

Club Bylaws

FRIENDSHIP FORCE OF THE FLORIDA SUNCOAST

ARTICLE I NAME

The name of the organization shall be Friendship Force of the Florida Suncoast, Inc. and may be referred to as Friendship Force Florida Suncoast or FFFS for marketing purposes (hereinafter referred to as the Club in this document). This name shall not be changed unless permission has first been obtained from Friendship Force International, hereinafter referred to as FFI.

ARTICLE II PURPOSES

The primary purpose/mission of Friendship Force of the Florida Suncoast is to promote international understanding by conducting people-to-people home stay programs with Friendship Force Clubs from other countries. The secondary purpose/mission of the Club is to promote international understanding within the local community. All programs are carried out in accordance with the policies and guidelines of FFI.

This Club is not organized and shall not be operated for pecuniary 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.

There shall be two member classifications, Individual and Student.

Any individual is eligible who supports the goals and purposes of Friendship Force and is 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 paid members in good standing shall be entitled to vote and eligible to be an FFI Ambassador.

Student member is a student who is 16 years or older who has been recommended for consideration of membership. Student members have no dues or voting privileges.

Section 2.

Membership does not confer any right to participate in a Friendship Force journey as an Ambassador or Host. Journey participants are selected by the Ambassador Coordinator in accordance with procedures established by The Friendship Force, Inc. through its headquarters office, Friendship Force International (FFI).

Section 3.

The Board of Directors (also referred to as the Board) 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 in taking such action shall be final and conclusive.

ARTICLE IV BOARD OF DIRECTORS

Section 1.

The Board of Directors shall consist of the elected officers of the Club, the President-elect, immediate Past President and any additional members appointed by a majority vote of the existing Board. In addition, the President may appoint, with the approval of the Board, up to three members to serve as Directors-at-Large.

Section 2.

The duties of the Board shall be by vote:

- To confirm the Chairpersons of the Standing Committees;
- 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 for the year;
- To elect a member of the Club to fill an unexpired term of an officer or director;
- To help President prepare all reports;
- To manage the affairs of the Club; and
- To authorize unbudgeted expenditures in excess of \$100.

Section 3.

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 4.

The presence of no less than 55 percent of the voting Board, at least one of which shall be an officer, shall constitute a quorum. The vote of a majority of directors 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 OFFICERS

Section 1.

The elected officers of this Club shall be President, First Vice-President (Programs), Second Vice President (Membership), Secretary and Treasurer, and President-Elect in the last year of President's term. The officers shall take office on the first day of January and shall hold the office until the end of their term.

Section 2.

The President shall:

- Preside at all meetings of the Club and the Board of Directors;
- Serve as liaison with FFI and with other international organizations;
- Serve as official spokesperson for the Club;

- Appoint the Chairpersons of all Standing Committees, subject to confirmation by the Board;
- Exercise all powers and perform all duties normally incident to such offices;
- Sign or countersign the withdrawal of the funds of the Club; and
- Present a year-end report of Club activities at the first general membership meeting of the following year.

Section 3.

The First Vice President shall be responsible for initiating the planning and execution of the Club 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 and rotating member team list; 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 of Directors may authorize.

Section 5.

President-Elect shall assist the President during the final year of the President's term.

Whenever possible, the Club treasury will assume the cost of conference fees of the President or designated replacement at the conference, and contribute to lodging expenses as the budget allows.

Section 6.

The Secretary shall:

- Record the minutes of all Board and general membership meetings;
- Send a copy of the minutes to the President at least one week prior to the next Board meeting;
- Keep the records of the Club; and
- Maintain possession and supervision over the property of the Club.

Section 7.

The Treasurer shall:

- Collect all monies due the Club;
- Deposit Club funds in the bank approved by the Board;
- Keep the books of accounts of the Club;
- Make a Treasurer's report at all meetings of the Club and the Board, with a copy for the Secretary;
- Sign or countersign withdrawal of the funds of the Club;
- Arrange for payment of accounts owed by the Club;
- Prepare the books for an auditing committee appointed by the President prior to December 31; and
- Send payment to the Florida Department of State Division of Corporations for our annual corporation license.

Section 8.

At the conclusion of the Club year in December, the out-going President should submit to FFI:

- The names, offices, addresses and telephone numbers of the incoming Board;
- The totals of paid membership and total membership for the preceding year;
- A financial statement for the preceding year; and
- A one-page summary of the highlights of the year in the Club.

