

722019

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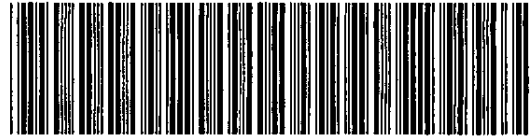
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*[Handwritten signature]*

T. LEMIEUX

SEP 10 2015



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

August 17, 2015

WILLIAMS D. DENNY GROVES  
P.O. BOX 5753  
SUN CITY CENTER, FL 33573

SUBJECT: KIWANIS CLUB OF SUN CITY CENTER, FLORIDA, INC.  
Ref. Number: 722019

We have received your document for KIWANIS CLUB OF SUN CITY CENTER, FLORIDA, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

This is a Florida Corporation the document you sent in to change the name is not correct.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Tracy L Lemieux  
Regulatory Specialist II

Letter Number: 515A00017319

9-2-2015

RETURNED. PROPER DOCUMENTS  
ATTACHED. THANKS! SORRY!

*William D. Groves*

The Groves  
1212 Knights Gate Court  
SCC, FL 33573-5895

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15 SEP -8 PM 4:29

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: KIWANIS CLUB OF SUN CITY CENTER, FL, INC.

DOCUMENT NUMBER: 722019

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

WILLIAM D. GROVES

(Name of Contact Person)

KIWANIS CLUB OF SOUTHSIDE

(Firm/ Company)

P.O. Box 5753

(Address)

SUN CITY CENTER, FL

(City/ State and Zip Code)

sevorgd@aol.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

WILLIAM D. GROVES

(Name of Contact Person)

at 813 633-3937

(Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- |  |   |   |  |
|--|---|---|--|
| <input type="checkbox"/> \$35 Filing Fee | <input checked="" type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy is<br>Enclosed) |
|--|---|---|--|

Mailing Address

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Street Address

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Articles of Amendment  
to  
Articles of Incorporation  
of

KIWANIS CLUB OF SUN CITY CENTER, FL, INC.

(Name of Corporation as currently filed with the Florida Dept. of State)

722019

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

KIWANIS CLUB OF SOUTHSHORE, SUN CITY CENTER, FL, INC. The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

N/A

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

N/A

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

N/A

(Florida street address)

New Registered Office Address:

(City)

Florida

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

N/A

Signature of New Registered Agent, if changing

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SECRETARY OF STATE  
TALLAHASSEE, FL 32304

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>



<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
3) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
5) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
6) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____

E. If amending or adding additional Articles, enter change(s) here:

*(attach additional sheets, if necessary). (Be specific)*

THE STANDARD FORM FOR KIWANIS CLUB BYLAWS WAS  
REVISED BY KIWANIS INTERNATIONAL. BECAUSE WE  
ALSO WANTED TO CHANGE THE CLUB NAME WE DID  
NOT RECEIVE FINAL APPROVAL ON JULY 10, 2015.

The date of each amendment(s) adoption: JULY 10, 2015, if other than the date this document was signed.

Effective date if applicable: JULY 10, 2015  
(no more than 90 days after amendment file date)

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.

☐ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated SEPTEMBER 2, 2015  
Signature William D. Groves  
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

WILLIAM D. GROVES

(Typed or printed name of person signing)

CLUB SECRETARY

(Title of person signing)



# Kiwanis®

## Standard Form for Club Bylaws and Policies

As revised by Kiwanis International – October 2012

### ARTICLE 1. NAME and OBJECTS

1.1. This organization is the "Kiwanis Club of SouthShore, Sun City Center" K06768, which is a member of Kiwanis International and exists only by charter granted by Kiwanis International.

1.2. The primary purpose of this club is to improve the quality of life for children and families worldwide by adhering to the Objects of Kiwanis International, which are:

- To give primacy to the human and spiritual, rather than to the material values of life.
- To encourage the daily living of the Golden Rule in all human relationships.
- To promote the adoption and application of higher social, business, and professional standards.
- To develop, by precept and example, a more intelligent, aggressive, and serviceable citizenship.
- To provide, through this club, a practical means to form enduring friendships, to render altruistic service, and to build a better community.
- To cooperate in creating and maintaining that sound public opinion and high idealism which make possible the increase of righteousness, justice, patriotism, and goodwill.

### ARTICLE 2. MEMBERS

2.1. Adults of good character and good community standing may be admitted to membership in this club by invitation or by transfer from another Kiwanis club upon no less than a majority vote of the board.

2.2. Members in good standing are entitled to all rights and privileges of the club. To be in good standing, members are obligated to pay the dues and fees provided in club policy and comply with any other criteria provided in club policy.

2.3. Members not in good standing may be suspended or removed by no less than a majority vote of the board. At least fourteen (14) days previous notice of such pending action must be provided to the member. The member will have the right to appear to present his/her case to the board on or before the meeting at which action will be determined.

2.4. A member may resign by submitting written notice to the club. Any member who resigns or has been removed from club membership forfeits all interest in any club funds or property and all rights to use any Kiwanis marks.

