Building a Satellite Club

**in**

**3 Easy Steps**

**by: Sonny Holt**

**Membership Chair, District 7850**

**Step 1. Answer the Question, “Do we want to start a Satellite Club and why?”**

Possible answers:

* It will provide an alternate place and time for Rotarians to meet who have difficulty attending our own meetings.
* It will grow our own club’s membership. *Satellite club members hold dual membership in both clubs – this is the only RI exception allowed for dual membership.*
* It could provide a vehicle for increased diversity in both clubs. More young professionals. More service projects oriented. Better female representation.
* It would allow 2 clubs in the same local area for make ups. Club members from both clubs could feel free to attend either club.

**Step 2. If answer to Step 1. Is ‘Yes’ then do the following:**

* Obtain ‘buy-in’ from Board of Directors and club members. *This is a critical step. You need close to 100% support from your club (the ‘Sponsor’ club.)*
* Change sponsor club Constitution as required to include provision for a satellite club. *See attachment C. for example.*
* Develop a draft Constitution and Bylaws for the Satellite club. *See attachments A. and B. for examples.*
* Appoint someone from your club to be the ‘Acting Chair’ of the satellite club and make an agreement on how many other members he/she may take to the satellite club to assist in getting started. *Not more than 2-3 others should be necessary. They will hold dual membership in both clubs.*

**Step 3. Start building the new club**

* Give it a name: for example; **“Rotary Satellite Club of Randolph Sunrise, Vermont”**
* Find a location: We recommend a low or no cost facility until membership builds up, e.g., church,school, senior center, etc.
* Find a theme: What do you want your club to be? Fun and fellowship? Service-oriented? Appealing to young professionals? All the above?
* Tell the town about your new club: use paid ads in the local paper; flyers on bulletin boards or in store windows; business cards telling when and where you meet and what’s special about your club and being a Rotarian.
* **Newspaper ad:** *(and for bulletin boards and store windows)*

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* **Be My Guest Card:**



* **Now “Just Do It!”**
* **Attachment A. Example of Satellite Club bylaws**
* **Attachment B. Satellite Club constitution**
* **Attachment C. Revisions for Sponsor Club’s constitution**

**Attachment A. Example of Satellite Bylaws** *(cut and paste for your own club)*

**Rotary Satellite Club of Randolph Sunrise, Vermont**

 (A satellite of the Rotary Club of Randolph, Vermont)

**By-Laws** (approved 3 April 2014)

**These By-Laws and the Randolph Sunrise Satellite Club Constitution constitute the governing documents for this club.**

**Article 1 Definitions**

1. Board: The Board of Directors of this club.

2. Director: A member of this club's Board of Directors.

3. Member: A member, other than an honorary member, of this club.

4. Quorum: One-third of the club membership; or a majority of directors for the Board.

5. Sponsor: Rotary Club of Randolph, Vermont

6. RI: Rotary International.

7. Year: The twelve-month period that begins on 1 July.

**Article 2: Board**

 The governing body of this club shall be the board of directors elected in accordance with Article 3.section 1 and the Chair, Chair-*elect (if not one of the other elected members of the board),* Secretary, Treasurer, and Immediate past Chair.

**Article 3: Election and Terms of Office**

Section 1. At a regular meeting one month prior to the meeting for election of officers, the presiding officer shall ask for nominations by the members of the club for Chair, Chair-elect, Secretary, Treasurer, Sergeant-at-arms, and six other directors. The nominations may be presented by a nominating committee or by members from the floor. The nominating committee shall consist of the Chair-elect, acting as chair, and two other members in good standing of the Club who are not presently directors of the club; these members being appointed by the Chair. The nominations duly made shall be placed on a ballot in alphabetical order under each office and shall be voted for at the annual meeting. The candidates for Secretary, and Treasurer, receiving a majority of votes shall be declared elected to their respective offices. The six candidates for director receiving a majority of votes shall be declared elected as directors. The Chair elected in such balloting shall serve as Chair -elect for the year commencing on the first day of July next following election; then shall serve as Chair for the year beginning the first day of July following service on the board as Chair -elect.

Section 2. The officers and directors, so elected, together with the Immediate past Chair shall constitute the board of directors.

Section 3. A vacancy in the board of directors or any office shall be filled by action of the remaining members of the board.

Section 4. A vacancy in the position of any officer-elect or director-elect shall be filled by action of the remaining members of the board of directors-elect.

