

BUILDING YOUR LOCAL PROGRAM

A guide to creating successful sister city programs

Introduction

Building Your Local Program

Incorporating the Local Program

Building Membership

Forming Committees

Designing a Budget

Generating Publicity

Evaluating Program Progress

Sample Articles of Incorporation

Sample Bylaws

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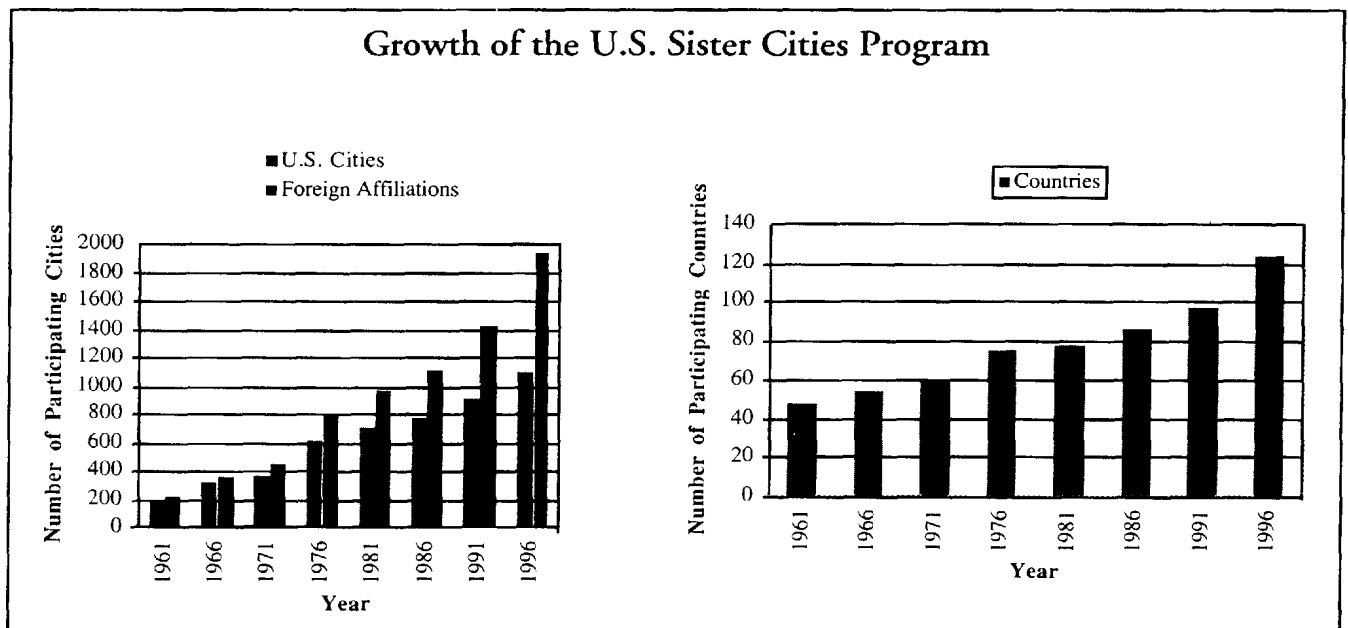
INTRODUCTION

A sister city program is one of the most important organizations a community can have. Sister city programs lead their communities toward global integration, using new technologies and techniques to support trade, health care advancement, democratization and the environment. Sister city programs are at the forefront of community development, working at the grassroots level to assist their partners abroad. Sister city programs and their volunteers represent all sectors of the city and all aspects of its society, diversity, history and ambitions. A sister city program is a community's international salutation.

No longer narrowly defined as an organization linked with a specific city in a single country, sister city programs are involved in much of a community's international relations, often acting as a city's international visitor center, protocol office and friendship society. Internationally aware, sister city members and volunteers are a community's citizen diplomats, providing cross-cultural expertise, foreign language skills and knowledge of foreign lands and cultures. A strong sister city program serves its community well.

At the foundation of every successful sister city partnership lies a strong local program with volunteers who are willing to commit time, talent and resources to develop a long-term relationship with their counterparts abroad. It is vital for sister city programs to outline their goals and objectives clearly both to their members and municipal representatives, and to their sister city partners. The successful sister city program builds on the history of cooperation between the two cities, incorporates the present needs of the program and prepares for the needs of the program as it matures, adapts and expands.

Sister Cities International (SCI) has revised and expanded *Building Your Local Program* to meet the needs of its rapidly growing and changing network. This guide is designed to help SCI members structure and strengthen their sister city program, whether they are searching for their first sister city, have recently entered sister city partnerships, or have been linked with several sister cities for many years. The information provided in this guide is relevant to a community-wide coordinating body responsible for multiple affiliations, a program with a single sister city affiliation, or a committee searching for its first partnership abroad.



Sister Cities International (SCI)

Founded in 1956 by President Dwight D. Eisenhower, SCI is the national, nonprofit, volunteer membership organization representing the sister city programs of more than 1,100 U.S. cities and their 2,000 partners in more than 120 countries worldwide. As the premier organization for citizen diplomacy in the United States, SCI leads the national movement for local community development and volunteer action in the global arena. SCI motivates and empowers municipal officials, volunteers and youth to conduct long-term programs of mutual benefit and interest with their sister city counterparts abroad.

The goals of SCI are to:

- Develop municipal partnerships between U.S. towns, cities, counties, states and similar jurisdictions in other nations
- Create opportunities for the citizens of sister cities to experience and explore other cultures through long-term community partnerships
- Create an atmosphere in which economic development and trade can be developed, implemented and strengthened
- Stimulate environments through which U.S. and foreign communities can creatively learn, work and solve problems together
- Collaborate with organizations in the United States and other countries sharing similar goals

Building Community Partnerships Worldwide

SCI is unique in that it officially links municipalities from the United States with foreign cities through sister city agreements signed by the respective mayor of each city and ratified by each city council, or its equivalent. To be official, a sister city relationship must have the endorsement of the local authorities, who support the efforts of community volunteers. This dynamic process empowers all sectors of a community to participate constructively in the global arena, thus unleashing citizen diplomacy at the grassroots level.

SCI supports and serves an expansive network of volunteers dedicated to promoting citizen exchange and community-based leadership. This network includes:

State Coordinators, who serve in a voluntary capacity in each state, providing program development assistance as field staff to local level sister city committees

Local program leaders and municipal officials, who represent the vast volunteer network in more than 1,100 cities throughout the United States

Community volunteers, who number in the hundreds of thousands at the grassroots level and who are members of the local sister city programs

SCI staff and local sister city committees administer a wide variety of innovative grant programs, covering many different themes, which provide new ideas and direction to the national sister cities movement. Recent programs have included support for municipal education and training, youth community service learning, technical assistance, trilateral exchanges and independent newspaper management.

Joining the sister cities network

Membership in the SCI network benefits the local sister city program in several ways. SCI is the clearinghouse for local programs nationwide, providing services to its members, compiling statistics, promoting the SCI mission, publicizing the efforts of excellent sister city programs, projects and volunteers, recognizing young artists and international scholars and offering various grant programs to its members each year.

Dues-paying members receive:

- Access to the SCI affiliations database and SCI guidance and support during the affiliation process
- Technical assistance on building, funding and managing a local sister city program
- International training, cross-cultural expertise, protocol advice and development materials
- Access to municipal professionals and political leaders throughout the world
- Up-to-date information on leading NGOs, foundations and government initiatives that support sister city activities
- SCI publications, including *SCI News*, *Report to the Membership*, the SCI directory, and the annual convention and awards programs
- Guides and brochures for program development, practical training, teacher and youth exchange, fundraising and proposal writing
- Reduced registration and exhibit fees for regional, national and international conferences
- Voice and vote for SCI leadership and association policies
- Eligibility for innovative grant programs, from youth exchange to municipal training
- Eligibility for the annual awards program
- Discounted group and incentive travel programs
- Eligibility for the Young Artist
- Access to J-1 Visas for practical training and various insurance policies
- Invaluable networking opportunities through state, regional, bilateral and international SCI conferences and meetings.

Sister city programs tap SCI's resources to find contacts, to network globally and to glean ideas about how to develop projects that benefit U.S. communities and their affiliations.

Popular sister city activities include:

1. School affiliations
2. Performing/visual art exchanges
3. Community development programs
 - Health, Environment*
 - Humanitarian Assistance*
 - Tourism, Economic development*
 - Telecommunications*
4. Business/trade delegations
5. Foreign language instruction
6. Club or organizational links
7. Newspaper column exchanges
8. TV station links
9. Video exchanges
10. Community service projects
11. Museum exchanges
12. Radio station links

BUILDING YOUR LOCAL PROGRAM

Although one person may serve as the driving force to start a program, all successful sister city programs have many people involved in the planning process. This *ad hoc* group of citizens guides the sister program while it is being structured and organized. *It is not necessary to have a sister city to establish a sister city program and become a member of SCI.* Usually, a community has a potential city or cities in mind, but the process of formalizing the sister city relationship takes time, allowing the fledgling program an opportunity to build community support and to fine-tune its organization.

