

BYLAWS

Friendship Force of the Florida Suncoast, Inc.

ARTICLE I: NAME

The name of the club shall be Friendship Force of the Florida Suncoast, Inc.

ARTICLE II: MISSION

The mission of the club is to provide its members the opportunity to make friends with people of different cultures and to promote friendship with all people, both at home and abroad, in order to eliminate barriers that separate people.

ARTICLE III: MEMBERS

An Individual eighteen years or older may become a member in good standing by paying the annual dues and supporting the Friendship Force mission. Only paid members in good standing shall be entitled to vote. There shall be two member classifications, Paid – Individual and Non Paid – Honorary.

ARTICLE IV: BOARD OF DIRECTORS

Section 1. The Board of Directors shall consist of the elected Officers, Standing Committee Chairpersons, Journey Ambassador Coordinator/s, and Host Journey Coordinator/s (for the duration of their exchange). The elected President shall serve a term of two years. The Immediate Past President will be a member of the Board for one year. The President-elect shall serve a term of one year during the second year of the President's term. In addition, the president may appoint, with the approval of the Board, up to three members to serve as Directors-at-Large for a one-year term.

Section 2. Vacancies of Elected Officers caused by resignation or other events shall be filled at the next meeting of the Board by a majority vote of the remaining members of the Board present and voting.

Section 3. The Board has the full authority to manage and conduct all business of the club in accordance with its mission and objectives. Its duties shall be to: approve the official depository for the funds; adopt an annual budget for the administrative year (September 1 through August 31); appoint Journey Coordinators; authorize expenditures; authorize a cash advance for an approved club activity if needed, with the understanding that a complete report accompanied by receipts will be submitted to the Treasurer at a subsequent meeting; and elect a member to fill an unexpired term of an Officer.

Section 4. Board meetings shall be held at least quarterly as called by the President or by any three members of the Board, with at least fourteen days written notice to its members. Board meetings shall be open to all club members.

Section 5. A majority of the Directors shall constitute a quorum. A majority of the Directors present and voting shall constitute the action of the Board.

ARTICLE V: OFFICERS

Section 1. The elected Officers of this club shall be a President, President-Elect, First Vice President (Programs), Second Vice President (Membership), Secretary and Treasurer. The President-Elect shall serve a term of one year. The officers shall take office on September 1st and shall hold the office until their successors are elected and have taken office.

Section 2. The President shall preside at all meetings; be the liaison with other organizations; be the official club spokesperson; in the absence of the Treasurer, sign for the withdrawal of the funds; appoint the chairpersons of all standing and special committees; submit a proposed annual budget for consideration by the board; submit all reports required by Friendship Force International; serve as an ex-officio member of all committees and exercise all powers and perform all duties normally incident to such office. At the September meeting concluding a year in office, the outgoing President will submit an annual report of the prior year's club activities to the September General Membership meeting.

Section 3. The First Vice President shall be responsible for initiating the planning and execution of the programs; in the absence of the President, perform all the duties of the office; and perform such other duties as the Board may authorize.

Section 4. The Second Vice President shall be responsible for the recruitment, orientation and retention of members; the maintenance of an active membership file; in the absence of the President and the First Vice President, perform all the duties of the President's office; and perform such other duties as the Board may authorize.

Section 5. The Secretary shall record and maintain the minutes of each Board and General Membership meeting and perform such other duties as the Board may authorize.

Section 6. The Treasurer shall collect all monies; deposit funds in the bank account approved by the Board; submit a Treasurer's report at all Board and General Membership meetings; sign for withdrawal of funds; arrange for payment of accounts owed; prepare the books for an annual audit by an ad hoc auditing committee appointed by the President prior to the-September General Membership meeting ; file the necessary reports with the state and Internal Revenue Service, if applicable; and perform such other duties as the Board may authorize.

Section 7. All elected Officers, Journey Coordinators and Standing Committee Chairpersons shall assist the President in preparing a summary report of the prior year's activities for presentation at the September General Membership meeting.

