

Bylaws of the Friendship Force of Central North Carolina

Experience Different Views. Discover Common Ground.

Article I NAME

The name of the organization shall be THE FRIENDSHIP FORCE OF CENTRAL NORTH CAROLINA (hereinafter referred to as the club) with the name, or initials FFCNC, being written in proper sequence with no deviations. This name shall not be changed unless permission has first been obtained from Friendship Force International, Inc., (hereinafter referred to as FFI.)

Article II PURPOSES

The purpose of the club shall be to change the way we see the world by promoting understanding, cultural education and citizen diplomacy through homestay journeys, personal friendships, and virtual and face-to-face encounters.

This club is not organized and shall not be operated for financial gain or profit. No part of the property of the club and no part of its net earnings shall inure to the benefit of any private individual. This club shall never be authorized to engage in a regular business of a kind ordinarily carried on for profit or in any other club activity except in furtherance of the purposes stated above for which the club is organized. The club shall never engage in propaganda, attempt to influence legislation, or participate in any political campaign on behalf of any candidate for public office, nor shall any part of its property or any part of the income there from be devoted to such purpose.

Article III MEMBERS

Section 1.

Membership in the organization is open to individuals who support the goals and purposes of The Friendship Force and are willing to pay the required annual dues and to abide by these bylaws. A member is in good standing after having completed an application form and paying the annual dues. Only members in good standing shall be entitled to vote and participate in club meetings.

Section 2.

Journey ambassadors and hosts are selected by the Journey Coordinator in accordance with procedures established by FFI. All members can participate in inbound journeys.

Section 3.

The Board of Directors has the right to refuse to accept the membership dues of any applicant for membership, or to refuse to accept the renewal dues of any existing member who has demonstrated by his or her statement or behavior that he or she is not supportive of the goals and ideals of The Friendship Force. Upon taking such action, the Board of Directors shall give written notice thereof to such member or applicant and return any money tendered as dues, whereupon that person shall no longer be considered a member. The decision of the Board of Directors in taking such action shall be final and conclusive.

Article IV BOARD OF DIRECTORS

Section 1.

The Board of Directors shall consist of seven Directors elected from the active club membership and the present Host and Ambassador Journey Coordinators. One or more At-Large members may be selected from the active club membership by a majority vote of the existing Board. Immediate past elected members of the Board and immediate past Journey Coordinators may sit on the Board for one year in an advisory capacity. The members of the Board of Directors shall be elected for a term of one year.

Section 2.

The general and particular duties of the Board shall be:

To manage the affairs of the club;

To approve the official depository or depositories for the club's funds and designate persons to sign checks and withdraw funds;

To prepare a budget and set annual dues for the year;

To elect a member of the club to fill an unexpired term;

To authorize expenditures in excess of \$500.

Section 3.

Board meetings shall be held when called by the President or any three members of the Board with at least seven days' written notice. Such written notice may be by e-mail or other written means.

Section 4.

The presence of no less than four Board members shall constitute a quorum. Unless a higher vote is specified herein, the vote of a majority of Board members present at a meeting at which a quorum is present shall be necessary to constitute the action of the Board. In the best interest of the club, a Board member may be removed from his or her post by a vote of three-fourths (3/4) of the voting members of the Board. Vacancies caused by removal or resignation shall be filled by election by majority vote of the voting Board.

ARTICLE V ELECTED DIRECTOR DUTIES

Section 1

Each Director will serve in a leadership position that has specific duties and responsibilities. Duties shall be assigned by agreement among the seven Directors. The positions and their associated duties and responsibilities are:

- **THE BOARD COORDINATOR**, herein designated PRESIDENT, shall be the principal point of contact for the club and is responsible for FFI communications and local club communications. Specific duties include:
Presiding at all meetings of the Board of Directors;
Serving as liaison with FFI and with other international organizations;
Serving as official spokesperson for the club;
Preparing a proposed agenda for each Board meeting;
Signing or countersigning the withdrawal of club funds, as necessary;
Appointing an audit committee annually to examine the books by March 1.

- **THE SECRETARY** shall be responsible for meeting minutes and club history. Specific duties include:
Recording and distributing the minutes of each meeting of the club and the Board;
Keeping the records of club actions and activities;
Handling correspondence of the club as directed by the Board;

- **THE TREASURER** shall be responsible for all monies received and disbursed. Specific duties include:
Collecting annual membership dues and other monies due the club;
Depositing club funds in the bank approved by the Board;
Keeping the books of accounts of the club;
Presenting a Treasurer's report at all meetings of the club and the Board, and providing a copy for the Secretary;
Making payments in carrying out the normal business of the club or as authorized by the Board;
Preparing and submitting the annual income tax return of the club;
Preparing the books for an auditing committee appointed by the Board in the first quarter of the year.

- **THE COMMUNICATIONS COORDINATOR** shall be responsible for:
Publishing and producing the newsletter, club invitations, and other mailings, as directed by the Board, to inform the membership of scheduled events;
designating a Gatekeeper for the distribution of these items to the membership via email;

Overseeing maintenance of the club's website and other social media sites as needed;

Generating all "snail" mail for members without email;

Assuming responsibility for the club's publicity;

Recruiting members to assist with these tasks.