Section 5. Terms of office for each role are as follows:

Chair — 1 year

Chair-elect — 1 year

Directors — Limited to 3 terms of 1 year each

Treasurer — 3 years

Secretary — 3 years

 Sergeant-at-arms — 3 years

**Article 4: Duties of Officers**

Section 1. *Chair.* The Chair shall preside at club and board meetings.

Section 2. *Immediate past Chair*. The Immediate past Chair shall serve as a director.

Section 3. *Chair-elect.* The Chair-elect shall preside at meetings of the club and board in the absence of the Chair and shall prepare for their year in office and serve as a director.

Section 4. *Director*. A director shall attend club and Board meetings.

Section 5. *Secretary.* It shall be the duty of the secretary to keep the records of membership, including members’ Classifications, to record the attendance at meetings, send out notices of meetings of the club, board, and committees, and to record and preserve the minutes of such meetings. The secretary shall make the required reports to our sponsor, Randolph Rotary, including the semiannual reports of membership, which our sponsor is required to make to the general secretary of RI on January 1 and July 1 of each year. Prorated reports of each active, senior active and past service member elected to membership since the preceding semiannual report shall be made to our sponsor, on October 1 and April 1. The secretary shall also make a monthly report to our sponsor of changes in membership and monthly attendance reports of club meetings immediately following the last meeting of each month. The secretary shall perform all other duties which usually pertain to the office.

Section 6. *Treasurer.* It shall be the duty of the treasurer to have custody of all funds, accounting for same to the club annually and at any other time upon demand by the board and to perform such other duties as pertain to the office of Treasurer*.*  Upon the treasurer's retirement from office, all funds, books of accounts, and all other club property shall be turned over to the Chair or the incoming treasurer.

Section 7. *Sergeant-At-Arms.* The duties of the sergeant at arms shall be as prescribed by the Chair or board. They shall include preparing the meeting room for the meeting, storing all Rotary items away after the meeting, and collecting fines and Happy Dollars. The Sergeant-At-Arms is responsible to keep order during the club meetings.

Section 8**.** Board members may perform additional duties as assigned.

***NOTE: See Rotary club leader manuals for details on the roles of club officers.***

**Article 5: Meetings**

Section I. Annual Meeting. An annual meeting of this club shall take place at the second regular meeting of each December. The election of officers and directors shall take place at this time. An annual report of the club's activities and finances shall be given to the membership at this time.

Section 2. Except for adaptive meetings, the regular weekly meetings of this club are held on Tuesday at 7:00 AM. Two meetings each month will conform to the Order of Business contained in Article 13. The other two meetings of the month may be of the open forum type to, among other things, investigate new ideas; concentrate on service related activities; address new ways to increase membership; etc. If there is a fifth Tuesday in any month that meeting will be reserved for a social function. Adaptive meetings may be called with sufficient advance notice and members who attend will receive credit for a regular meeting. Reasonable notice of any change or cancellation of the regular meeting shall be given to all club members.

 All members excepting members excused by the board of directors of this club, on the day of each meeting, must be counted as present or absent. Members must attend at least 50% of all scheduled meetings. Credit for a meeting will be given if a member is in attendance for at least 60% of the meeting time.

Section 3. The board of directors shall meet whenever deemed necessary by the Chair, or by the request of a board member or club member.

Section 4. A majority of the board members shall constitute a quorum of the board.

Section 5. Attendance: In all respects, the attendance requirements are as set forth in Article VII of the Model Rotary Constitution. Attendance credit will be given to the Rotarian who, within 14 days of missing a scheduled meeting of the Club:

1. Makes up at a regular meeting of another club.

2. Attends a Rotary International or District conference or Rotary educational meeting.

3. Attends a District or Rotary International meeting as a committee member.

4. Attempts to make up at a Rotary meeting and is unable to due to a change in the time or place of that meeting.

5. Does the work of the Club at a designated function or service project, or, with the approval of the Board, as part of his/her committee assignment. Designation of authorized makeups will be made annually in July.

**Article 6: Fees and Dues**

Section 1. The admission fee shall be $50.

Section 2. The membership dues shall be as follows:

* Standard Member Dues = $12 per month.
* Young Leader Dues = $9 per month.
* Family Member Dues = $ 8 per mo.

Dues will be invoiced bi-monthly. For a breakout of the dues structure see Appendix 1. For a definition of the Young Leader and Family Member plans see Appendix 2.

