

## **Bylaws of the FRC-Satellite, a satellite group of Franklin Rotary Club of Indiana**

### **Article 1 Definitions**

1. Board: The FRC Club's board of directors
2. FRC-Satellite: Franklin Rotary Club - Satellite Group
3. Director: A member of the FRC Club's board of directors
4. Member: A member of the FRC Club (which, for clarity, includes Satellite Group members)
5. Quorum: The minimum number of participants who must be present when a FRC-Satellite vote is taken is one-fourth of the FRC-Satellite group members. Decisions made by the Executive Committee will be made a majority of the committee members present.
6. RI: Rotary International
7. FRC-Satellite Group Member: A member of the Franklin Rotary Club that is designated by the member and the Franklin Rotary Club (and accepted by the FRC-Satellite Group) as being a member of FRC-Satellite Group.
8. Year: The 12-month period that begins on July 1.

### **Article 2 Officers**

The officers of FRC-Satellite Group are comprised of a Chair, Secretary and Chair-Elect. The governing body of FRC-Satellite is the FRC-Satellite Executive Committee, which consists of its current Chair, Secretary and Chair-Elect, the immediate past Chair (to the extent they are still a Member of the Club), and the President of the Franklin Rotary Club, for a maximum of five (5) members. The FRC-Satellite Secretary will collect and report attendance of FRC-Satellite meetings and Executive Committee meetings to the Franklin Rotary Club's Secretary.

The secretary of the Franklin Rotary Club will maintain membership records of the Club (including FRC-Satellite), and the treasurer of the Franklin Rotary Club will oversee all funds of the Club (including FRC-Satellite).

### **Article 3 Elections and Terms of Office**

Section 1 — Each December, the FRC-Satellite will nominate and elect Chair, Secretary and Chair-Elect. The nominations may be presented by the FRC-Satellite Executive Committee, or by Members from the floor.

Section 2 — The candidate who receives a majority of the votes will become the officer.

Section 3 — If a Chair, Secretary or Chair-Elect vacates his or her position, the remaining members of the FRC-Satellite Executive Committee will appoint a replacement.

Section 5 — The term of office for each officer role is as follows: 1 year beginning July 1 - June 30.

#### **Article 4 Duties of the Officers**

Section 1 — The Chair presides at FRC-Satellite meetings and FRC-Satellite Executive Committee meetings. The Chair also serves as the Franklin Rotary Club's Community Service Chair.

Section 2 — The Chair-Elect presides at FRC-Satellite meetings and FRC-Satellite Executive Committee meetings when the Chair is absent.

Section 3 — The Secretary maintains records of meeting notes and members attendance/activity.

Section 4 — The immediate past Chair and Franklin Rotary Club President serve as a member of the FRC-Satellite Executive Committee.

Section 5 — The Chair will attend Franklin Rotary Club Board meetings as a Director and liaison representative of FRC-Satellite.

Section 6 — The Franklin Rotary Club secretary keeps membership and attendance records for the Franklin Rotary Club (including FRC-Satellite). The FRC-Satellite Secretary will provide the Franklin Rotary Club secretary with FRC-Satellite attendance/activity records.

Section 7 — The Franklin Rotary Club treasurer oversees all Franklin Rotary Club funds in accordance with the Franklin Rotary Club bylaws.

#### **Article 5 Meetings**

Section 1 — An annual meeting on the second Wednesday in December of FRC-Satellite will be held for the purpose of electing FRC-Satellite Chair, Secretary and Chair-Elect.

- (i) each term begins on July 1 of the following year and ends on June 30.

Section 2 — This FRC-Satellite meets twice per month as follows:

- (i) Second Wednesday of each month – from 6:00 - 7:30 p.m. The FRC-Satellite Chair will provide notice to the FRC-Satellite members as to the meeting location, which may alternate between restaurants and meeting locations.
- (ii) At a designated community service site, to be arranged by and communicated to FRC-Satellite members by the Chair.

Reasonable notice of any change or cancellation of the regular meeting will be given to all FRC-Satellite members.

Section 3 — FRC-Satellite Executive Committee meetings are held as needed in conjunction with regular FRC-Satellite meetings. Special meetings of the FRC-Satellite Executive Committee are called with reasonable notice by the Chair or upon the request of two Executive Committee members.

Section 4 - FRC-Satellite members should attend a Franklin Rotary Club meeting at least once per year, quarterly attendance preferred.

## **Article 6 Dues**

FRC-Satellite dues are set by the Franklin Rotary Club in accordance with the terms of the Franklin Rotary Club's bylaws, and shall be paid quarterly. FRC-Satellite dues include RI per capita dues, a subscription to *The Rotarian*, district per capita dues, Franklin Rotary Club fees, and any other Rotary or district per capita assessment.

## **Article 7 Method of Voting**

The business of FRC-Satellite is conducted by voice vote or a show of hands except in the election of Chair, Secretary and Chair-Elect, which is conducted by ballot. The Chairs may also provide a ballot for a vote on some resolutions.

## **Article 8 Committees**

Section 1 — FRC-Satellite may have FRC-Satellite committees as may be established from time to time by the FRC-Satellite Chair or FRC-Satellite Executive Committee, in order to coordinate their efforts to achieve FRC-Satellite's annual and long-term goals.

Section 2 — The Chair is an ex officio member of all committees and, as such, has all the privileges of membership.

Section 3 — Each committee's chair is responsible for the regular meetings and activities of the committee, supervises and coordinates its work, and reports to FRC-Satellite Executive Committee on all committee activities.

Section 4 — FRC-Satellite members are encouraged to join at least one Franklin Rotary Club committee and encouraged to participate in FRC-Satellite service projects.

## **Article 9 FRC-Satellite Finances**

Section 1 — Before each Rotary Year starts, the FRC-Satellite Executive Committee shall review and determine any FRC-Satellite budget items of estimated income and expenditures to recommend to the Franklin Rotary Club board for consideration in the Franklin Rotary Club budget.

Section 2 — Any deposits of FRC-Satellite funds will be placed in a financial institution or institutions designated by the Franklin Rotary Club board, and overseen by the Franklin Rotary Club treasurer.

Section 3 — The fiscal year is from July 1 to June 30.

## **Article 10 Method of Accepting Members**

Section 1 — A Member (which may be a FRC-Satellite member or any other Franklin Rotary Club Member) may propose a candidate for membership to Franklin Rotary Club, including specifically to be a member of FRC-Satellite, in accordance with the Franklin Rotary Club bylaws.

Section 2 — Any proposed member of the Franklin Rotary Club who desires to be part of FRC-Satellite will be approved by the FRC-Satellite Executive Committee prior to being designated by the Franklin Rotary Club as being a member of FRC-Satellite. The Executive Committee will promptly advise the Franklin Rotary Club secretary of the FRC-Satellite Executive Committee's approval of proposed FRC-Satellite Members. The approval by the FRC-Satellite Executive Committee prior to a new member becoming part of FRC-Satellite does not affect the Member's standing as a member of the Franklin Club; simply as a member designated as part of FRC-Satellite.

Section 3 – Qualifications for approval by FRC-Satellite is agreement to attend 75% of FRC-Satellite monthly meetings and 75% of community service activities. If attendance and participation requirements are not met for any two quarters within a 12-month period, member(s) of FRC-Satellite Executive Committee may initiate a conversation with the member about their ability to participate and remain in FRC-Satellite.

**Article 11 Responsibilities**

To the extent not in conflict with or modified by these Bylaws, FRC-Satellite and its members shall be subject to and have all rights and responsibilities set forth in the RI Constitution and Bylaws the Rotary Code of Policies, and the Franklin Rotary Club Bylaws.

**Article 12 Amendments**

These bylaws may be amended at any regular FRC-Satellite meeting. Changing these FRC-Satellite bylaws requires sending written notice to each FRC-Satellite member 10 days before the meeting, having a quorum present for the vote, and having one-fourth of the votes support the change. Any changes to the FRC-Satellite bylaws will then be submitted to the Franklin Rotary Club board for approval. Changes to these bylaws must be consistent with the Standard Rotary Club Constitution, the RI Constitution and Bylaws, the Rotary Code of Policies, and the Franklin Rotary Club bylaws.

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