• **THE JOURNEY COORDINATOR** shall be responsible for:

Serving as first contact for any communications regarding journeys;

Recruiting and training of the club's host and ambassador journey coordinators for domestic and international journeys;

Providing guidance as needed;

Overseeing the club's Journey and Open World programs;

Responding to FFI's annual surveys regarding hosting interest and club capacity

Recruiting members to assist with these tasks.

• **THE EVENTS COORDINATOR** shall be responsible for:

Planning membership meetings, social events, and coordinating activities with the applicable facility;

Assisting Journey Coordinators with arrangements for meetings related to host journeys;

Recruiting members to assist with these tasks.

• **THE MEMBERSHIP COORDINATOR** shall be responsible for:

Recruiting new members;

Receiving and processing new member applications;

Informing the Communication Coordinator of new members;

Planning and coordinating new member orientations;

Preparing and sending annual membership renewal form/dues notice to all members;

Maintaining membership records;

Coordinating the handling of funds received with the Treasurer;

Ordering name tags for new members;

Maintaining an inventory of FFCNC and FFI brochures

Communicating with FFI regarding membership, dues, etc.

Section 2.

A member of the Board will be encouraged to attend the Biannual International Conference. Whenever possible, the club treasury shall pay that person's conference registration fee.

Section 3.

All Board members shall contribute to a report for the annual meeting.

Section 4.

By January 15th of each year, the in-coming Board Coordinator/President should submit to FFI:

The names, Board position, addresses, and telephone numbers of the incoming Board;
The totals of paid membership and total membership for the preceding year.

ARTICLE VI NOMINATION AND ELECTION OF THE BOARD OF DIRECTORS

Section 1.

Candidates for the Board of Directors shall be members in good standing and shall be elected for a term of one year. Normally, elected Directors may not serve for more than three consecutive terms. The elected Directors shall assume office on January 1.

Section 2.

In order to insure proper continuity, normally no more than three of the seven Directors should be replaced in any given year.

Section 3.

The election of the Directors shall be held at the annual meeting. Only members present and in good standing may vote. There shall be no voting by proxy. In the event of a tie vote, another ballot must be taken. The affirmative vote of a majority of the members present shall be required to elect each of the Directors. If there is only one nominee for each vacancy on the Board of Directors, voting may be by voice vote.

Section 4.

At least five (5) weeks prior to the date of the annual meeting, the Board shall appoint a Nominating Committee. This committee shall consist of three (3) members. The duties of this committee shall be to make nominations, with the consent of those nominated, and to report those at the annual meeting. At the annual meeting, further nominations may be made from the floor with the consent of the nominees.

ARTICLE VII COMMITTEES

Section 1.

The Board has the authority to create Standing Committees and to appoint chairs of said committees.

Section 2.

Each Standing Committee Chairperson is responsible for appointing members to the Committee and giving this list to the Secretary. Each Chairperson will make a periodic presentation to the Board regarding the current status of activities and shall contribute to the annual report for the annual meeting.

Section 3.

The Board may appoint Ad Hoc Committees. Ad Hoc Committees are automatically dismissed after preparing and presenting a final report to the Board.

ARTICLE VIII MEETINGS

Section 1.

The annual meeting of the club shall be held during the fall season each year at a time and place to be designated by the Board. A written notice of the time and place of this meeting must be sent to each member at least 15 days prior to the meeting. Whenever elections are to be held, the list of nominations pursuant to Article VI (Nomination and Election of the Board of Directors) of these bylaws shall be made part of this notice.

Section 2.

Regular meetings of the club shall be held on dates designated by the Board.

Section 3.

Any four Board members or any fifteen members may call a special meeting of the club with at least one (1) week's prior notice to all members. Business mentioned in the notice of the meeting must be conducted; any other business coming before the meeting may also be considered.

Article IX FINANCES

Section 1.

The annual dues of this club shall be set by the Board and shall be payable between the dates of November 1 and December 31. Club memberships will be for the next calendar year. Two-thirds (2/3) of the Board must approve a change in the amount of annual dues.

Section 2.

Revenue from sources other than annual dues may be raised as determined by the Board.

Article X AMENDMENTS

The bylaws may be amended at any regular or special meeting of the club by a two-thirds (2/3) vote of those present and voting, provided that notice of the amendments has been given either at the previous meeting or sent to each member at least 15 calendar days before the meeting.

Article XI RULES OF ORDER

“Robert’s Rule of Order, Newly Revised” shall be the parliamentary authority for all matters of procedure not specifically covered by these bylaws.

Article XII DISSOLUTION

Section 1.

In the event of the dissolution of this club to the extent allowed under applicable law, all of the assets of the club shall be distributed to the Friendship Force International, Inc. a non-profit corporation, provided that the corporation is then in existence and is a tax exempt organization. If the Friendship Force International, Inc. should not be in existence at the time of said dissolution, then the assets of the club shall be distributed to the Community Foundation of Greater Greensboro, High Point Community Foundation and the Winston-Salem Foundation as a percentage based on the stated population of each community.

In the event that, for any reason, upon the dissolution of this club the Board of Directors shall fail to act in the manner herein provided, the assets shall be distributed in accordance with the law governing the distribution of assets of nonprofit organizations in the jurisdiction in which the club is located.

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