**Article 7. Method of Voting**

The business of this club is conducted by voice vote or show of hands except for the election of officers and directors, which is conducted by ballot. The Board may provide a ballot for a vote on a specific resolution.

**Article 8: Avenues of Service**

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

**Article 9: Committees.**

The major committees, each with an elected Director acting as Chair, shall be the **Membership, Club Administration, Rotary Foundation, Public Relations, Service Projects, and Funds Development** committees. Under these committees, the Chair shall assign members to the following sub-committees. Other ad-hoc committees may be created by the Chair as necessary.

**Section 1: Membership: Committee:**

* **Engagement / Retention of Members**
* **Attraction/Recruitment of**

**Potential Members**

* **Rotary Education**
* **Maintenance of Potential**

**Membership list**

**Section 2: Club Administration: Committee:**

* **Program/Speaker**
* **Invocation**
* **Rotary Minute**
* **Inspiration**
* **Nominations**
* **Recognition**
* **Fellowship Activities**

**Section 3: Rotary Foundation:**

* **Committee**
* **Annual Giving**
* **PolioPlus**
* **Grants**

**Section 4: Public Relations: Committee:**

**Telling Our Story**

**Club Newsletter**

**Club Website/Blog/Facebook**

**Photographer**

**Section 5: Service Projects: Committee:**

**Community Service Projects**

***To be developed***

**International Projects**

***To be developed***

**Youth/Young Professionals Service**

**Rotary Youth Leadership Awards (RYLA)**

**Interact Interface – support combined projects with RUHS Interact**

**Rotary Leadership Institute (RLI)**

**Section 6: Funds Development: Committee:**

***Investigate and recommend to the Board new initiatives for Fund Raising***

Section 7. Additional committees may be appointed as needed.

Section 8. The Chair shall be *ex officio* a member of all committees and, as such, shall have all the privileges of membership.

Section 9. Except where special authority is given by the Board, committees shall not take action until a report has been made and approved by the Board. The

Chair or the Board shall refer additional business to a specific committee as needed.

Section 10. 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.

**Article 10: Duties of Committees**

**(to be further developed by the satellite club over time)**

**Article 11: Finances**

Section 1.Prior to the beginning of each fiscal year, the board shall prepare a budget of estimated income and expenditures for the year, which 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 club funds shall be divided into two separate parts: club operations and service projects.

Section 3.All bills under $500.00 shall be paid by the treasurer or other authorized officer. For bills and/or checks over $500.00 it will require approval 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 club.

Section 6.The fiscal year of this club shall extend from 1 July 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.

Section 7. An annual financial statement of the club shall be provided to club members.

*NOTE: Rotary’s manual for club treasurers gives details on managing club finances.*

**Article 12: Method of Electing Members**

Section 1. Active members

(a) The name of a prospective member, proposed by an active member of the club or by the membership development committee, shall be submitted to the board in writing, through the club secretary. The proposal for the time being shall be kept confidential except as otherwise provided in this procedure. The proposed member shall attend two meetings of the club before the board takes action.

(b) The board shall request the secretary to review the classification of the new member and also ask the membership committee to investigate and report to the board on the eligibility and desirability of the proposed member.

(c) The board shall consider the recommendations of the secretary and membership committee and shall notify the proposer through the club secretary of its decision.

(d) If the decision of the board is favorable, the proposer, together with one or more members of the Rotary information committee, shall inform the prospective member of the purposes of Rotary and the privileges and responsibilities of membership in the club, following which the prospective member shall be asked to complete an application for membership and to give permission for his name and classification to be published in the Weekly Bulletin and/or other social media, e.g., Facebook, Web page, etc.

(e) If no written objection to the proposal, stating reasons, is received by the board within 7days following publication, the prospective member shall be considered to be elected to membership in the club.

(f) The new member shall be formally introduced as a new member of the club, and shall be duly inducted into the club at an appropriate regular meeting of the club. Family members and friends may be invited to attend the ceremony. Following the election, the Secretary shall arrange for the new member's induction, membership card, and new member Rotary literature and will report the new member information to our sponsor, the Randolph Rotary club. The Chair 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.

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.

Section 2. Honorary members.

(a) Honorary membership is the highest distinction that a club may bestow and should be conferred only in exceptional cases, but may not be conferred upon an active member by the members of one’s own club.