### ARTICLE 3. OPERATIONS

3.1. The administrative and fiscal year of this club is the same as Kiwanis International, which is October 1-September 30.

3.2. The board will determine the frequency, day, time, and place of regular club meetings, no less than once each month. Special club meetings may be called, and scheduled meetings may be cancelled or rescheduled, by a majority vote of the board or club members, provided at least 48 hours previous notice is given. Subject to laws of local jurisdiction, club members may meet and conduct business by any method that allows all participants to simultaneously communicate with each other or as otherwise allowed by law. Participation constitutes attendance. Normal club meeting rules apply. If any votes taken verbally are unclear, they should be taken by roll call.

3.3. One meeting each year between January 1 and May 15 will be designated as the annual meeting for club elections. At least 30 days previous notice of the annual meeting must be given to members.

3.4. This club may have standing committees as determined by a majority vote of the board and defined in club policy. The president may create and appoint additional committees as desired to conduct club goals and activities, subject to approval by the board, with their purpose, term, and duties defined upon creation.

3.5. At least one-third (1/3) of the club members in good standing constitutes a quorum, and no less than a majority vote of the members present and voting is required to approve all business unless otherwise provided in these bylaws or club policy. At least fourteen (14) days previous notice of any pending vote must be given to the members.

3.6. This club may host activities to inform club and community members about matters of public interest. However, this club will not express any opinion or take any action regarding any candidate, legislation, or other matters of a political nature.

### ARTICLE 4. OFFICERS AND DIRECTORS

4.1. The officers will be a president, immediate past president, president-elect, treasurer, and secretary. The officers may also include one or more vice-president(s), if so defined in club policy. This club will also have a minimum of three (3) directors as stated in club policy. No offices may be held by the same person except those of secretary and treasurer, and no person shall simultaneously serve as an officer and a director. This club may also have such other offices as may be required by the laws of local jurisdiction. The names, terms, and duties of such offices, as well as the processes for elections and filling of vacancies, will be included in relevant provisions of the club's bylaws and/or policies.

4.2. Officers' duties are as defined below and as may be additionally provided in club policy:

- The president acts as the club's executive officer; presides at all meetings of the members and the board; and regularly reports to both groups.
- The secretary keeps the club's records; promptly reports membership changes to Kiwanis International; keeps minutes of club and board meetings; files required reports (if any) with local, national, and other government authorities; and regularly reports to the members and board.



any) as long as required by local law, and shall send a copy to the Executive Director of Kiwanis International, to be retained in a confidential file.

7.3. A club shall discipline any member whose conduct is determined by the club to be 'conduct unbecoming a member of the Kiwanis family,' or else the club shall be considered out of compliance with acceptable standards of Kiwanis International and may have its charter suspended or revoked as provided in the Kiwanis International Bylaws.

7.4. If an officer or director is alleged by the president or a majority vote of the board to be failing to perform his/her duties, the board will investigate the allegation and determine the matter at a special meeting in executive session held within forty-five (45) days or as soon as reasonably possible. Written notice of the allegation, investigation, and hearing must be given to the accused member at least thirty (30) days prior to the hearing. The accused member will be permitted to attend the hearing and present a defense. If the allegation(s) is sustained by no less than a two-third (2/3) vote of the entire board, the position will be declared vacant.

## **ARTICLE 8. FUNDS and ACCOUNTING**

8.1. Monies received for club service activities, regardless of source, may be used only for service activities. Separate accounting records must be maintained for service funds and administrative funds.

8.2. By October 15, the board will adopt separate budgets of estimated income and expenses for the administrative and service funds of the club.

8.3. The club's financial records will be examined annually by either (a) a qualified accounting firm; or b) a standing financial review committee, as provided in club policy. The club's accounting records will be available for inspection by the accounting firm or the committee and, upon request, by the president or board. A written report of the annual financial examination shall be submitted to the board.

8.4. The board determines the official depository/ies of club funds and designates the person(s) authorized to pay club charges.

8.5. Club membership dues, fees, and other assessments, as provided in club policy, must be approved by two-thirds (2/3) vote of the members present and voting, provided at least fourteen (14) days previous notice of the vote and proposed amount is given to the members.

8.6. The club board will provide for the prompt payment of all dues, fees, and other obligations to Kiwanis International and to its district and federation (if any).

8.7. If this club ceases operations for any reason, the club board will provide for proper distribution of club funds or other assets, in accordance with applicable law. Funds or assets not otherwise designated will be transmitted to the Kiwanis International Foundation or the district foundation.

## **ARTICLE 9. AUTHORITIES**

9.1. This club's bylaws and policies will comply with all applicable laws in its local jurisdiction.

9.2. For authority on all matters not covered by these bylaws, the following documents will apply, in this order of priority:

- First—Kiwanis International bylaws;
- Second—Kiwanis International policies and procedures;
- Third—Federation bylaws (if any)
- Fourth—District bylaws (if any)
- Fifth—Robert's Rules of Order Newly Revised (latest edition)

## **ARTICLE 10. BYLAWS and POLICIES**

10.1. This club will incorporate or register as required by law with the proper government authority(ies) within one (1) year from its charter date and maintain such incorporation or registration.