Taking the first steps

New sister city programs usually follow a six-step organizational process:

1. Selecting a sister city
2. Incorporating the program
3. Building membership
4. Forming committees
5. Designing the budget
6. Generating publicity

Official delegations and exchanges with a potential partner may take place any time during this process. SCI encourages the sister city program to share its building process with its counterparts abroad, explaining the steps U.S. organizations take to create a citizen's diplomacy program. U.S. programs offer an invaluable opportunity for sister city participants overseas to replicate the U.S. model for developing nongovernmental and volunteer organizations.

Selecting a sister city

Sister cities find each other in different ways. Examples of how partnerships are begun include:

- A group (service club, ethnic association, health clinic) or individual (student, teacher, businessperson, doctor) in the community with a particular interest in a region, culture, economic market or development issue form a committee and lobby their elected leaders
- Two mayors or city officials meet, discover common interests and then encourage their communities to initiate exchanges
- SCI introduces cities to each other through requests that come directly to the national headquarters through individuals or organizations with which SCI works (the staffs of SCI's counterpart organizations in foreign countries, Peace Corps Volunteers, U.S. embassies and U.S. Department of State officers, U.S. government representatives, colleagues in non-governmental

organizations (NGOs) and private voluntary organizations (PVOs)

SCI requests U.S. cities looking for a sister city abroad to fill out a *Community Profile Form* to provide as much information as possible to share with prospective partner cities. In addition, cities are encouraged to send SCI multiple copies of excellent brochures, books or videos that promote the U.S. city. SCI puts U.S. and foreign cities into a database and lists “cities seeking cities” on its Web site.

Deciding to accept a foreign partner, one which shares the U.S. program’s goals and objectives, is often one of the most important first tasks upon which the sister city committee embarks. Normally, it takes one to two years to make the necessary contacts, to build solid sister city programs on each side and to develop good communication links. SCI strongly advises cities to have at least one official delegation from each city visit their prospective sister city. Ideally, the delegation should consist of at least one senior city official (the mayor or a city councilperson) and key representatives from the community.

Structuring the strong program

Here are questions community members should consider when establishing their sister city programs:

- What is our mission?
- How do we accomplish it?
- What are our short-term and long-term goals?
- Why are we important in our community?
- What do we have to offer our community?
- With whom should we partner abroad?
- What are our criteria for choosing a sister city?
- What do we have to offer our sister city?
- Do we want more than one sister city?
- If we have multiple affiliations, will we structure an umbrella organization?
- Who is in the program now?
- Who would we like to join our organization?
- How can we build a diverse, multi-generational membership?
- What provisions have we made to have people with disabilities participate in our program?
- What provisions have we made to have people of all socio-economic levels participate in our program?
- How can we include ethnic and racial minorities in our program?
- Who are the leaders?
- Whom would we like as leaders?
- How can we design our program so that people will want to join and leaders will get a chance to lead?
- What are the responsibilities of the leaders?
- Who chooses the leaders?
- Who makes decisions?
- Who gives them authority to make decisions?
- Who does the work?
- How can we share the work?

- How can we teach new people the skills we already have and learn the ones they have?
- How will we raise money?
- From whom do we solicit funds?
- Can we design a structure that is flexible enough to change when our members, goals or community changes?
- Do we want to design a structure that is flexible enough to change if our sister city counterparts change their priorities?
- Does the state’s statute covering nonprofit corporations allow the formation of a corporation to participate in the type of activity the group envisions?
- Are there any operational problems that can be foreseen?
- What are the tax consequences arising from the organization or operation of the group?

Over the years, SCI has carefully documented the successes and problems of its members. Although a program can have unexpected difficulties during any of its sister city activities, strong sister city programs endure. Such programs have several common attributes:

Memorandum of Understanding: One of the most important documents developed between potential or affiliated sister cities is the *Memorandum of Understanding*, a clear, concise statement of the program’s goals, objectives and planned activities. Memorandums are updated and revised throughout the lifetime of the sister city relationship, often every two to three years.

Diversity and Innovation: Integral to the success of a sister city program is its ability to develop beneficial, needs-specific projects that lead to deeper ties between the two communities, such as using new technologies, promoting sustainable environmental and economic development, creating cross-cultural learning and training opportunities for both sides or initiating multilateral programs that involve more than one sister city partnership.

Reliable Communications: Strong sister city programs establish and sustain reliable communication links that utilize the best technology available (phone, fax and e-mail) and professionally trained staff (whether volunteers or city officials) who have a good understanding of the cross-cultural dynamics of the relationship.

Broad-based Community Involvement: Linking as many organizations (newspapers, service clubs, scout troops) and institutions (schools, universities, hospitals) in the two communities as possible strengthens the sister city program. Several venerable sister city programs have more than 100 organizations and institutions linked between the U.S. and foreign cities.

Evaluation and Follow-up: Periodically, successful sister city programs re-evaluate their partnerships to reaffirm commitment, to discuss minor problems each side might be experiencing and to plan for new, innovative projects, which are adapted each year to reflect the changing needs of the communities.

Encouraging youth participation

A strong sister city program has active youth participation. Sister city relationships offer young people unique opportunities to develop beyond their local boundaries within a global family of communities. Welcomed as neighbors in cities and towns worldwide, sister city youth volunteers learn first-hand about other societies and diverse perspectives and about their own potential for making a positive international contribution on the local level. Sister city youth are active in grassroots diplomacy efforts, cross-cultural leadership training and educational exchanges, activities which teach them skills and knowledge necessary to lead their communities into the future. Sister city youth activities have long-term impact in the participating communities. These youth activities strengthen and diversify the sister city partnerships by involving new groups, institutions and individuals in the relationships.

Exploring the Internet

Sister city programs in many countries use telecommunications technology in schools to offer students of diverse background the opportunity to participate in global dialogue almost everywhere, almost instantly, regardless of gender, religion, race, ethnicity, disability or socio-economic status. Youth active in participating in online discussion groups, designing Web sites and engaging in community service activities extend their reach beyond their desks, classrooms and schools. In school projects, students choose themes such as local and global environmental issues, health and human services, cross-cultural understanding, peace and conflict studies, political issues, international trade and the arts to explore with their sister schoolmates via e-mail and the Internet. Through such projects, students begin to sense their role in the global community.

With this new global access comes a new global responsibility. Students who engage in dialogue with their foreign counterparts must interact responsibly and respect inherent cultural differences. This recognition helps youth build a foundation for substantial international diplomacy by developing cross-cultural understanding and tolerance for different world views.

Sister city programs can develop Internet projects that will support youth as they acquire leadership and technical skills, develop a sense of global responsibility, and act cooperatively both locally and internationally to improve the quality of life in their communities.

Working with City Hall

An official sister city relationship does not exist in a community without a document, a sister city agreement, signed by the respective mayor of each city and ratified by each city council, or its equivalent. Although the mayor and City Hall may not always be active in the sister city program, SCI recommends that the city and program establish a good

rapport and a close working relationship with the mayor and City Hall.

Eight techniques for strengthening the sister city relationships with municipal government:

1. Involve local elected officials to participate in the sister city program. Invite officials on exchange programs to the sister city.
2. Appoint city government officials to the sister city board;.
3. Provide sister city officials the opportunity to speak at a sister city events.
4. Provide the opportunity for an elected-official to serve as a host family of a visiting delegate.
5. Establish a liaison in the mayor's office or in City Hall. Recruit an employee at City Hall to participate on the program's board of director's.
6. Address financial and other issues up front with the local government. Obtain financial commitments from the city council, city manager or mayor's office. Funding should be inclusive for all sister city committees. If funding is secured through local government, make certain to keep these branches of local government informed of all administrative decisions made by the board of directors.
7. Develop projects with the city's chamber of commerce, economic development and parks and recreation department.
8. Create a partnership between the sister city program and local government. Ask the city council or mayor to help choose sister city programs that are of interest to them. In doing this, be cautious that city hall does not completely control the sister city agenda and do not allow the sister city program to become too political.

Choosing a program structure

What is best for a small town is not necessarily best for a large city. The three basic types of structures sister city programs use are: **the association, the city commission and the corporation.**

The Association

An association is a group of people joined with a common purpose, often without a formal structure. Ordinarily it is not incorporated, but an association uses the same methods and forms used by corporations. In fact, the association is often treated by regulatory and tax authorities as a quasi-corporation. This treatment is more likely if the organization and operation are governed by a written agreement of its members. This type of structure is usually found in small- to medium-size cities with a very informal sister city program, as well as and among programs with little community-wide fundraising or funding.

Disadvantages:

- The governing laws are inadequate and vague
- The number of unincorporated associations has dwindled in recent years

The City Commission

A **city commission** is put together formally by municipal ordinance and carries out its functions as an arm of city government.