(b) The name of the proposed candidate shall be submitted to the board of directors in writing and the election shall be in the same form and manner as prescribed for the election of an Active member. Such proposal may be considered at any regular or special meeting of the board.

(c) The board may at its discretion waive any of the steps set forth in this Article and proceed to ballot on the proposed member.

(d) If any 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 (if not honorary membership), uponpayment of the admission fee, shall be considered to be elected to membership.

(e) The proposed member may be considered to be elected if not more than 3 negative votes are cast by the members of the board at that meeting.

Section 3. Any member who qualifies under the Rule of 85 may request to be placed on Excused Attendance status.

**Article 13: Resolutions**

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

**Article 14: Order of Business**

* Meeting called to order
* Pledge
* 4 Way Test
* Invocation
* Introduction of visiting Rotarians & guests
* Funny Story
* Rotary Minute
* Correspondence and announcements
* Happy Dollars
* Board/Committee reports (at club assembly meeting)
* Speaker or other Program (15-25 minutes)
* Inspiration(Poem, quotes from great people, etc. 1 min)
* Adjournment

*Note: This order of business may be changed for those meetings held to 1.) plan or conduct service projects; 2.) to engage in fellowship/networking, or 3.) combined meetings with other Rotary clubs.*

**Article 15: Amendments**

These Bylaws may be amended at any regular club meeting. Changing the club bylaws requires that written notice be sent to each member 10 days before the meeting, that a quorum be present for the vote, and that two-thirds of the votes support the change. Changes to these bylaws must be consistent with the Standard Rotary Club Constitution, the RI Constitution and Bylaws, and the Rotary Code of Policies.

**Appendix 1: Satellite Club Dues Structure**

1. *(Monthly club dues includes all dues payable to Rotary International, and District 7850. The following dues amounts may be periodically updated due to inflation or other rising costs.)*

|  |  |  |  |
| --- | --- | --- | --- |
| **Satellite Dues structure** | Standard | Family Member | Young Leader |
|    |  |  |  |
| Per Month > | $12.00 | $8.00 | $9.00 |
| *Dues for Company designees are as follows:**1st Designee = $14**2nd Designee = $12**3rd Designee = $10**4th Designee = $8* |  |  |  |
| *All members will be billed bi-monthly**Note: The full cost breakout has not been provided here.* ***All clubs will have a dues structure based on their actual costs – The Randolph Sunrise club has an exceptionally low dues structure.*** *As a morning club, no meals are provided. They also take advantage of the District’s awards for Family Plan and Young Leader Plan members. For a detailed breakout of the Randolph Dues structure you may request this from the Sunrise Club’s Chair* |  |  |  |
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**Appendix 2: Family Membership and Young Leaders Plan**

**The Family Membership** plan encourages spouses/partners (or any family member) of a Rotarian who otherwise would qualify for membership, to join Rotary by offering the incentive of reduced dues payments. Currently, there is a much higher ratio of males to females in Rotary, therefore by bringing in the spouses/partners of current members the female ratio should rise over time. The Rotary International Council on Legislation (2013) has created a new membership category which will admit to membership spouses who have not worked or who have stayed at home to care for children or assist their spouses in their work

**The Young Leaders plan** encourages professionals 35 years of age or younger to join Rotary by also offering the incentive of reduced dues payments. Professionals who qualify for this plan will be required to bring in another member to Rotary within 12 months to retain their status as Young Leaders. The reduction in dues payments will come from two sources: District dues, and Club dues.

**General**

A potential member may participate in only one membership plan at any given time.

Family units should request from RI a single subscription to *The Rotarian* Magazine.

**Section I – Family Plan Membership**

1. **Definitions:**

**Primary member:** A Primary Member is a fully qualified Rotarian. Each Family Plan household must have one Rotarian designated as the primary member.

**Family member:** A Family Member is a potential Rotarian who meets, or will meet, all membership requirements for his/her club, and resides in the same household of at least one Primary Member. A Family Member may belong to a different club in District 7850 from the Primary Member.

1. **Program details:** If ALL the following apply, the potential Family Member will qualify for the program:
	1. The Primary Member will pay the standard member dues ($12/month as of 2014)
	2. The Family Member will pay $8/month (a savings of 33%)
	3. Because the Family Member plan is a tool to increase membership, once a Family Plan unit is established, that unit is strongly encouraged to bring in one new member within 12 months after attaining Family Member status.
	4. Family Members will be reported to Rotary International as members. The club will report to the District secretary and treasurer BOTH the total number of club members and also the number of qualifying Family Members (not including Primary Members) within that total.
	5. Each year, in July, The clubs will report to the District Secretary and Treasurer BOTH the total number of active members in their clubs and also the number of qualifying Family Members (not Primary Members) within that total.
2. **Awards:** Each yearin August, the District will award each club $20 for each Family Member reported.