ARTICLE VI: NOMINATION AND ELECTION OF OFFICERS

Section 1. The election of Officers shall be held at the May General Membership meeting. The elected officers shall be elected for a term of one year. The President shall not serve more than two consecutive terms.

Section 2. At least five (5) weeks prior to the May General Membership meeting the President shall appoint a Nominating Committee, consisting of three (3) members. The duties of this committee shall be to make nominations for the offices, with the consent of those nominated. A 14 day election notice shall be sent to all members, including a list of the nominees for office. Nominations may be made from the floor, provided the consent of the nominees has been secured. If a quorum (20 percent of members in good standing) is present, the affirmative vote of a majority of the members present and voting shall be required to elect the officers.

Section 3. Voting shall be by ballot unless there is only one nominee for an office, and then voting may be by voice vote. In the event of a tie vote, another ballot must be taken. Only members present and in good standing may vote. There shall be no voting by proxy.

Section 4. In the interim between the May election of Officers and the assumption of their duties in September, the incoming Officers shall feel free to meet in an unofficial capacity to plan for the coming administrative year.

ARTICLE VII: COMMITTEES

Section 1. Standing committees shall be Program, Membership, Newsletter, Public Relations, Website, Fund Raising, Outreach, Journey Coordination and Service. Additional Standing Committees may be created by a majority vote of all members of the Board. Job descriptions shall be provided by the Board. The term of office of Standing Committee Chairpersons shall be concurrent with the term of the office of the President.

Section 2. Ad hoc Task Groups may be created for short-term tasks as deemed necessary by the President. Job descriptions shall be provided. Task Group chairpersons are not members of the Board.

ARTICLE VIII: MEETINGS

Section 1. At least one General Membership meeting shall be held in each quarter of the year. Additional meetings may be called by the President, by any other three elected Officers, or by any 15 club members.

Section 2. A quorum for General Membership meetings shall be 20 percent of the members in good standing. Decisions or actions taken by a majority of the members in attendance and voting, at which a quorum is present, shall constitute the action of the Club.

ARTICLE IX: FINANCES

Section 1. The Board of Directors shall set the annual dues. Two-thirds (2/3) of the Board of Directors present and voting must approve a change in the amount of dues. Notice of a change to the annual dues must be published in the newsletter at least one month prior to the date of change. The annual dues for the ensuing year shall be payable by December 31.

Section 2. Revenues from sources other than annual dues may be raised as determined by the Board of Directors and approved by a two-thirds (2/3) vote of the Board of Directors present and voting.

Section 3. The President, in consultation with the Standing Committee Chairpersons, shall submit a proposed budget to the Board for consideration. The membership shall be informed of the approved budget.

X: GRIEVANCE

If any club members should have a grievance against any action of the Board or the conduct of its members which, in their opinion, reflect negatively on the reputation of the Friendship Force, their grievance should be registered in writing with the President. To address the situation, the President shall appoint a Grievance Task Group to review the matter and recommend a resolution to the board within thirty days. Should the grievance involve an action of the President, the First Vice President shall make the appointment.

ARTICLE XI: AMENDMENTS

The Bylaws may be amended at any regular or special meeting of the club by a majority vote of the members of the club present and voting, provided that notice of the amendments has been given at a previous meeting and the proposed amendments have been sent to each member at least 14 days before the meeting. Members may propose amendments to the Board for consideration.

ARTICLE XII: DISSOLUTION

In the event of 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, a not-for-profit corporation, provided that the corporation is then in existence and is a tax exempt organization under Section 501 (c)(3) of the United States Internal Revenue Code. If the Friendship Force International should not be in existence or not be tax exempt

under the aforesaid Internal Revenue Code at the time of said dissolution, then the assets of the Club shall be sold and the proceeds distributed to another tax-exempt organization operating exclusively for charitable, scientific, literary, or educational purposes which shall be selected by the Board of Directors of this Club. 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 within a reasonable time, one or more persons having a real interest in the club shall make an application by petition to the appropriate court for distribution.

Amended by Membership
January 21, 2012

Amended by Membership
March 17, 2018