How it works:

- The Mayor usually appoints the members of the sister city commission
- The commission is responsible for affiliation policy and direction
- The commission reports to the mayor and/or city council
- The chairman and members serve for specified periods of time

Disadvantages:

- When the current mayor leaves office, the commission may undergo a change of leadership or may not be a top priority for the incoming mayor
- This type of structure may make a sister city program subject to the leadership of the city
- There may or may not be continuity of the program if the commission’s mandate is not endorsed or encouraged by the new mayor

The Corporation

The **corporation** is a legal entity with its own name. It is made up of individuals that must follow the laws regarding corporations.

Advantage:

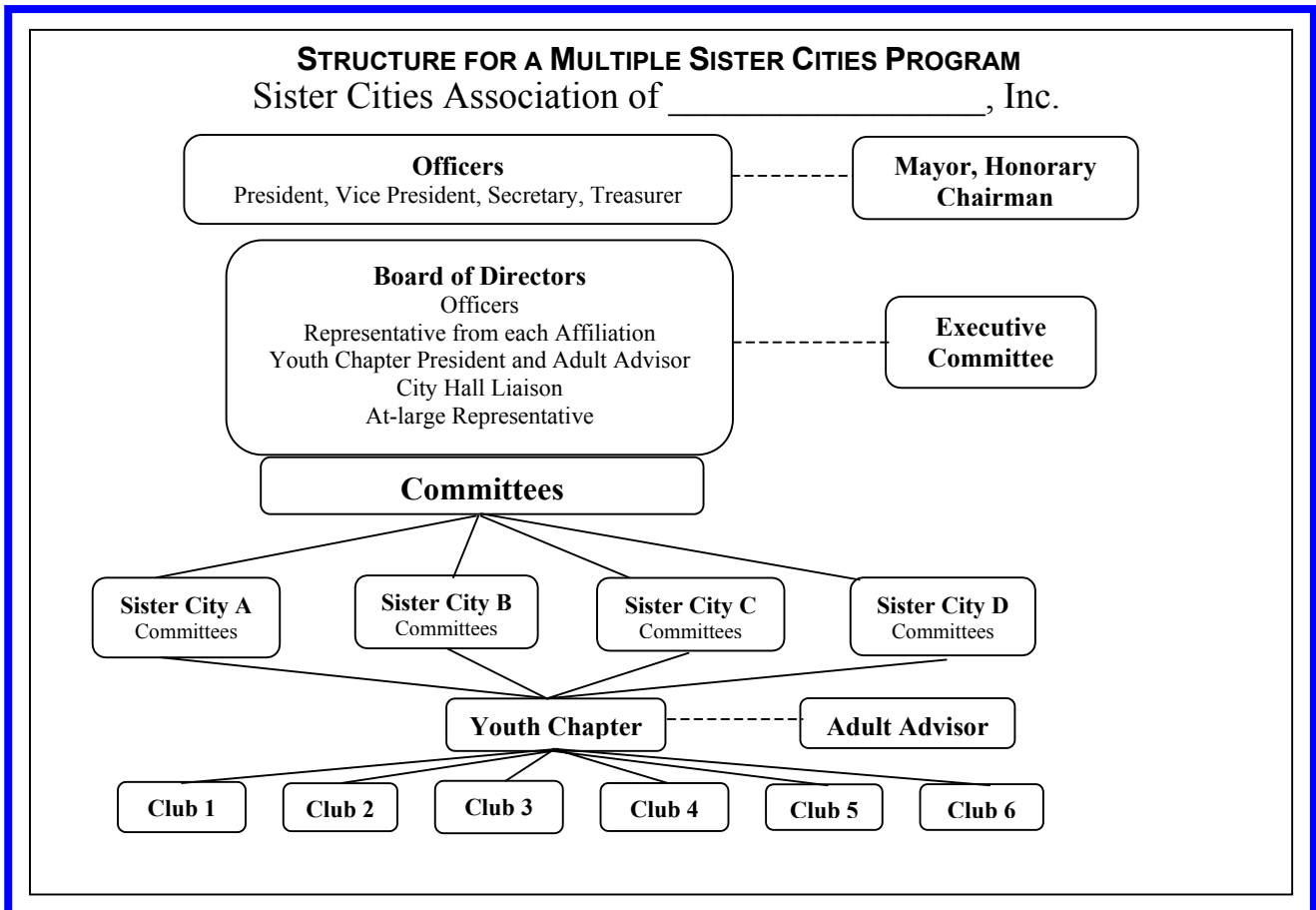
- Even when membership changes within the organization, the corporation has a continued existence.

SCI **strongly** suggests incorporation of sister city programs. It is also wise to apply for tax-exempt status under the statute 501(c)(3) of the IRS tax code. This allows contributors to make tax-deductible donations to the program. The step-by-step process for incorporating a sister city program begins on page 8.

The Coordinating Body

When selecting the type of organization that best suits a community’s needs, the sister city program should consider the future growth of the program. Many cities enter the program with the intention of linking with only one sister city. Once communities realize the benefits of a sister city affiliation, however, interest is generated in the community for additional affiliations in other countries. SCI suggests forming an **umbrella** structure under which additional sister city partnerships may be organized and maintained. This umbrella organization functions as a coordinating body for the sister city committees in your community. The umbrella structure gives sister city programs numerous advantages:

- Gives sister city committees the added power associated with being a part of a larger organization in terms of recognition and clout in the community. All sister city committees can speak with one voice in the community on issues that are a concern to each.



- Serves as the over-all sister cities corporation for the community with its tax-exempt status applied to all of the sister city committees. This will make it legally easier to start a new committee and avoid the confusion of having three to fifteen separate committees applying for their individual tax-exempt status.
- Represents and promotes each of the sister city committees, providing information to interested individuals and organizations, potential new volunteers and members, the media and City Hall.
- Serves as a forum for communication among the various sister city committees. The program can publish a monthly newsletter with information on the activities and programs of the individual committees.
- Maintains the morale of a sister cities committee if relations with its sister city are in a down phase.
- Facilitates fundraising for the individual sister cities committees.
- Sets criteria for the selection of future sister cities for the community. This ensures that the proposal for a new sister city is backed by an enthusiastic and well-prepared group of citizens.

SCI recommends the organizational flow (see previous page) for a multiple sister cities program.

SCI suggests the following in establishing an umbrella structure for the sister cities program with multiple affiliations:

- Bylaws should state the name of the current sister city affiliations as subcommittees and should allow for future sister cities to be included in the framework.
- A sister city program should obtain the authority of City Hall to be the sole group to recommend new sister cities. Proposals for new sister cities should be addressed to the sister cities program and should meet certain criteria established by the program as a quality control measure. Only after the sister cities program approves of the proposal should a recommendation be made to the mayor for city approval.
- Some cities have established separate checking accounts for each of the sister city affiliation committees and for the coordinating body. Others cities operate with just one account for the entire organization. A sister city program needs to decide which option will most efficiently and effectively move and keep funds for the program and facilitate proper financial record-keeping.
- Rather than dividing energies by establishing an individual youth group for each affiliation, SCI recommends that the sister city program form one youth chapter. There should be at least one adult advisor for the chapter, ideally one from each sister city affiliation. The chairperson of the youth chapter should be on the board of directors, carrying an equal voice and vote with the adult directors.

INCORPORATING THE LOCAL PROGRAM

After the committee has decided on a structure, it is time to make the program a legal entity. Some sister city committees seek legal help in preparing the necessary documents. This assistance is often provided free of charge or at a reduced rate, depending on the attorney approached.

A nonprofit, or not-for-profit, corporation is a corporation of which no part of the income is distributable to its members, board of directors or officers, if payment of reasonable compensation for services rendered and the making of distributions upon dissolution as permitted by statute, is not determined to be a distribution of income.

The legal capacities and liabilities of the corporation

A corporation exists on its own, completely separate and distinct from its members. Incorporation means that members have no personal liability. A corporation may:

- Deal in property
- Execute contracts
- Sue and be sued
- Incur liability (note: any resulting judgments may only be claimed only against corporate assets, not against members assets)

The corporation should consider purchasing **liability insurance**. This will protect the corporation from damages that occur or suits that result from a sister cities-sponsored event that involves the public. This liability insurance is not meant to replace the individual exchangee's accident or sickness insurance while on a sister cities sponsored exchange. Each participant should secure appropriate insurance coverage while on an exchange, or the group as a whole can purchase insurance for the duration of the exchange. Liability insurance is meant to protect the program and its events in the community. For the best type of insurance coverage for each program, SCI suggests that each program consult a local insurance agent familiar with nonprofit corporations. SCI may also assist by referring the local program to SCI's insurance provider, which can tailor policies that meet the needs of the local sister cities program. Please contact SCI for more information.

The process of incorporation

A sister cities program has 15 months to apply for tax-exempt status after it initiates the process of incorporation.

Importantly, all contributions made during this time are retroactively tax-exempt.