**Section II – Young Leader Plan Membership**

1. **Definition:**

A **Young Leader** is a fully qualified potential Rotarian who will meet, all Club and Rotary International membership requirements, and is 35 years of age or younger.

1. **Program details:** If ALL the following apply, the potential Young Leader will qualify for the program:
2. The Young Leader member will pay dues of $9/month (a savings of 25%)
3. If two Young Leader members reside in the same household, both may qualify for the program. Remember: A Rotarian may participate in only ONE membership plan at a time.
4. Because the Young Leader membership plan is a tool to both increase membership and increase leadership potential, once a Rotarian qualifies for Young Leader status, to retain that status, s/he shall be required to bring in at least one new member within 12 months after attaining Young Leader status.
5. Young Leader members will be reported to Rotary International as members. The club will report to the District secretary and treasurer BOTH the total number of club members and also the number of qualifying Young Leader members within that total.
6. Each year in July, clubs will report to the District Secretary and Treasurer BOTH the total number of active members in their clubs and also the number of qualifying Young Leaders within that total.
7. **Awards:** Each yearin August, the District will award each club $20 for each Young Leader reported.

**Section III – Company Plan Membership**

**Considerations:** *Company Plan Membership is offered for new enrollees into the Rotary Sunrise club of Randolph, Vermont.*

1. **Approval:** A company entity or organization may become an eligible company member of this Rotary club through consideration and approval of the Board of Directors of this club.
2. **Designees:** Once an entity has become an eligible company member, it shall appoint at least two but not more than four persons to be its designees. One of the designees must be a member of that entity’s leadership team; the others may be managerial/professional individuals.
3. **Rotary International registration:** Each designee will be listed as an official member of this Rotary club, this Rotary District, and Rotary International.
4. **Financial obligations:** The financial obligations of an eligible company shall be as follows:
5. Company Initiation fee: A one-time fee of $150.00
6. Monthly club dues:
	1. Company Executive: $14
	2. Designee #1: $12
	3. Designee #2: $10
	4. Designee #3: $8

 *(Monthly club dues include all dues payable to Rotary International and District 7850. Dues amounts may change periodically.)*

1. **Conversion:** A designee of the eligible company, while still an employee, or a former employee of the eligible company, may convert to an individual membership of the club by written request to the Board of Directors of this club.
2. **Termination:** The process for terminating the membership of a designee or of the eligible company will be determined by the club.

**Sunrise Rotary Club of Randolph Vermont**

**Company Membership Application**

We hereby apply for company membership in the Rotary Club of Randolph Sunrise, a satellite of the Rotary Club of Randolph, Vermont, and hereby authorize consideration of our request by the club’s Board of Directors. If approved, we authorize publication of our organization’s name and representing officers and classifications in the Sunrise Rotary club’s publications. We agree to abide by the requirements of membership and to pay the initiation fee and monthly dues promptly.

Company or Firm Name: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Business Address: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

City/State/Zip: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Website Address: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

***Company Executive.***

Name: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Title: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Spouse Name: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Children: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Business Phone: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_Fax: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ E-mail: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Home Address: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Home City/State/Zip: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Home Phone: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Home E-mail: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Alma Mater: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

***Additional Company Designee 1.***

Name: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Title: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Spouse Name: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Children: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Business Phone: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_Fax: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ E-mail: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Home Address: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Home City/State/Zip: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Home Phone: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Home E-mail: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Alma Mater: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

***Additional Company Designee 2.***

Name: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Title: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Spouse Name: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Children: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Business Phone: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_Fax: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ E-mail: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Home Address: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Home City/State/Zip: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Home Phone: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Home E-mail: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Alma Mater: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

***Additional Company Designee 3.***

Name: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Title: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Spouse Name: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Children: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Business Phone: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_Fax: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ E-mail: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Home Address: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Home City/State/Zip: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Home Phone: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Home E-mail: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Alma Mater: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

**Signature of Company Executive: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_Date: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**

**Attachment B. Satellite Club Constitution** *(Important provisions; you may cut and paste for your own Satellite Constitution)*

**Article 1: Definitions**

As used in this constitution, unless the context otherwise clearly requires, certain terms in this article shall have the following meanings:

1. Board - The Board of Directors of this club.
2. Bylaws - The bylaws of this club.
3. Director - A member of this club's Board of Directors.
4. Member - A member, other than an honorary member, of this club.
5. RI - Rotary International.
6. Satellite club - A club whose members shall also be members of Randolph Rotary.
7. Year - The twelve-month period which begins on 1 July.