Section 9.

The current President shall make sure that the annual report from the previous year is on file at FFI. Any property pertaining to an office must be given to the incoming officer within two weeks of assuming office.

ARTICLE VI NOMINATION AND ELECTION OF OFFICERS

Section 1.

The election of officers shall be held at the annual meeting in September. Candidates for elective Club offices shall be members in good standing and shall be elected for a term of one year (President may serve a one or two year term).

An officer may succeed him/herself one time in that office. The elected officers shall assume office on January 1.

Section 2.

At least five (5) weeks prior to the date of the annual meeting, the Board of Directors 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 the President shall receive from the floor further nominations with the consent of the nominees.

Section 3.

Voting for officers shall be by ballot and shall not be cumulative. 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. If a quorum of 25 percent is present, the affirmative vote of a majority of the members present shall be required to elect each of the officers. If there is only one nominee for an office, voting for that office may be by voice vote.

ARTICLE VII COMMITTEES

Section 1.

The Friendship Force Florida Suncoast Committee and Task Force Chairs shall be Journey Advisor, Ambassador Coordinator (Outbound), Host Coordinator (Inbound), Dine if you Choose, Facebook Designer, Fun Stuff Outings Lead, Journey Treasurers, Member Directory Editor, Newsletter Editor(s), SPIFFS Representative, Sunday/Funday host(s), Sunshine Representative, and Website Editor.

Section 2.

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

Section 3.

The term of office of Standing Committee Chairpersons shall be concurrent with the Club year.

Section 4.

Each Standing Committee Chairperson is responsible for appointing members to the Committee and giving this list to the Secretary. Each Chairperson will make a quarterly presentation to the Board regarding the current status of activities. Additional Standing Committees may be created by a majority vote of all members of the Board.

ARTICLE VIII MEETINGS

Section 1.

Meetings of the Club, in person or via Zoom, shall be held at dates designated by the Board of Directors. The annual meeting of the Club shall be held during the month of September each year at a time and place to be designated by the President. 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 Officers And Directors) of these bylaws shall be made part of this notice.

Section 2.

A quorum for General Membership Meeting, Annual Meeting, or Special Meeting shall be 25 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.

Section 3.

The President, any three elected officers, or any 15 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 \$15 above the FFI membership fee, payable by November 30. Club memberships will be for the calendar year. Members who have not paid dues by November 30 shall be dropped from the membership rolls. Two-thirds (2/3) of the Board of Directors must approve any other change in the amount of annual dues. Notice of a change of dues must be published in the Club newsletter at least one (1) month prior to the date of change.

New members should submit membership dues along with their application. New members who join prior to September 1 will pay dues again in November for the following year. New members who join after September 1 will pay dues amount for the upcoming year, and not pay dues again in November.

Section 2.

Revenues from sources other than the annual dues may be raised as determined by the Board of Directors and approved by two-thirds (2/3) vote of the Board of Directors present and voting. Such other revenues shall be recorded separately in the Club's Books of Account. They shall be used for the purposes for which they were raised, or another purpose approved by a two-thirds (2/3) vote of the Board of Directors present and voting.

Section 3.

The President, in consultation with the Board, shall submit a proposed budget to the Board of Directors for consideration. The membership shall be informed of the approved budget.

ARTICLE X GRIEVANCE

If any Club members should have a grievance against any action of the Board of Directors or the conduct of its members which, in their opinion, reflects 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 30 days.

AMENDMENTS XI

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, and that notice to the amendments has been given either at the previous meeting or sent to each member at least 30 days before the meeting.

ARTICLE XII 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 XIII DISSOLUTION *

In the event of dissolution of Friendship Force Florida Suncoast, to the extent allowed under applicable law, the disbursement of all financial and property assets after payment of all debts of the Florida Suncoast club will be determined by the club's Board of Directors after consultation and majority vote of the General Membership and may include formation of a new club independent of Friendship Force International.

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 such a tax exempt organization. If The Friendship Force, Inc. should not be in existence at the time of said dissolution, then the assets of the Club shall be sold and the proceeds distributed to another organization organized and operating exclusively for charitable, scientific, literary or educational purposes which shall be selected by the Board of Directors of this Club.

Signed: Gretchen Worth, President
Bylaws Chairperson/President
9/16/2023