10.2. These bylaws will only be amended to comply with the Standard Form for Club Bylaws, as approved now or in the future by Kiwanis International. Amendments may be adopted by two-thirds (2/3) vote of the club members present and voting, provided at least fourteen (14) days previous notice is given to the members. These club bylaws and any amendments thereto are not effective unless approved by Kiwanis International.

10.3. If any provision of these bylaws is determined to be invalid, all other provisions still remain in effect.

10.4. The club membership shall consider and adopt the mandatory club policies required by Kiwanis International, which complete provisions stated in the bylaws. Adoption shall be by two-thirds (2/3) vote of the club members present and voting, provided at least fourteen (14) days previous notice is given to the club members.

10.5. The club board may adopt other club policies that are not in contravention of the applicable laws, club bylaws, Kiwanis International bylaws, and district and federation bylaws (if any), by at least a majority vote of the club board members present and voting, provided at least fourteen (14) days previous notice is given to the board members.

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# **CLUB POLICIES**

"Kiwanis Club of SouthShore, Sun City Center" K06768

## **Mandatory Club Policies**

As stated in the club bylaws (Sec. 10.4): "The club membership shall consider and adopt the mandatory club policies required by Kiwanis International, which complete provisions stated in the bylaws. Adoption shall be by two-thirds (2/3) vote of the club members present and voting, provided at least fourteen (14) days previous notice is given to the club members."

one nominee, the nominee receiving the fewest votes will be dropped and a new vote taken for the remaining nominees; the same process will be followed until one nominee receives a majority of the votes. If there are more nominees for directors than offices to be filled, those receiving the highest number of votes will be declared elected without additional voting.

6. Electronic balloting is permitted for club elections. Secure website balloting is recommended to ensure privacy and accuracy. Use the KiwanisOne Club Management System or consult Kiwanis International for guidelines.
7. The club secretary will certify the election results to Kiwanis International (and to the district and federation, if any).
8. Incoming officers and directors are referred to as "-designate" (examples: president-elect-designate, secretary-designate, etc).
9. Additional requirements (if any) used by this club are:

## F. ANNUAL FINANCIAL REVIEW

To perform its annual financial examination as stated in Bylaws section 8.3, this club: **Hires a qualified accounting firm\***

Committee members' terms shall be for one year each, October 1 – September 30. It is recommended that no person serve more than three (3) consecutive terms.

*Note: An annual examination of financial records should include, but not be limited to, bank reconciliations, income, disbursements, budgets, balance sheets and income and expense statements for both the administrative and service accounts, budgets, and any other financial records or reports of the club.*

\*If the accounting firm is affiliated with a club member, a conflict of interest form should be completed. Contact Kiwanis International for a sample form.

## Optional Club Policies

As stated in the club bylaws (Sec. 10.5): "The club board may adopt other club policies that are not in contravention of the applicable laws, club bylaws, Kiwanis International bylaws, and district and federation bylaws (if any), by at least a majority vote of the club board members present and voting, provided at least fourteen (14) days previous notice is given to the board members."

The policies listed below are for consideration by the club because they may assist in club operations. However, they are not mandatory and may or may not be adopted, at the club's discretion. Optional policies do not require approval by Kiwanis International.

### G. OPTIONAL POLICY: CLUB MEETING INFORMATION

The club does not wish to use this policy.

### H. OPTIONAL POLICY: ADDITIONAL DUTIES (if any) OF OFFICERS and DIRECTORS

The club does not wish to use this policy.

### I. OPTIONAL POLICY: STANDING COMMITTEES (if any)

The club does not wish to use this policy.

### J. OPTIONAL POLICY: OTHER CLUB POSITIONS (if any)

### K. OPTIONAL POLICY: SPECIAL VOTE REQUIREMENTS (if any)

The club does not wish to use this policy.

### L. OPTIONAL POLICY: SPECIAL MEMBERSHIP TYPES (if any)

The club does not wish to use this policy.

### M. OPTIONAL POLICY

The club does not wish to use this policy.

*Note: A club policy on an additional topic(s): (1) may not be in contravention of other Kiwanis governing documents or applicable local laws; (2) should assist club operations in a strategic way; (3) should be long-term, lasting multiple years, until or unless changed or rescinded; (4) must be properly adopted as stated in Section 10.5 of the Standard Form for Club Bylaws.*

## ADOPTION AND APPROVAL of Club Bylaws, Mandatory Policies, and Optional Policies

### CLUB ADOPTION

### KIWANIS INTERNATIONAL APPROVAL

Date Adopted: 2/11/2014

Date Approved: 9/5/2014

Club Secretary: William Groves

[MORE NEXT PAGE]