**Article 2: Name**

The name of this organization shall be the Rotary Satellite Club of Randolph Sunrise (a satellite of the Rotary Club of Randolph, Vermont)

**Article 3: Locality of the Club**

The locality of this club is as follows: The town of Randolph, VT, to include the surrounding towns of Brookfield and Braintree. The villages of Randolph Center and East Randolph are included.

**Article 7: Membership**

**Section 3** *Active Membership.*

An adult person of good character

1. engaged as a proprietor, partner, corporate officer, or manager of any worthy and recognized business or profession; or,
2. holding an important position in any worthy and recognized business or profession or any branch or agency thereof, and have executive capacity with discretionary authority; or,
3. having retired from any position listed in sub-subsection (A) or (B) of this section; or,
4. being a community leader who has demonstrated through personal involvement in community affairs a commitment to service and the Object of Rotary; or,
5. having the status of Rotary Foundation alumnus as defined by the board; or,
6. *having interrupted employment, or having never worked outside the home in order to care for children or to assist the spouse in their work.*

**Section 6** *Satellite Club Membership.* Members of a satellite club shall also be members of the sponsor Randolph Rotary club until such time as the satellite club shall be admitted into membership of RI as a Rotary club.

**Article 10: Directors and Officers**

**Section 4**

 **(a) *Officers.***For day-to-day governance, this satellite club shall have its own annually-elected board of directors drawn from its members, and be comprised of the **officers of the club and four to six other members** as the bylaws shall provide. The highest officer of the club shall be the Chair. Other officers shall include the Immediate Past Chair, the Chair-elect, the Secretary and the Treasurer. The board shall be responsible for the day-to-day organization and management of the club and its activities in accordance with Rotary rules, requirements, policies, aims and objectives under the guidance of our sponsor club, Randolph Rotary. It shall have no authority within, or over, the Randolph Rotary club.

**(b) *Reporting Procedure.* The club shall, annually, submit to the President and board of our sponsor**, the Randolph Rotary club, a report on its membership, its activities and programs, accompanied by a financial statement and audited accounts, for inclusion in Randolph Rotary club’s reports for its annual general meeting and such other reports as may, from time to time, be required by Randolph Rotary club.

**Section 5 *Election of Officers.***

**(a) *Terms of Officers other than the Chair.*** Each officer shall be elected as provided in the bylaws. Except for the Chair, officers shall take office on 1 July immediately following election and shall serve for the term of office or until a successor has been duly elected and qualified.

**(b) *Term of Chair.***The Chair shall be elected as provided in the bylaws, not more than two (2) years but not less than eighteen (18) months prior to the date of taking office; s/he shall serve as Chair upon election. The nominee shall take the title of Chair -elect upon the election of a successor. The Chair shall take office on 1 July and shall serve a period of one (1) year or until a successor has been duly elected and qualified.

**(c) *Qualifications.***Each officer and director shall be a member in good standing of this club. The Chair elect shall attend the district presidents-elect training seminar and the district assembly unless excused by the governor-elect. If so excused, the Chair-elect shall send a designated club representative who shall report back to the Chair-elect. If the Chair-elect does not attend the Chair-elect training seminar and the district assembly and has not been excused by the governor-elect or, if so excused, does not send a designated club representative to such meetings, the Chair-elect shall not be able to serve as club Chair.

**Section 6 — *Governance of a Satellite Club.***A satellite club shall be located in the same locality as *the sponsor* *club* or in the surrounding area.

**(a) *Satellite Club Oversight.*** *The sponsor* club shall provide such general oversight and support of a satellite club as is deemed appropriate by the board.