SCI advises the sister cities program to follow the steps below efficiently in order to legalize and to protect itself:

- Obtain a **federal employer identification number** from the IRS.
- Write the **articles of incorporation** and the bylaws.
- Call an organizational meeting to:
 - approve articles of incorporation and ratify bylaws,
 - select board of directors and officers and
 - decide on a bank for the program's account.
- File the **articles of incorporation** with the Secretary of State in the program's state or a commissioner of corporations to become a nonprofit corporation. Although statutes vary from state to state, the corporation becomes a legal entity when chartered in one state.
- File the **certificate of incorporation** with the city/county recorder of deeds.
- Open a **checking account**. If the program will be soliciting funds from the U.S. Government, it may have to establish a non-interest bearing account. As a rule, the government requires that any grants be placed in these accounts. The program may also wish to open accounts for each sister cities affiliation.
- Obtain an **income tax exemption** from the federal government under section 501 (c)(3) of the IRS tax code. Although this is not necessary, tax exemption is VERY beneficial. The sister cities program will be exempt from all forms of tax including state, local, sales, use, and property taxes. In addition, all of your donors will be able to deduct their contribution from their federal taxes. Also, by claiming tax-exempt status, the sister cities program will qualify to receive funds from private foundations.

Incorporation requirements may differ from state to state. SCI suggests each sister cities program check its state statutes and administrative agencies for local procedures and requirements.

Points to consider:

- A majority of incorporators may have to be residents of the state
- Incorporators may be subject to examination by officials
- A public hearing may be held
- If the program fails to win approval for incorporation, it may appeal to an appropriate court for another hearing

Federal employer identification number

A federal identification number is to the organization what a Social Security number is to an individual. A nonprofit corporation must have this to fill out an IRS tax exemption application, federal, state and local tax reports and applications for checking and saving accounts. A sister cities program can apply for this number as soon as it decides that it will become nonprofit. Use form SS-4 from the IRS.

Articles of Incorporation

Drafting the articles of incorporation is the first step in forming the corporation. The articles will also serve as its constitution. At this stage, it is important for members to understand the difference between the corporation's articles of incorporation and its bylaws.

Articles of incorporation are on file in a public office and are open for inspection for the public. The articles state the purpose of the organization, and declare the organization's existence.

Bylaws are an internal document, which define management and operational practices of the organization. Only members have an inherent right to view the bylaws. The bylaws may be amended after they have been ratified without going through any legal process, whereas the articles of incorporation must be resubmitted.

SCI suggests the following be included in the articles of incorporation:

- Document's identity, whether it be articles or certificate of incorporation
- Name of the statute under which incorporation is sought
- Corporate name
- Purpose clause
- Statement regarding the corporation's nonprofit nature
- Locality in which the corporation will conduct its business
- Minimum or maximum number of directors needed
- In some states, a statement that all those subscribing to the articles are legally qualified (i.e. U.S. citizens)
- The name and address of the designated agent for service of process
- The signators' signatures, addresses, and acknowledgments,
- An approval statement from any government agency required to approve the document

*Please see **Appendix A** for sample articles of incorporation as suggested by SCI. The national office also has samples of articles of incorporation in use by various sister city programs around the United States.*

Bylaws

Bylaws should be substantial enough to cover the operation and management of the organization, but not too long to inhibit a member from knowing what is included in the bylaws. It is preferable to issue comprehensive bylaws to cover any issues that may arise in the future of the organization.

Bylaws should include:

- A restatement of purpose appearing in the articles of incorporation
- membership qualifications, methods of admission, member's rights and privileges, initiation fees, dues, termination of membership by various means

- Directors' qualifications and their classifications, the manner and times of election, terms of office, powers and duties, meetings and sunset clause
- Officer's titles, qualifications, powers, duties, terms of office manner and times of election or appointment and compensation for office
- Optional executive committee of the board of directors to exercise power between meetings
- Vacancies in offices or on the board or directors and how they are filled
- Detailed voting procedures and what number constitutes a quorum
- Meetings for elections and other purposes (general and special) including notice, quorums, agendas and voting qualifications
- Bonding or particular officers and agents
- Bank depository and which officers can handle funds
- Property holding and transfer
- Fiscal details regarding year-end results
- Principal committees and their functions
- The seal its adoption, custody, and method of use
- Principal office
- Methods and rules for amendment of charter and bylaws
- Dissolution procedures and disposition of surplus assets upon dissolution

Please see Appendix B for sample bylaws as suggested by SCI. The national office also has samples of bylaws in use by various sister city programs around the United States.

Filing the Articles and Certificate of Incorporation

After the articles of incorporation have been completed, they must be properly executed and legally recorded. Each incorporator must sign the certificate in its final form. In some states, the signing must be notarized. The certificate is then submitted for approval by the appropriate government-approving agency in the state, and the certificate is filed.

The filing fee for the articles varies from state to state. The filing is carried out by sending the executed certificate and the filing fee check to the Secretary of State or some other designated officer in the state government. The Secretary of State approves the certificate and the corporation becomes legally "alive." Notice of approval is given in a receipt acknowledgment certificate mailed to the attorney and normally serves as evidence of the incorporation. This certificate is then filed with the recorder of deeds.

Tax exemption: 501(c)(3)

Certain nonprofit corporations are granted exemption from taxation. An incorporated sister cities program is one of these. By obtaining tax exempt status, the sister cities program may also receive other benefits as well, including exemption from state and local sales, use, property and other forms of tax. The sister cities program is eligible to attract charitable contributions from individuals and corporate donors. This status would therefore assist your fundraising efforts if donors could deduct this amount from their federal

taxes. By claiming tax-exempt status, your sister cities committee will qualify to receive funds from private foundations. Many federal agencies can often only make grants to or enter into contracts with nonprofit organizations that are tax exempt.

To obtain tax exempt status under section 501(c)(3) of the IRS tax code, the program must file IRS Form 1023. An annual tax return must be submitted on IRS Form 990, if the organization expects to raise at least \$5,000 each year or an average of \$5,000 for three years. Requirements for obtaining 501 (c)(3) status state that your organization:

- Must be organized and operated exclusively as a charitable and educational organization,
- Must allow no part of its net earnings to inure to the benefit of individuals,
- Must not engage to any extent in political campaigns for or against any candidate for public office and
- Must not attempt to influence legislation as a substantial part of its activities (i.e. the program may not be a fulltime lobbying organization).

Failure to meet any one of these requirements will disqualify the program from being granted 501(c)(3) status. If the program engages in any of the prohibited practices mentioned above, it may have its tax-exempt status withdrawn. If the program is an integral part of local government (i.e. city commission), it will not qualify for tax exempt status. SCI suggests that programs contact their city officials to check whether the city has a separate status that covers nonprofit organizations.

The benefits of incorporation are numerous:

- Full or partial exemption from federal income taxation, with the same exemption granted at the state level
- Special postage rates
- Exemption from certain customs duties for art objects used for sister cities projects
- Exemption from the statutory obligation to pay state or other unemployment compensation funds
- The privilege of soliciting contributions, bequests and gifts,
- Deductibility of charitable contributions by donors to the organization

BUILDING MEMBERSHIP

Recruiting volunteers

Recruiting volunteer members is essential to the existence of a sister city program and should be an ongoing process. New volunteers rejuvenate the program, bringing new ideas and community contacts, which complement those of long-time volunteers and program participants.

A potential members may be found everywhere in the community:

- Friends and family
- Local businesses and corporations
- Chamber of Commerce, office of economic development
- Civic groups: Rotary/Kiwanis/Lions/Junior League/League of Women Voters
- Telecommunications technology groups
- Travel/tourism groups
- Environmental organizations
- Senior citizens groups
- Boy/Girl Scouts, Junior Achievement and 4-H chapters
- Neighborhood associations
- Municipal government services
- Police officers/fire fighters
- National Guard
- Ethnic associations and cultural organizations
- Artists, musicians, performing groups, theaters
- Elementary/secondary schools/vocational schools and colleges/universities
- Superintendents/principals/teachers/students
- Hospitals/health clinics
- Museums/historical preservation organizations/libraries
- Churches/synagogues/mosques/temples/shrines
- Newspapers/television/radio stations

Potential members may be reached by various methods. The chapter Generating Publicity (page 16) outlines several strategies for building a strong membership base.

Organizing program participants

Once assembled, sister city volunteers need to be organized, involved, and directed. The local sister city program should:

- Create a system so that each volunteer can participate fully in the program
- Assure that each subcommittee performs effectively
- Make the leadership responsible to all participants
- Perpetuate the organization and help it grow
- Promote the importance of the program in the community

Board of Directors

From the general membership of the new organization, a board of directors should be elected. The board serves three main functions:

- Long-range planning through policy development and implementation
- Financial management of the program
- Evaluation of program activities

The powers and duties of the officers and board of directors should be clearly defined in the charter and bylaws. Board member should be more than figureheads without any real power to act on behalf of the organization.

