regular" Club Meetings

We hereby certify that the organizational meeting of the above club was conducted by the undersigned authorized representative and the Charter fee of \$ _____ by each of the _____ charter members.

Charter Members understand that this application for affiliation with Optimist International will be prepared jointly by a field representative of Optimist International and by the President and Secretary Treasurer of the club. The application is subject to approval and acceptance by Optimist International. We also understand the sponsor club(s) has/have certain responsibilities and we pledged our cooperation for "successfully completing the follow up program".

New Club President Signature _____ (May be typed)

Sec Treasurer Signature _____ (May be typed)

Field Rep Signature _____ (May be typed)

Please send this document via electronic means to Optimist International Staff Member (jim.boyd@optimist.org) within 48 hours of organizational meeting.

Official Minutes Board of Directors First Meeting.

Club Name _____ Club # _____

1. First Dues from Charter Members The first dues payment will amount to one fourth of the annual amount and is due 30 days after organization. _____

2. Dues For New Members Should be prorated based on the membership acceptance in the quarter. A full quarter's applies thereafter. _____

3. Charter Fee A charter fee of \$325 or \$225 will be paid to Optimist International _____

4. Registration Direct the Secretary Treasurer to register the Club as a not for profit with the appropriate state and federal agencies _____

5. Authorized Signatures What officers can access Club funds?

6. Board Meetings The Board of Directors will meet on what day of the month. _____

7. Alcohol Approve that this Club will not have alcoholic beverages for sale or consumption at events involving youth _____

8. Finances Approve that the Board must approve all financial matters unless otherwise noted _____

9. Fundraising Approve that all fundraising activities be in Accordance with Optimist International by laws and local, state and national laws _____

Date: _____ Secretary _____

(Mandatory wording in bold face type)

(Optional wording in regular type)

CLUB NUMBER ()



OPTIMIST CLUB BYLAWS

Effective: October 1, 2023 and required by all Clubs by September 30, 2024

ARTICLE I – NAME

This Club shall be known as _____ an affiliate of Optimist International (hereinafter referred to as “OI”).

ARTICLE II – MISSION

By providing hope and positive vision, Optimists bring out the best in youth, our communities, and ourselves.

ARTICLE III – MEMBERSHIP

- Section 1: Membership in this Optimist Club shall represent adults who are persons of good character, from the business, social, and cultural life of the community. All memberships shall be held by individuals. Membership is not transferrable to another person.
- Section 2: 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. Any contracted or paid person(s) or entity(s) are not subject to this requirement.
- Section 3: The Club may publish directory information on the Club website and to Club membership. Such information shall be password protected on the website and restricted to Club use if printed. Its use is restricted to Club business by an authorized representative of the Club. Directory information or Membership lists will not be shared with any party outside of the Club.
- Section 4: The Club is responsible for obtaining permission from its members to use their likeness and/or image in Optimist publications.
- Section 5: A member in good standing is a member who is current on dues.

ARTICLE IV – ADMISSION TO MEMBERSHIP

Members shall be admitted to the Club according to such procedures as established by the Board of Directors, hereafter referred to as “the Board.”

ARTICLE V – TERMINATION OF MEMBERSHIP

- Section 1: Any member may resign from the Club provided that all dues and fees have been paid.
- Section 2: **After issuance of a dues statement, a member who is two (2) or more months in arrears in the payment of dues or fees to the Club will be sent a written notice of the delinquency by the Club Secretary and/or Treasurer. If any member has not paid the dues or fees within 30 days of said letter, the member is subject to termination upon a vote of the Board.**
- Section 3: **An individual's membership may be terminated if they are charged with conduct unbecoming of an Optimist (including being charged with a serious crime against a child, person or entity) or conduct prejudicial to the best interest of the Club or OI. Said member shall be given the opportunity to be heard by the Board to present any defense to the charges. If the charges are sustained by the Board, the individual's membership shall be terminated. Upon action by the Board, the Secretary shall immediately notify the member in writing.**
- Section 4: **Upon failure of the Board to take any action against an individual member charged with conduct unbecoming of an Optimist (including being charged with a serious crime against a child, person or entity) or conduct prejudicial to the best interest of OI, OI may terminate the individual's membership after an investigation and an opportunity to be heard. Said individual shall receive a notice of determination from OI. Said notice shall be given by certified mail or any other delivery method available.**
- Section 5: In case of the resignation or expulsion of any member, the Secretary shall immediately notify Optimist International and all members of the Club.
- Section 6: Any member whose membership in the Club has been terminated for any reason shall forfeit all interest in any funds or property of the Club and all rights to the use of the Optimist name, emblem, or other insignia.
- Section 7: It shall be the prerogative of the Board to confirm any termination of membership on behalf of the Club.

ARTICLE VI – DIRECTORS

- Section 1: **The Board shall have such minimum number of members as required by any applicable laws governing not-for-profit corporations or organizations. Directors shall serve for a period of _____ years or until their successors are duly qualified and elected. In the event of a directorship becoming vacant for any reason, such vacancy shall be filled by the Board, and the appointee shall serve for the duration of the term of the individual being replaced.**
- Section 2: The Board shall have control and management of the Club's activities, determine all policies, elect, dismiss and discipline members and generally supervise the affairs of the Club.
- Section 3: The Board shall meet on a regular basis as they shall determine or at the call of the President/Chair. Any three members of the Board may call a meeting and shall provide a three day notice to all members. A majority of the Board shall constitute a quorum for the transaction of business, and a majority vote of those present shall be necessary to give effect to any action of the Board.
- Section 4: Any member of the Board who is absent from three consecutive board meetings may be removed from office by the Board. Notice of said action shall be sent to all members by the Secretary and/or Treasurer.

ARTICLE VII – OFFICERS

Section 1: **The Officers shall be as required by applicable laws governing not-for-profit corporations or organizations.**

The Officers of the Club shall be the following:

- The Presiding Officer (the actual title may be President, Chair, or other as determined by the Club's Board) shall serve as the executive officer of the Club, preside at all meetings of the membership and the Board, be an ex-officio member of all committees and exercise general supervision over Club affairs and perform such other duties as are ordinarily incumbent upon a Presiding Officer. The Presiding Officer shall represent the Club in all relations with OI and the District and perform a like function on their behalf in relation to the Club. The Presiding Officer shall attend all duly called District meetings or, in the case of absence for good reason, provide for the Club's representation by an accredited representative.
- The Vice Presidents (or such title as established by the Club's Board) shall perform such duties as are ordinarily incumbent upon Vice Presidents and such other duties as may be assigned to them by the Presiding Officer or Board.
- The Secretary shall keep and maintain the minutes of all meetings of the Board, and all records of membership, attendance and service to the Club, in the form and manner prescribed by the Board. The Secretary shall also prepare and file all reports required by OI, District administration and generally perform such duties as are ordinarily incumbent upon a Secretary. The secretary shall handle all correspondence as directed by the Board.
- The Treasurer shall keep and maintain all records of fees, dues and monies collected and disbursed. The Treasurer shall also submit regular financial statements in the form, manner and frequency prescribed by the Board, prepare an annual financial statement for the annual meeting of the Club and generally perform such duties as are ordinarily incumbent upon a Treasurer.

Section 2: Officers shall hold office for one year or until their successors are duly elected or appointed as provided in these bylaws. In the event that any office becomes vacant for any reason, the vacancy may be filled by the Board.

Section 3. The Board can amend or expand these duties as needed, as long as they are within the guidelines of OI and Standard Club Bylaws.

ARTICLE VIII – ELECTION PROCEDURE

Section 1: The election of Club Officers and Directors should be completed no later than April 30. Elections shall be held in accordance with applicable laws.

Section 2: Separate balloting shall be conducted for each office. Where there is only one nominee for an office, the presiding officer shall request a unanimous ballot for the nominee. A majority of the votes cast shall be required to elect. In the case of Directors, if the number of nominees exceeds the number of vacancies, the required number of nominees receiving the highest number of votes shall be declared elected.

Section 3: Nothing in this article shall be construed as precluding nominations from the floor.

Section 4: Friends of Optimist are ineligible to cast votes or serve as an Officer of the Club and/or on the Board.

Section 5: Only members who are current on dues shall be eligible to hold office or vote.

Section 6: Voting shall be by individuals and no person may cast more than one vote. Proxies will not be recognized.

Section 7: All Officers and Directors shall assume the responsibilities of their respective offices on October 1 following their election.

Section 8: The Secretary shall report the results of all elections and appointments of Club Officers to OI and the District immediately.

ARTICLE IX – MEETINGS

- Section 1:** Regular meetings of the Club shall be held at such time and place as may be determined by the Board.
- Section 2:** Special meetings may be called by the Presiding Officer or by the Secretary and/or Treasurer upon receipt of a written request signed by at least five (5) voting 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.
- Section 3:** An annual meeting shall be held every (fill in here) to approve a budget and review Club bylaws and policies.
- Section 4:** One-third (1/3) of the voting members in good standing shall constitute a quorum at any regular, special or annual meeting of the Club.
- Section 5:** 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 except as otherwise provided in these bylaws.

ARTICLE X – REVENUE

- Section 1:** Each new member of the Club shall pay a membership fee of \$____, payment of said fee to be a prerequisite for admission to membership, payable on demand of the Treasurer.
*Note: Recommended amount not less than \$30 (U.S.).
- Section 2:** The Board establishes the amount of dues to be paid by members.
- Section 3:** The Board may plan or recommend the raising or accumulation of revenue from additional lawful sources.
- Section 4:** All funds to which the public or members have contributed for the specific purpose of financing charitable, educational or civic activities of the Club shall be used solely for those purposes and separate records of such funds shall be maintained.
- Section 5:** The fiscal year of the Club shall be from October 1 of each year until September 30 next following.
- Section 6:** The Board shall arrange for, at a minimum, an annual audit by an audit committee appointed by the Board. This audit committee shall consist of members not also members of the Board.

ARTICLE XI – COMMITTEES

- Section 1:** The Board shall determine the number and purpose of all special and standing committees required to achieve the purposes of this Club.
- Section 2:** The Presiding Officer shall appoint the chair and members of all committees and announce such appointments not later than October 1 following the presiding officer’s election.

ARTICLE XII – MISCELLANEOUS

- Section 1:** A member or individual may act as an agent of an Optimist Club only upon prior written approval granting such agency by the Board.
- Section 2:** In recognition of the benefits and services available to this Club and its members through its affiliation with OI, this Club shall exercise its rights and privileges of participation in the government and activities of OI. This Club shall provide for its proper representation at all meetings and conventions of OI and the District. It shall provide for such representation when preparing the annual budget.
- Section 3:** 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.

- Section 4:** Any person admitted to membership in this Club shall be bound by these bylaws and the Bylaws of OI (as they may be amended from time to time).
- Section 5:** The Board shall provide for the prompt payment of all dues and other obligations to OI and the District and shall require the prompt completion and submission of all reports required by OI and the District.
- Section 6:** If the Club carries any form of club liability insurance, it must add OI as an additional insured to the policy. Should the Club not name OI as an additional insured, the Club shall hold OI harmless from any liability and the Club shall reimburse OI for any and all reasonable attorney fees, court costs and losses sustained by OI.
- Section 7:** These bylaws shall be reviewed annually.

ARTICLE XIII – NOT-FOR-PROFIT ORGANIZATION

(Note: Only one of the two options will appear online depending on location of Club)

- (U.S. Clubs only) **This Club is organized and shall operate as a not-for-profit organization and shall be incorporated pursuant to applicable law. The Club is organized to 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 by the “Code”.**
- (All other countries) **This Club is organized and shall operate as a not-for-profit organization and shall be incorporated pursuant to applicable law in accordance with the purposes of OI.**

ARTICLE XIV – AMENDMENTS

- Section 1:** Any amendment to these bylaws must be in conformity with the Bylaws of OI and shall be adopted by a two-thirds (2/3) vote of the members present at any meeting, provided that written notice of the proposed amendments and date of such meeting shall have been given the members at least two (2) weeks prior thereto.
- Section 2:** All amendments to these bylaws must be submitted to OI for approval.

ARTICLE XV – DISSOLUTION

(Note: Only one of the two options will appear online depending on location of Club)

- (U.S. Clubs only) **After delinquent dues are paid to OI and District, Clubs with any remaining assets are encouraged to contribute them to OI, 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 OI or the Optimist International Foundation.**
- (All other countries) **After delinquent dues are paid to OI and District (if applicable), Clubs with any remaining assets are encouraged to contribute them to OI, 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 OI or the Canadian Children’s Foundation for Canadian Clubs or the Optimist International Foundation for all other Clubs outside of Canada.**

Please e-sign below:

Name of Club: _____

_____ Approved _____

(President)

(for Optimist International "OI")

_____ Date Approved _____

(Secretary)

(by Optimist International "OI")

Date Adopted _____



Document Revised: June 30, 2023 to be effective October 1, 2023 with all Optimist Clubs' compliance by September 30, 2024.