**(b) *Satellite Club Board.***Day-to-day governance of a satellite club, shall rest with its own annually-elected Board of Directors while shall be comprised of the officers of the satellite club plus four to six other members as the bylaws shall provide. The highest officer of the satellite club shall be the chair; other officers shall include the immediate past chair, the chair-elect, the secretary and the treasurer. The satellite board shall be responsible for the day-to-day organization and management of the satellite club and its activities in accordance with Rotary rules, requirements, policies, aims and objectives under the guidance of this club. It shall have no authority within, or over *the sponsor* club.

**(c) *Satellite Club Reporting Procedure.***A satellite club shall, annually, submit to the president and board of *the sponsor* club a report on its membership, its activities and programs, accompanied by a financial statement and audited accounts, for inclusion in *the sponsor* club’s reports for its annual general meeting, and such other reports as may, from time to time, be required by *the sponsor* club.

**Attachment C. Important revisions for the Sponsor Club’s Bylaws and Constitution**

**Constitution of the Rotary Club of**

**Randolph, Vermont**

**Article 1: Definitions**

As used in this constitution, unless the context otherwise clearly requires, the words in this article shall have the following meanings:

1. Board: The Board of Directors of this club.

2. Bylaws: The bylaws of this club.

3. Director: A member of this club's Board of Directors.

4. Member: A member, other than an honorary member, of this club.

5. RI: Rotary International.

**6. Satellite club: A potential club whose members shall also be members (when applicable) of this club.**

7. Year: The twelve-month period which begins on 1 July.

**Article 6: Meetings**

**Section 1** *Regular Meetings.*

**(d) *Satellite Club Meeting.***If provided in the bylaws, a satellite club shall hold regular weekly meetings at a day, time and place decided by its members. The day, time and place of the meeting may be changed in a way similar to that provided for the club’s regular meetings in section 1 (b) of this article. A satellite club meeting may be cancelled for any of the reasons enumerated in section 1 (c) of this article. Voting procedures shall be as provided in the bylaws.

**Section 2** *Annual Meeting.*

**(b) A satellite club** shall hold an annual meeting of its members before 31 December to elect officers for the general governance of the satellite club.

**Article 7: Membership**

**Section 6— *Satellite Club Membership.***Members of a satellite club shall also be members of the sponsor club until such time as the satellite club shall be admitted into membership of RI as a Rotary club.

# **Article 9: Attendance**

**Section 1 —** *General Provisions.* Each member should attend this club’s regular meetings, **or the satellite club’s regular meetings i**f provided in the bylaws, and engage in this club’s service projects, other events and activities. A member must attend or make up at least 50 percent of the club’s regular meetings or engage in club projects, other events and activities for at least 12 hours in each half of the year, or a proportionate combination of both. A member shall be counted as attending a regular meeting if the member is present for at least 60 percent of the meeting, or is present and is called away unexpectedly and subsequently produces evidence to the satisfaction of the Board that such action was reasonable, or makes up for an absence in any of the following ways:

**Article 10: Directors and Officers**

**Section 6 — *Governance of a Satellite Club of this Club****.* A satellite club shall be located in the same locality as this club or in the surrounding area.

**(a) *Satellite Club Oversight****.* This club shall provide such general oversight and support of a satellite club as is deemed appropriate by the board.

**(b) *Satellite Club Board.***For the day-to-day governance of a satellite club, it shall have its own annually elected board drawn from its members and comprising the officers of the satellite club and four to six other members as the bylaws shall provide. The highest officer of the satellite club shall be the chair; other officers shall be the immediate past chair, the chair-elect, the secretary and the treasurer. The satellite board shall be responsible for the day-to-day organization and management of the satellite club and its activities in accordance with Rotary rules, requirements, policies, aims and objectives under the guidance of this club. It shall have no authority within, or over, this club.

**(c) *Satellite Club Reporting Procedure.***A satellite club shall, annually, submit to the president and board of this club a report on its membership, its activities and programs, accompanied by a financial statement and audited accounts, for inclusion in this club’s reports for its annual general meeting and such other reports as may, from time to time, be required by this club.

**Article 12: Duration of Membership**

**Section 4** *Termination for non-attendance.*

(a) *Attendance Percentages.* A member must

(1) attend or make up at least 50 percent of club regular meetings **or satellite club meetings,** or engage in club projects, other events and activities for at least 12 hours in each half of the year, or a proportionate combination of both;

(2) attend at least 30 percent of this club's regular meetings **or satellite club meetings,** or engage in club projects, other events and activities in each half of the year (assistant governors, as defined by the board of directors of RI, shall be excused from this requirement).