When outlining the powers and duties of the members of the board of directors, a term of office is established. Many committees have followed the general rule of a three-year term for members of the board. Board members may be elected on a three-year rotating basis with 1/3 of the board membership up for election each year. For example, if 12 members were to serve on a board during the first year of operation, four would be elected for a one-year term, four elected for a two-year term, and four elected for a three-year term. In the second year of operation, all candidates for the board are elected to three-year terms.

SCI suggests including a sunset clause in the charter and bylaws. A sunset clause sets a certain limit on the number of terms a director can serve and can prohibit a director from serving consecutive terms. A sunset clause gives the program the opportunity for turnover, providing all members the chance to have a leadership position in the organization.

From among the members of the board of directors, many committees elect officers. The duties of each are as follows:

President/Chairperson:

- Leads the organization
- Serves as the spokesperson for the group
- Chairs board meetings
- Sets the pace for the board by raising funds
- Motivates and challenges the whole group

Vice President

- Assumes the president's/chairperson's duties when absent
- Assists the president/chairperson with duties
- Can serve as the president/chairperson-elect

Treasurer

- Is responsible for the overall financial management of the program
- Prepares financial reports for internal use and tax reports
- Is **not** in charge of fund raising

Secretary

- Sends written notices of meetings to members
- Takes accurate minutes of meetings
- Provides internal communication and correspondence

SCI recommends that the local program organize its members in a "pyramid" fashion. Programs should have a president or chairperson, a vice president, a treasurer, secretary, a board of directors and many committees.

FORMING COMMITTEES

The board of directors does not work alone; all work should be divided among task forces and committees. The level of the activity in a sister cities program determines the frequency of committee meetings. Depending on the program's agenda and goals, committees may meet bimonthly, monthly or quarterly. Special seasonal activities, such as summer youth exchanges, may prompt additional meetings. Typically, the board of directors meets monthly, and all volunteers come together at least once a year to review the past year's activities, to elect officers and to decide upon program activities for the coming year.

There are three types of committees serving different functions:

Standing committee, which oversees the internal management of the overall program

Administrative committee, which is assigned to a particular program area

Special committee, which is created as the need arises to deal with a one-time issue or an issue that needs special guidance

Standing Committees

Commonly, a sister cities program has two standing committees: the executive committee and the membership committee. The rules and responsibilities of these committees are outlined below.

Executive Committee

- Manages the organization when the board is not in session
- Acts by a quorum and majority vote, unless otherwise specified
- Has members that are appointed by the board and serve at its discretion
- Has powers and duties that are spelled out in the charter (when the board of directors is in session, the power of the executive committee is suspended)
- Is subject to the same rules that control the board of directors

Membership Committee

- Encourages new people to join the program
- Assists new members in finding a place in the organization
- Sets goals for the growth of the organization's membership
- Conducts the annual membership drive

Administrative Committees

There are many ways to organize the administrative duties of your program. Listed below are some ideas on how to coordinate committees to take care of these responsibilities.

Public Relations Committee

- Creates positive attitudes and opinions of your program
- Serves as the information link to your community and media (this includes writing news releases, developing personal contacts with reporters and responding to requests for information)
- Arranges speaking engagements for sister city volunteers with other civic organizations
- Prepares newsletters, information brochures, flyers and other printed material
- Prepares slide shows and video presentations
- Plans and carries out special events

Fundraising Committee

- Plans and organizes events to raise money
- Solicits donations from local organizations, foundations and corporations

Importantly, while the fundraising committee may be primarily responsible for fundraising activities, everyone within your program should be prepared to assist.

Cultural Programs and Exchanges Committee

- Plans cultural events, such as educational exhibits, photographic displays, musical and theater performances and language classes
- Develops cultural exchanges with its sister city counterparts
- Highlights and promotes the important role that the sister cities program and volunteers perform in the community in terms of cross cultural exchange

Municipal and Congressional Relations Committee

- Serves as the direct liaison with City Hall and municipal government departments
- Establishes and develops relationships with the state and federal congressional representatives

Professional/Technical Committee

- Arranges professional and technical internships and exchanges between the sister cities
- Serves as the clearinghouse for counterpart professionals in both cities
- Develops professional and technical training projects
- Advises the programs on issues involving professional and technical development issues in the sister city programs with affiliates in developing countries may use this committee to lead assistance efforts

Trade and Commerce Committee

- Develops trade and business exchanges, seminars, exhibitions and trade fairs with businesses in the sister city
- Acts as the liaison with the local chamber of commerce
- Promotes industries and exports of the sister cities to local industries
- Develops relationships with sponsors with economic interest in SCI

Hosting Committee

- Handles protocol for international visitors
- Arranges tours, cultural outings and home-stays for visitors from the sister cities
- Organizes receptions for sister city visitors
- Arranges for visitors to meet their professional counterparts

Education and Youth Exchange Committee

- Serves as the liaison with schools (primary, secondary, post-secondary), colleges and universities in the community
- Promotes “sister school” linkages and the introduction of the sister cities program into the city’s educational curriculum
- Organizes youth and academic programs and exchanges between the sister cities

Youth Chapter

- Encourages active representation and participation of youth in the sister cities program (there should be at least one adult advisor for this division)
- Youth participants set their own guidelines and organize activities with support and assistance from the adult committees
- Nominates one representative per affiliation to serve on the SCI National Youth Program Assembly

Other Committees

Other committees may include a history and archives committee, an audit committee and an advisory committee. In addition, SCI encourages the local sister cities program to maintain close contact with the national office by appointing a committee or person to serve as the liaison between the program and the state coordinator and the SCI. The liaison is responsible for keeping the SCI informed about local program activities and submitting local newsletters, articles, photos, videos and other materials for SCI to share with the network and to include in its publications.

Special Committees

Special committees are formed sometimes on a onetime basis, or as events come up that may need special attention for a finite period. Two examples are:

City Selection Committee

- Establishes criteria for the selection of future sister cities (SCI has a list of criteria that the committee may use as a guideline in drafting its local criteria for future city selection. Common criteria include: population size, geography (e.g. mountain resorts or a ports), historical connection, previous collaboration by other organizations, similar names and similar industries/exports).
- Decides whether a proposal for a new sister city meets the program’s established criteria

- Recommends proposals for new sister cities to the board of directors (this recommendation is then presented to the mayor for approval)

Nominating Committee

- Is appointed preceding an election for the board of directors
- Interviews potential candidates and defines the job description and obligation of board members
- Presents a slate of board of directors candidates to the general membership and conducts the election of new directors

DESIGNING THE BUDGET

An annual budget for a sister cities program should include both cash-on-hand and donated in-kind services. While some businesses may not be able to give cash, they may be able to donate their services. The value of their services is a legitimate income for the program.

Membership dues for the local sister cities program are a way to raise some of the basic operating expenses for the program. The dues structure outlined below is based on a “typical” sister cities program for a medium-sized city with a population of 50,000. In many cases, that structure is altered according to the population of a city. Small cities have charged \$2 to \$5 for individual dues while larger cities have charged \$20 to \$25 for the same category. Initially, a sister city program may wish to start with a low figure for the first few years until it determines the actual cost of running the program.

In general, expenses for trips to the sister city are not included in the annual budget since participants pay their own way. Official representatives traveling to the sister city for a specific purpose other than vacation or touring, could deduct part of the cost of the trip from their taxes if the program is incorporated as a 501(c)(3) nonprofit corporation. SCI suggests that the program consult with an accountant to determine which expenses qualify as tax deductions.

Travel, for the most part, is paid by individuals or supported wholly or in part by special fundraisers the program may decide to undertake. The program, however, may want to support some type of annual travel expense from the annual budget for special types of exchanges, such as youth exchange scholarship or technical assistance projects.

Expenses

The following is a list of typical expenses that the sister city programs can expect to incur. Several of these expenses are one-time costs only, and many may be donated as in-kind contributions from members.

- One-time incorporation fee
- Publicity and printing (newsletter, program brochures, advertisements)
- Hosting visiting delegations
- Copying/postage/overnight mail
- Telephone/fax/e-mail/Internet services
- Web site design and storage
- Annual membership dues to SCI
- Gifts for sister city
- Scholarship assistance for youth exchange programs
- Technical assistance projects
- Fundraising expenses (to cover the initial outlay before the event)

Income

Annual membership dues are probably the easiest way for a sister cities committees to generate funds. The following is a sample breakdown of membership dues for a city with a population of 50,000, as noted above:

| | |
|------------------|-----------|
| Individual adult | \$25 |
| Youth | \$10 |
| Family | \$30 |
| Sponsor | \$50 |
| Business | \$50 |
| Organization | \$100 |
| Friend | \$200 |
| Patron | \$500 |
| Benefactor | \$1,000 + |

Other sources of funding and methods to generate income include:

- City government contributions
- Corporate donations
- U.S. government and foundation grants
- SCI grant programs
- Direct mail solicitation
- Sale of items (recipe books, T-shirts, bumper stickers)
- Fundraisers (auction, raffle, international dinner)
- In-kind contributions (printing, complimentary hotel rooms for visitors, legal services, meals, home-stays)

Achieving Success in a Fundraising Program

Fundraising has deep roots and a long history. While philanthropic traditions vary from nation to nation, results of generosity have been exceptional in many parts of the world. Unfortunately, fundraising sometimes has a tarnished reputation. Unethical and unprincipled practice has given it an aura of shame. Just as bad as some conventional attitudes about resource development it is begging, it is holding out the tin cup, it is demeaning. Many of these attitudes, however, are based on lack of knowledge and misunderstanding of the fundraising process. Fortunately, if sound fundraising principles are followed and practice is based on successful experience, much can be accomplished for nonprofit organizations.

