



International Rotary Fellowship of Healthcare Professionals

BYLAWS

Amendments:

15 August 2021, 24 June 2022, 28 June 2024

BYLAWS OF THE INTERNATIONAL ROTARY FELLOWSHIP OF HEALTHCARE PROFESSIONALS (IRFHP)

IRFHP shall operate in compliance with Rotary International's policies for Rotary Fellowships, but it shall not be an agency of, or controlled by, Rotary International. These bylaws are subsidiary to the Constitution of the Fellowship and any determinations by the Rotary International Board of Directors.

The bylaws are not part of the Fellowship's constitution but for its day-to-day governance. They must be reviewed by the Board at regular intervals. They may be amended with the consent of at least two thirds of the members attending a Board meeting.

BYLAW 1 – IRFHP BOARD OF DIRECTORS AND OFFICERS

1. OFFICERS OF THE FELLOWSHIP – International Chairman, International Secretary, International Treasurer and 2 Vice Chairs.
2. IRFHP BOARD – will consist of the Officers, Immediate Past Chairman and a maximum of 12 additional board members.
3. International Chair will

Chair meetings and represent the Fellowship to other organisations.
Coordinate, in consultation with other officers, the activities of the Fellowship including liaison with Rotary and other Fellowships in a democratic way.
Be the link person with Rotary International.
4. International Vice-Chairmen will

Chair meetings or take action, in the International Chairman's absence and undertake any other duties assigned to him or her by the Chair.
5. International Secretary will

Organise meetings and activities of the Fellowship and assist the Chair in carrying out his/her duties.
Be the link person for IRFHP and any branch entities.
6. International Treasurer will
 - Keep records concerning income and expenditure and undertake related correspondence.
 - Present in May of each year to the Board a budget for approval for the ensuing Rotary year.

- Present to the Board regular updates and offer advice about financial matters.
- Present before September an audited or independently examined account for the previous Rotary year for approval. The Board will cause it to be published on the Fellowship's website before 1st of October.
- All donations to this fellowship shall be held in strict confidence although donor information and amounts of donations may be released to auditors and tax authorities. The treasurer will be the keeper of this information and it will be revealed to board members only on a need-to-know basis as determined by the treasurer. We will not take anonymous donations. We will not publish a listing of donors as a matter of policy.¹

7. Board meetings

Online Board meetings are held on a regular basis – usually 10 times a year. The Chair may call additional meetings for which at least 7 days' notice must be given. Additional meetings may also be called at the request of three or more Board members. Board meetings are quorate if a third of total membership is in attendance. The Board may Co-opt additional members as required.

8. Members with special responsibilities

The Board will seek from within its members (Vice Chairs or Board members) those with special skills to undertake the following responsibilities:

- a) Membership Secretary who will respond to enquiries, correspond with members and potential members; keep an up-to-date membership list, membership dues and other membership related issues in consultation with the Board.
Keep members informed of changes and important issues.
Communicate primarily by electronic means.
- b) Webmaster who will be responsible for keeping Fellowship's website up to date and managing other social media platforms

BYLAW 2 - ORGANISATION OF THE INTERNATIONAL ROTARY FELLOWSHIP OF HEALTHCARE PROFESSIONALS

9. IRFHP recognises that in fulfilling its mission it must adopt a policy of 'global thinking and local action'. Accordingly, the Board may delegate its responsibilities for its mission and objectives (vide IRFHP CONSTITUTION ARTICLE III and IV) to branches which may be geographical (country or region) or those with any special interest.
10. Each branch must have at least three Life members of IRFHP in an active role.
11. The branch will be known by the name - International Rotary Fellowship of Healthcare Professionals (country/region/special interest)
12. Membership of the branch will be open to practising or retired Rotarian and non-Rotarian Doctors and Allied Health Professionals.
13. The lead person of the branch will be known as Chairman/Chairperson RFHP (.....) and will be a Life member of IRFHP.
14. The Chairman/Chairperson will report to the IRFHP Board at least twice a year.
15. If a vacancy exists that is not immediately filled by that Branch the IRFHP Chairman may appoint a successor, with the concurrence of the IRFHP Board.