Well-meaning individuals perceive a need and immediately seek to remedy it by seeking funds. This kind of practice frequently results in failure or a disagreeable experience. The following is a brief description of steps involved in a successful fundraising program.

Know basic market principles: Begin the fundraising process by realizing that it is a reciprocal relationship. Fees and other income rarely meet the budgetary demands of nonprofit services. Consequently, a nonprofit organization such as a sister city program, cultivates and solicits its clients and friends, many of whom become

donors. A sister city program must remember that a donor has a right to expect something in return for a gift. As donors provide funds for programs and operating needs, they expect gratitude and recognition, as well as some intangible rewards such as a sense of belonging and making a difference.

Consider the environment and climate for fundraising:

An organization's environment has an impact on the feasibility of fundraising. If government regulations, current economic factors, changing demographics and other factors are not considered, a sister cities program may find it difficult to meet its fundraising goals. Internal circumstances also dictate success or failure, such as an organization's readiness to raise funds. Are appropriate personnel in place? Is there an accounting and recording system? Has strategic planning been done? These and other questions must be answered before donors are approached.

Create and examine case: A case includes the reasons someone should give money to an organization. Making a case means sharing the mission, goals, objectives and prospects. It includes describing programs and evaluation procedures and providing financial reports. A case should be the best way possible. It includes a statement of needs. What kind of financial support is required to carry out the programs and plans of a sister city program?

Involve board and other volunteers: Board members are charged with securing and managing financial support. Therefore, boards of sister city programs should be involved from the inception of planning for programs and fundraising. Board members, as well as other volunteers, are the most effective persons to ask for funds because they represent commitment to a cause. The board should validate the needs and case before any further planning or activity takes place. Is the case representative of the sister cities program? Are the needs genuine? Is there an appropriate match between what the organization can do and what potential clients must have?

Determine markets: Potential funders include foundations, corporations, associations, government, churches and, most importantly, individuals. What are the possibilities for acquiring funds from each market? Which are the best ones for the organizations to develop? Have all feasible funding sources been considered?

Select programs and strategies: How will the prospects be solicited? For what programs? Programs for resource development include capital, annual fund, special projects, endowment campaigns and major gifts. Each of these should be evaluated as to its purpose, and the appropriate one(s) selected. Strategies for approaching donors include mail, telephone, special events and face-to-face solicitation. The more personal the approach, the more effective the solicitation.

Research prospects: A sister city program's constituent groups should be determined through research. Minimal research is required for those prospects who will make up the donor base; these include first time givers and repeat donors whose gifts are small. Individuals who will be asked for larger gifts will be more fully researched in order that they might be cultivated and solicited appropriately.

Create, use and solicit the plan: Planning is a means to determine what must be done, how it will be accomplished and who will do it. By now, prospects and donors have been selected and matched with strategies for solicitation. The fundraising vehicle has been chosen, the case has been prepared (along with materials that will express the case), board members and other volunteers have been involved in all steps, and the organization's readiness to raise funds has been determined. Now it is time to create a plan. A plan should be a workable and dynamic part of a fundraising program. Constituent groups, which include prospects and donors, must be told about the sister cities program and its needs, as well as achievements and opportunities. Communication lays the groundwork for successful solicitation, and can take many forms. Communication also includes feedback from constituents, which provides a basis for wise decision-making.

Solicit the gift: After all this preparation, the time has finally come to ask for the donation. Thorough preparation, which may vary in intensity, time and detail, ensures the likelihood of success. Appropriate and timely recognition paves the way for the next step.

Renew the gift: The best prospect for a charitable gift is the person who has already given. The opportunity to give and give again should be provided to all who are prospects and can be attracted to support a sister cities program's cause.

Fundraising is a highly integrated management process. Each step in a successful fundraising program may not require the same emphasis for each organization, but no steps can be missed without diminishing the likelihood of favorable results.

It is a privilege to raise funds for a worthy cause. Those who are willing to be engaged in such activity and do it with some level of success deserve a special honor because they have helped bring about needed and valuable results.

[Adapted from an article by Lilya Wagner, Fundraising School in the Center of Philanthropy, Indiana University.]

GENERATING PUBLICITY

A comprehensive, well thought-out publicity (or public relations) plan will help the sister cities program create awareness, acceptance and understanding in the community. A successful publicity campaign will accumulate financial contributions, improve fundraising efforts, increase membership and advance community relations. In developing a publicity plan, there are no limitations set on innovation, other than ethical ones, to achieve the local program's objectives.

In order to successfully publicize the sister city program, members need to keep in mind two essential elements: good performance (a high-quality sister cities program) and good communication with the public.

This section focuses on effective public communications. In planning publicity for the sister cities program, members should consider implementing the following three common publicity tactics:

Publicizing the program using the local media

One of the most effective ways to get the message out about the mission, activities and events of the sister cities program is to utilize the media outlets in the community. To do this effectively, a program needs to have extensive knowledge of its history, current activities and participants. In addition, it needs to know the sources of news, what makes news and how to generate news.

There are two sources of news: **events**-something that has happened and **situations**-a permanent or long-lasting issue, condition or problem. When informing a news outlet of a potential story, be sure to use one or all of the following techniques to inform the media of program news.

News (or press) release: This is a standard form to inform the media about news from the local program. A news release must be newsworthy, and it must get to the right person at the right time.

Press conferences: This is a meeting called to inform members of the media about an event or situation, and to provide them an opportunity to ask questions. Be cautioned that holding a news conference on a "non-news" story may damage a local program's credibility.

Direct media contact: Getting to know the reporters and editors personally is the key to many successful publicity campaigns. It makes good sense to do a press release mailing, but even better sense to follow-up the mailings with a phone call and a personal visit.

Feature Story: Over the years, local sister city programs have had success placing feature stories about their programs in newspapers on television. A feature story is based more on interest or background than on news. There are no limitations to writing feature stories for the local

media. Whenever a member finds something that can be made interesting to the public, consider submitting it to the editor of the local news outlet.

Local access television: More than 80 percent of all households in the United States are cable-television ready. Each cable company provides its customers with a local access channel used for local city council and school board meetings, local events and activities. Local sister cities programs have a great opportunity to air special events or interview foreign delegations on this channel.

Opposite Editorial (Op-Ed): This is a newspaper page devoted to written material by people not on the paper's press staff. In local papers, the subject matter usually pertains to a local issue such as the value of sister city programs.

Other techniques to publicize the organization in the local media:

- Letters to the editor
- Public service announcements
- Regular or guest column
- Endorsement articles
- TV/radio appearances
- Editorial board meetings
- Press kits
- Video news release

Publicizing the program through sister city publications

The writing and production of printed materials is a major activity in most publicity campaigns. Unlike using the media to get the message out, the program has total control over what and how it addresses issues in its publications, as well as control over the distribution and the audience.

Types of publications:

Newsletters: A newsletter is a letter that carries news about the organization to its members or people interested in the program. This material should periodically be sent out and should convey news, opinions or other information.

Internet: Publishing news via e-mail and posting program activities on a Web site are effective means through which a sister city program can promote itself and attract members.

Brochures: Brochures are used to give a thorough explanation of one specific subject such as membership in the sister city program. Almost anything that requires considerable detail may be covered.

Leaflets: A leaflet is a single piece of printed-paper. It may be folded into several pages or consist of only one page. Because of their small size and low cost, leaflets are primarily used for notifying, welcoming or informing the public of an event or situation.

Reprints: A popular way to publicize and add credibility to the local program is through reprints of positive news articles covering the program. For years, the entertainment and restaurant industries have reprinted positive quotes and reviews to promote their products in paid advertisements. If a positive story appears in the local newspaper, chances are that the primary audience did not see it. It pays to make reprints of the best publicity material and send them directly to members, political officials, business leaders, prospective members and others.

Other printed material used in local sister city programs includes:

- Board minutes
- Posters
- Return cards
- Annual report
- Postcards
- Fact sheet
- Illustrated cards
- Questionnaire
- Self-mailer

Photos and artwork: Photographs, charts, diagrams, maps, cartoons, clip-art and other illustrations can perform an important role in every publication produced for the sister city program. They add interest, produce variety and often explain things better than words alone can do.

Publicizing the program through community outreach

There are many outlets for the ongoing promotion of the sister city program. The following list highlights a few ways that the members can garner recognition for its sister city program to increase membership recruitment, promote special events and increase local awareness of the program.

Public speaking engagements: Give public speaking opportunities as often as the program can schedule them. This form of publicity reaches specific audiences, while enabling the program to have complete control of its message. When giving a speech, keep in mind the four basic types of speeches: informative, persuasive, entertaining and technical.

Work with other local organizations: Every service club, women's group, political party, labor group, religious unit, association, civic organization, veteran's organization or other group is influential and essential to the program. Each group represents a segment of the community. Make a concerted effort to work with these groups. They can be reached by direct mail, speaking engagements, telephoning their members or interviewing their leaders.

Hold seminars, roundtables and workshops: A very effective way of promoting the activities of the programs is to hold seminars, round tables and workshops. One advantage is that the program has complete control over the

program and the audience invited. A properly planned seminar, roundtable or workshop gives the audience worthwhile, practical and timely information and knowledge about the program.

Other successful ways to publicize the sister city program through community outreach:

- Notices in church bulletins
- Notices in other organizational and community newsletters
- Participation in community affairs and events such as panel discussions
- Floats in parades/fair booths/street banners
- Announcements of meetings in town club rosters
- Favors on hospital trays
- Placing the program's newsletter in doctor's and dentist's offices
- Exhibits/displays
- Bumper stickers/lapel pins/T-shirts

EVALUATING PROGRAM PROGRESS

While the local program may be off to a good start, SCI recommends programs take care to avoid the following common pitfalls, which may slow the program's progress.

The program is restricted to City Hall in both cities with the mayor or a city official actually running the affairs of the affiliation: Although working with City Hall is crucial, it is unwise to have the program too closely identified with a single prominent personality. Such affiliations tend to confine themselves to formal exchanges of gifts and occasional visits. Because administrations change, there are no guarantees that the new city official will want to continue a sister city program. It is best to strike a balance and to keep the power split between the mayor's office and the sister city volunteers. (SCI has printed material that suggests ways in which the community and City Hall should be involved.)

The sister city program is run loosely without articles of incorporation, bylaws or membership provisions: This is inadvisable. In order to have a dynamic program, one in which volunteers are able to participate fully and the community members deem beneficial and regard as officially representing the city internationally, the program needs to have the basic elements of organization.

The sister city program fails to hold regular meetings: In general, a sister city program that cannot design, implement or sustain regular activities cannot represent its community well. Once again, volunteers and community organizations will not be able to participate fully, and the program may not be regarded as an important city organization.

The program with multiple affiliations does not choose an umbrella structure: When committees representing separate affiliations compete for finite community resources, including volunteers, the overall sister city program suffers and loses its singular voice in the community. Further confusion and negative results may be caused by separate committees approaching City Hall for recognition or funding.

Programs rely upon one individual for communication: Committees that depend on just one of two correspondents in each city run risk of having delays in communication, which can cause significant problems. Faxing and e-mail have proven to be a very secure and cost effective means of communication.

Learning citizen diplomacy

Building your local sister city program, like citizen diplomacy, is not an exact science; no two programs are perfectly alike, just as no two communities are the same. During the past five decades, however, sister city programs nationwide have learned to use citizens' diplomacy to achieve similar results: cross-cultural understanding through long-term partnerships.

In this guide, SCI has offered recommendations, not regulations, for creating and sustaining a successful, grassroots level sister city program. In many cases, fine-tuning a sister city program takes a myriad of meetings, visits abroad and effective cross-cultural communication, accomplished through the extraordinary efforts, time and flexibility of volunteer members.

SCI strongly encourages each sister city program to tailor this guide to its specific needs, to share this guide with its counterparts abroad and to contact the national office any time for assistance.

APPENDIX A:

SAMPLE ARTICLES OF INCORPORATION

(NAME OF CORPORATION)

OF (Any U.S. City), INC.

Pursuant to (Statutory Citation of Jurisdiction)

We, the undersigned, desiring to form a nonprofit corporation, pursuant to the provisions of (Statutory Citation of jurisdiction), do hereby certify:

1. The name of the corporation is:
(*Name of Corporation*)
OF (*Any U.S. City*), INC.
 2. The life of the Corporation shall be perpetual.
 3. The objects and purposes for which this Corporation is established shall not be changed and shall be exclusively educational and charitable in the furtherance of such purposes and for no other purposes:
 - (a) To cause the people of the City of (U.S. City) and the people of similar cities of foreign nations to acquire a consciousness of each other, to understand one another as individuals, as members of their community, as citizens of their country and as part of the family of nations.
 - (b) To foster as a consequence of such knowledge and consciousness, a continuing relationship of mutual concern between the people of the City of (U. S. City) and the people of similar cities of other nations.
 - (c) To undertake both in seeking and in consequence of such consciousness and concern any activities and programs as will provide to one another appropriate aid and comfort, education and mutual understanding.
 - (d) To participate as an organization in promoting, fostering and publicizing state and national programs of international municipal cooperation organizations, and thereby to encourage other organizations and residents of U.S. communities to engage and participate in such programs, to foster and promote friendly relations and mutual understanding between peoples of U.S. communities and peoples of friendly nations outside of the United States of America and to act as a coordinating body, committee, agency or counsel among those organizations, groups and individuals desiring to and engaging in the activities of such international municipal cooperation organizations.
 - (e) Provided that the Corporation shall not in any way, directly, or indirectly, engage in the carrying on of propaganda or otherwise attempt to influence legislation.
 4. In order to accomplish its objective, the Corporation shall have the following powers, which shall be deemed to be in furtherance and not in limitation of the general powers conferred upon educational and charitable corporations under the laws of (jurisdiction):
 - (a) To receive, acquire, hold, own, manage, administer, invest and reinvest any and all moneys, securities, evidences of indebtedness or other property, real or personal, as may from time to time be given, sold, transferred, rented, conveyed or assigned to it by any person, firm, committee, association or corporation; to take by devise or bequest or otherwise, within the limitations provided by law, any and all property heretofore or hereafter devised or bequeathed by Will, or otherwise, or in any manner granted or conveyed to it; to exercise, in respect to any and all such property, any and all rights, powers and privileges of individual ownership; from time to time to pay, apply or otherwise utilize the principal and income thereof but only for the purposes for which the Corporation is formed.
 - (b) To purchase, or otherwise acquire, hold, sell, lease, convey, mortgage or otherwise dispose of real and personal property or any interest therein.
 - (c) To cooperate with or engage the services of any person, firm, association, corporation, government or public agency which may assist in carrying out the corporate purposes, and in furtherance of such purposes to grant financial or other voluntary assistance thereto.
 - (d) To enter into affiliations, contracts, agreements, undertakings or otherwise within the limitations provided by law.
 - (e) To do any and all things which may be necessary or proper in connection with its purposes.
 5. The Corporation is not organized for pecuniary profit; it shall not have any power to issue certificates of stock or declare dividends; no part of its net earning shall inure to the benefit of any private member or individual; and no officer, member or employee shall receive or be lawfully entitled to receive any pecuniary profit from the operation of the Corporation, except a reasonable compensation for the services in effecting one or more of its purposes.
- Upon the dissolution of the Corporation, the Board of Trustees shall, after paying or making provisions for the payment of all the liabilities of the Corporation, dispose of all the assets of the Corporation exclusively for the purpose of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501 (c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Revenue Law), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by the court of Common Pleas of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine which are organized and operated exclusively for such purposes.

- 6. The members of the Corporation shall be composed of such individuals as may be admitted to membership in the manner prescribed by the Bylaws of the Corporation.
- 7. The Corporation will operate to some extent throughout the world, but its principal operations will be conducted in the United States.
- 8. The principal office of the Corporation is to be located in (The Jurisdiction of any U.S. City). It may establish such other offices either in or outside of the United States as it may from time to time determine necessary.
- 9. The number of directors of the Corporation, until the first meeting of the Corporation, shall be (at least) the statutory minimum and the names and addresses of these persons who are to act in the capacity of directors until the selection of their successors are:

| Name | Address |
|-------|---------|
| _____ | _____ |
| _____ | _____ |
| _____ | _____ |
| _____ | _____ |

- 10. The Board of Directors of the Corporation shall be elected in the manner prescribed by the Bylaws of the Corporation, and they shall have power to make Bylaws for the government of the Corporation and to alter, change or amend such Bylaws.
- 11. All the subscribers hereto are of full age and at least (the required statutory number) of them are citizens of the (the Jurisdiction).

IN WITNESS WHEREOF, we have made, subscribed and acknowledged this certificate as of _____ day of _____.

CITY OF _____

STATE OF _____

 NOTARY PUBLIC

APPENDIX B: Sample Bylaws

(Name of Corporation) OF (Any U.S. City), Inc.

ARTICLE I: NAME

Section I. Name:

The name of this organization shall be Sister Cities Association of (name of city), Inc.