¹ Added in August 2021

16. Subject to the approval of the IRFHP Board, a branch may develop its own administrative structure, action plan, membership fee and promotional material.
17. The terms of office of the leaders of RFHP, election and accountability will be the same as those of IRFHP.
18. IRFHP will ensure that branches remain aligned to its mission and objectives and that they function within its Constitution and Bylaws as well as in accordance with Rotary International rules and regulations. If there is a conflict of interest IRFHP reserves the right to instigate due process to set things right or if necessary, dissolve such branches. IRFHP's decision in all such matters will be final.

BYLAW 3 - MEMBERSHIP FEES

19. Life membership fee is £80 paid at the time of joining. Associate membership fee is £12 paid at the time of joining.

BYLAW 4 - ELECTION OF DIRECTORS AND OFFICERS, REMOVAL OF DIRECTORS

20. A Nominating Committee shall be appointed by the Board of Directors and so indicated in a notice to all members. Notice transmitted via email to the last known address of the members shall be considered good and sufficient. The Nominating Committee shall receive nominations until a specified deadline. The Nominating Committee may also offer its own nominees for election. All nominees must indicate their willingness to serve by a specified deadline to be considered valid nominees for election.
21. The nominating committee will scrutinize the nominations and prepare a list of the most skilled nominees to serve on the Board. In making their choice they would consider the needs of the Board and the skills needed. If there are not enough skilled nominees, the committee may nominate other Life members to fill the gap. The nominating committee may recommend special areas of responsibility for Board members.
22. The Board will consider the nominations thus submitted by the Nominating Committee but may make its own nominations and recommend areas of responsibility. The Board's decision shall be final.
23. The terms of office for directors may last from one to three years, renewable upto six years. The board members will be required to reapply each year and be re-nominated to continue their membership.
24. A vacancy in the Rotary Fellowship's Board of Directors, or any office, shall be filled by action of the Rotary Fellowship's Board of Directors.
25. The Board will appoint from the members of the Board, the Officers of the Fellowship - International Chairman, International Secretary, International Treasurer and 2 Vice Chairs.
26. The terms of office of the Officers will be for three years, unless the Board decides otherwise due to exceptional circumstances.
27. The Board will submit the list of Board members together with the list of Officers and special areas of responsibility to the AGM *en masse* for approval.
28. A director or officer may be removed from office by a two-thirds vote of the Rotary Fellowship's Board of Directors, or, by a two-thirds vote of the membership.
29. It is expected that each Board member will attend at least 50% of the Board meetings and will lead on specific areas of responsibility assigned to him/her by the Board.

BYLAW 5 - MEETINGS

30. An annual general meeting of the members shall take place at the RI Convention each year, elsewhere or online as determined by the Board of Directors. At this meeting the installation of

incoming directors and officers and other business shall take place. The exact date, time, and location of the annual meeting of the members shall be set by the Board of Directors and announced to the members at least 60 days prior to the meeting.

31. Notice sent by mail or transmitted via email to the last known address of the members shall be considered good and sufficient.

BYLAW 6 - AMENDMENTS TO THE BYLAWS

32. The bylaws can be amended or rescinded by the Board with the consent of, at least, two thirds of those present at the meeting.
33. Any member of IRFHP may submit proposed and seconded amendments to the bylaws, in writing, to the Board.
34. The Board shall review and recommend approval or amendment or denial of any such proposal. The Board's decision shall be final.
35. Each approved proposal with any amendments shall be voted upon separately, by the Board.
36. The Board will maintain a transparent policy about communicating promptly to members all constitutional matters.

TIMELINE

The timeline below is given as a guide:

April	The Current Board appoints a Nominating Committee and the date of the AGM (usually in July)	The Board meeting is usually on the last Friday of April
May	Soon after the April Board meeting, the International Secretary sends out notice of the date of the AGM to all members	First week of May
May	Soon after the April Board meeting, the Nominating Committee invite from current the board members and Life members nominations for the new Board	The nominating committee indicate that the nominations should be returned before 15th May
May	Nominating committee meet to scrutinise the nominations and prepare a list of Board members	Between 15th and 20th of May
May	The Board considers the recommended list and makes changes if necessary. The Board also appoints Officers of the Fellowship and assigns areas of special responsibility to Board members.	May Board meeting (usually last Friday)
June	RI Convention	
July	The International Secretary circulates to members Annual General meeting agenda and other papers, together with the recommended list of Board members.	Before 15th of July
July	AGM - International Secretary submits for approval the list of Officers and Board members to the AGM.	Usually last Friday of the month
	The new Board takes office from 1st August to 31st July	