ARTICLE II: PURPOSE

Section 1. Purpose:

The purpose of this organization is educational and charitable. The organization's objectives are:

a) To cause the people of the City of (name of city) and the people of similar cities of foreign nations to acquire a consciousness of each other, to understand one another as individuals, as members of their community, as citizens of their country and as part of the family of nations.

b) To foster as a consequence of such knowledge and consciousness a continuing relationship of mutual concern between the people of the City of (name of city) and the people of similar cities of other nations.

c) To undertake both in seeking and in consequence of such consciousness and concern any activities and programs as will provide to one another appropriate aid and comfort, education and mutual understanding.

d) To participate as an organization in the promoting, fostering and publicizing of local, state and national programs of international municipal cooperation organizations, and thereby to encourage other organizations and residents of U.S. communities to engage and participate in such programs, to foster and promote friendly relations and mutual understanding between peoples of U.S. communities and peoples of friendly nations outside of the United States of America, and to act as a coordinating body, committee or agency among those organizations, groups and individuals desiring to engage and engaging in the activities of such international municipal cooperation organizations.

e) The Corporation also has such powers as are now or may hereafter be granted by the General Not for Profit Corporation Act of the State of (name of state).

ARTICLE III: MEMBERSHIP

Section 1. Individual Membership:

Membership in the Corporation shall be open to any person of good moral character residing or working in the City of (name of city) and vicinity.

Section 2. Organization Membership:

Organization membership shall be open to any organization or business enterprise in the United States that endorses the purpose of the Corporation. An Organization Member shall designate one official representative to attend meetings and functions of the Corporation, who shall have the rights and privileges of an Individual Member, and who shall be registered annually with the Secretary.

Section 3. Membership Dues:

Any person or organization meeting the requirements of Article III, Section 1 or 2, may be admitted to the membership of this Corporation by acceptance of the membership application by the President and Secretary of the Corporation, and upon payment of the membership dues as determined by the Board of Directors:

| | |
|---------------------|-----------------------|
| Individual \$ _____ | Youth \$ _____ |
| Business \$ _____ | Sustaining \$ _____ |
| Family \$ _____ | Organization \$ _____ |
| Patron \$ _____ | |

ARTICLE IV: MEETINGS**Section 1. Regular Meetings:**

A regular meeting of the members shall be held at the office of the Corporation twice annually, on the second Monday of _____ and of _____ each year; the first meeting to be held on the _____, for the purpose of election of a Board of Directors and transacting such other business as may come before the meeting.

Section 2. Notice of Regular Meeting:

The President shall order the Secretary to give members ten days' notice of a regular meeting by mail, stating in such notice the time, place and business to be transacted at said meeting. In case the office of the Secretary be vacant, any director or person designated by the President may mail the notice of meeting to members.

Section 3. Special Meetings:

Special meetings of members may be called at any time by the vote of the majority of the directors or upon petition to the Secretary by one-fifth of the members. At special meetings of the members, only such business as stated in the call for such meeting shall be transacted. The Secretary shall give the members ten days' notice of such meeting by mail therein stating time, place and the business to be transacted at the special meeting.

Section 4. Quorum:

At any meeting of the members, members present in person shall constitute a quorum for all purposes including the election of directors except when otherwise provided by law.

ARTICLE V: BOARD OF DIRECTORS**Section 1. Numbers:**

The affairs of the Corporation shall be exercised, conducted and controlled by a Board of Directors consisting of members. At least one director shall be a youth of not more than 21 years of age, to represent the sister cities youth program chapter.

Section 2. Qualifications:

Directors shall be elected from the membership of the Corporation and must continue to be a member in good standing during their term of office.

Section 3. Compensation:

The directors shall receive no compensation or expenses from the Corporation.

Section 4. Term of Office:

The directors shall be elected for a three-year term and each shall hold such office until their successors are elected except that the term of the directors elected at the first membership meeting shall be as follows: one group of one-third of the directors for a term of one year, one group of directors for a two-year term and one group of directors for a three-year term. Directors shall not serve more than (number) consecutive terms. No member shall serve on the board in the same position for more than consecutive elected terms.

Section 5. Election:

The directors shall be elected by the members of the Corporation at the first regular meeting and thereafter, election of directors shall be held at the annual meeting of the members.

Section 6. Vacancies:

Vacancies in the board shall be filled from the membership by a majority vote of the remaining directors and such person filling the vacancy shall hold office until the expiration of the term being filled.

Section 7. Regular Meetings:

The first meeting of the directors shall be held immediately after their election by the members for the purpose of election of officers. The regular meetings of the board shall be held quarterly.

Section 8. Special Meetings:

The President, when he deems necessary, or three members of the board, shall call a special meeting of the Board of Directors and each call for a special meeting shall be in writing, giving ten days' notice to members of the Board and stating the purpose of the meeting.

Section 9. Quorum:

One-third of the Board of Directors shall constitute a quorum.

Section 10. Powers and Duties of Directors:

- a) The directors shall have the power to conduct, manage and control the affairs and business of the Corporation.
- b) The directors shall maintain a complete record of all their business transactions, their minutes, acts and proceedings of

the members and present a full statement at the regular annual meeting of the members, showing in detail the condition of the affairs of the Corporation.

- c) The Board of Directors shall have the authority to create and fill the office and the position of executive secretary or executive director.

ARTICLE VI: OFFICERS

Section 1. All officers of the Corporation shall be elected or appointed by the directors from their numbers except as hereinafter provided.

Section 2. Officers of the Corporation shall be the President, a Vice President, a Secretary and a Treasurer.

Section 3. The Mayor of the City of shall, ex-officio, be a member of the Corporation and serve as the honorary chairman of the Corporation, with said membership dues waived.

Section 4. Officers shall receive no compensation as salary from the Corporation, but may receive expenses for special activities in behalf of the Corporation and such special expenses shall be upon vote by the directors.

Section 5. Powers and Duties of Officers:

- a) The President shall preside at all meetings of the directors and members. He shall sign, as President, all certificates of membership and all contracts and other instruments.
- b) The Vice President shall assume the duties of President in his absence and assume such duties assigned to him from time to time by the Board of Directors.
- c) The Secretary shall:
 1. Keep records and minutes of all board and membership meetings.
 2. Be custodian of the corporate seal.
 3. Keep the membership book showing the name of each member and pertinent information relative to each member.
 4. Sign, where required, all corporate papers in conjunction with the President.
- d) The Treasurer shall:
 1. Be the custodian of all funds of the Corporation depositing such funds in banks designated by the Board of Directors.
 2. Disburse funds only as prescribed by the directors and in no instance, other than petty cash, except by bank, bearing the signature of either the President or Vice President in addition to that of the Treasurer.

ARTICLE VII: EXECUTIVE COMMITTEE

Section 1. The Executive Committee shall be comprised of the officers and members of the Board of Directors as chosen by the board. The President shall serve as the Chairman of the Executive Committee. Members shall serve for one year, or until their successors are chosen.

Section 2. The Executive Committee shall transact all routine business and shall exercise all powers of the Board of Directors in the interim between its meetings, and shall report all actions to the Board of Directors. One-half of the members of the Executive Committee shall constitute a quorum.

ARTICLE VIII: COMMITTEES

Section 1. Sister City Committees: There shall be a sister city committee for each of the sister cities with which the City of (city name) has a formal relationship. Each committee shall be chaired by an elected representative from within the membership of that committee and shall have the primary responsibility for developing a program with its sister city in furtherance of the purposes established by this Corporation. The President shall serve as ex-officio member of each committee.

Section 2. The President shall appoint a chairman to each of the following committees, with the approval of the Board of Directors: Membership, Public Relations, Fundraising, Municipal Relations Organizational Liaison, Cultural Programs and Exchanges, Trade and Commerce, Professional/Technical, Hosting, Education and Youth Exchange, Youth Chapter Advisor and Liaison with SCI. Each chairman shall serve for one year and may be reappointed by the President for a second year.

(NOTE: Each committee included in your bylaws should be followed by a brief description of its responsibilities.)

Section 3. The President shall have the power to call for the establishment of ad hoc committees for such occasions as the election of officers (nominating committee) and the selection of additional sister cities (city selection committee).

ARTICLE IX: ADMINISTRATION

Section 1. Offices: The Corporation shall have and continuously maintain in the City of (city name), a registered office and a registered agent whose office is identical with such registered office. This office shall be located at *(City Hall or another permanent office)*.

Section 2. Fiscal Year: The fiscal year shall commence on the first day of January.

Section 3. Financial Records: Financial records shall be open for inspection upon the reasonable request of any member. A complete statement of receipts and expenditures shall be presented at the annual meeting.

ARTICLE X: AMENDMENTS

These bylaws may be altered or amended at any annual meeting of the members or at any other meeting called for that purpose, by a vote of a majority of a quorum at a meeting duly called. The written assent of a majority of the membership is effectual to repeal or amend any Bylaws or to adopt additional Bylaws without the necessity of a formal membership meeting.

ADOPTED: _____ AMENDED:

AMENDED AND ADOPTED:
