

THE FRIENDSHIP FORCE OF KANSAS
BY LAWS
Revised January 2016

ARTICLE I. NAME AND BUSINESS YEAR

The name of the organization shall be THE FRIENDSHIP FORCE OF KANSAS, INC. (hereinafter referred to as the club). This name shall not be changed unless permission shall first have been obtained from The Friendship Force, Inc., (hereinafter referred to as FFI). The business year of the club shall be January 1 to December 31.

ARTICLE II. PURPOSES

- A. To provide leadership and support of the cultural exchange program;
- B. To provide continuity of the activities of The Friendship Force through educational and cultural means;
- C. To increase program awareness by disseminating information to club members and to interested persons in the community;
- D. To recruit members and maintain an active membership file;
- E. To provide an orderly means of assembling and retaining pertinent records for use in establishing and assisting Exchange Committees.

This club is not organized and shall not be operated for pecuniary gains 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 individuals. This club shall never be authorized to engage in a regular business of a kind ordinarily carried on for profit or in any other 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 therefrom be devoted to such purposes.

ARTICLE III. MEMBERS

Any individual twenty-one years or older who supports the goals and purposes of Friendship Force, and agrees to abide by these By Laws and the Policies and Procedures of the club, may become a member in good standing by completing an application form and paying the annual dues. Only members in good standing shall be entitled to participate in club meetings and to vote.

ARTICLE IV. BOARD OF DIRECTORS

Section 1.

The Board of Directors shall consist of the elected officers of the club, the Standing Committee Chairpersons, the present Exchange Directors, eligible former Exchange Directors and the immediate past president of the club. Every member of the Board is a voting member. A former Exchange Director shall be deemed eligible to serve on the Board for the period as specified in Article VII, Section 1, Item G

Section 2.

Vacancies caused by resignation or for any other reasons shall be filled by election by majority vote of the remaining members of the Board.

Section 3.

The duties of the Board shall be:

- a. To confirm the Chairpersons of the Standing Committees;
- b. To approve the official depository or depositories for the club's funds and designate persons to sign checks and withdraw funds;
- c. To prepare a budget for the year;
- d. To elect a member of the club to fill an unexpired term of an officer or director;
- e. To suggest to FFI individuals to serve as Exchange Directors and to assist in the planning and promotion of exchanges;
- f. To manage the affairs of the club;
- g. To authorize expenditures in excess of \$100.00. Such authorization may be given at the board meeting following necessary expenditures made by the Treasurer on behalf of the organization;
- h. To approve the appointment of Exchange Directors by vote of the Board.

Section 4.

Board meetings shall be held at least quarterly, and as called by the President, or any three members of the Board with at least 7 days' notice to its members.

Section 5.

The presence of no less than a majority of the directors, at least one of which shall be an officer, shall constitute a quorum. Unless a higher vote is specified herein, 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.

ARTICLE V. OFFICERS

Section 1.

The elected officers of this club shall be President, a Vice-President, a Secretary, and a Treasurer.

Section 2. The President shall:

- a. Preside at all meetings of the club and the Board;
- b. Be the liaison with other international organizations and with FFI;
- c. Be the official spokesperson for the club;
- d. Sign or countersign the withdrawal of the funds of the club;
- e. Appoint the chairpersons of all Standing Committees, subject to confirmation by the Board;
- f. Prepare a projected annual budget for the coming year, excluding Exchanges, with assistance from the Treasurer and Board members;
- g. Exercise all powers and perform all duties normally incident to such office.

Section 3. The Vice President shall:

- a. Perform all duties and responsibilities of the President in the absence of the President;
- b. Perform such other duties as the Board may authorize;
- c. Whenever possible be designated President-Elect.

Section 4. The Secretary shall:

- a. Record the minutes of each meeting of the club and the Board meetings;
- b. Send a copy of the minutes to the President within a week after each such meeting;
- c. Be responsible for keeping the records of the club;
- d. Be responsible for the correspondence of the club as directed by the President;
- e. Be responsible for issuing all official notices.

Section 5. The Treasurer shall:

- a. Collect all monies due the club;
- b. Deposit club funds in the bank approved by the Board;
- c. Keep the books of account of the club;
- d. Make a Treasurer's report at all meetings of the club and the Board meetings and supply a copy for the Secretary;
- e. Sign or countersign withdrawal of funds of the club;
- f. Have the books ready for an auditing committee, appointed by the President, in January of each year;
- g. Assist the President in preparing a projected annual budget, excluding Exchanges, for the coming year;
- h. Process all monies of the club, including monies relate to all exchanges.

Section 6.

All current elected officers and chairpersons shall prepare an annual report containing a brief summary of his/her office or committee activities for the year with an end-of-the-year financial report. This report is due two (2) weeks prior to the last board meeting of the club year and will assist the President in preparing the projected budget for the coming year.

The last board meeting in an election year shall be a joint meeting with the newly elected officers.

Any property/notebooks pertaining to an office must be given to the incoming officer within two (2) weeks prior to taking office.

ARTICLE VI. NOMINATION AND ELECTION OF OFFICERS AND DIRECTORS

Section 1.

The nominees for the offices of President, Vice-President, Secretary and Treasurer shall all be members in good standing. Officers may be elected to a limit of two (2) consecutive two (2) year terms and may be re-elected after an intervening term of different officers. Officers elected prior to adoption of this revision are exempt from this provision.

Section 2.

The election of officers shall be held at the annual meeting in October in the election year and such officers will take office on January 1 of the following year.

Section 3.

Voting for officers shall be by voice or written ballot. Only members present and in good standing may vote. There shall be no voting by proxy.

Section 4.

At least sixty (60) days prior to the date of the annual meeting, the President shall appoint a nominating committee. This committee shall consist of five (5) members, two of whom shall be chosen from the Board of Directors. The duty of this committee shall be to make nominations, with the consent of the nominated, and to report the proposed slate of officers to the Board at least thirty (30) days ahead of the annual meeting.

Section 5.

At the election of officers during the annual meeting, the President shall present the slate of officers prepared by the Nominating Committee. The President will then ask for nominations from the floor for each office, with the consent of each nominee. If a quorum is present, an affirmative vote of a majority of the members 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; otherwise, voting must be by written ballot. In the event of a tie vote, another written ballot must be taken.

ARTICLE VII. COMMITTEES

Section 1. Standing Committees on the Board of Directors shall be:

- A. Membership
- B. Publicity
- C. Social
- D. Newsletter
- E. Web Coordinator
- F. Property/Merchandise
- G. Exchange Directors – from date of approval by the Board of Directors and for one club/calendar year following the end of the exchange for which he/she has served
- H. A Past President for one year after his/her expired term beginning in January after his/her term in office.

Section 2.

The standing Committee Chairpersons shall be voting members of the Board of Directors. They are responsible for appointing members to their committees and giving this list of committee members to the Secretary. An annual report shall be prepared by each chairperson and submitted to the President at the last Board meeting of the year. Additional Standing Committees may be created by a vote of the majority of all Board members.

Section 3.

Special committees may be appointed by the President or the Board of Directors. They are automatically dismissed after the final report of the committee.

Section 4.

The term of office of Standing Committee Chairpersons shall be concurrent with the term of office for which officers of the club are elected and are appointed by the President.

ARTICLE VIII. MEETINGS

Section 1.

The annual meeting of the club shall be held during the month of October each year at a time and place to be designated by the President. A written notice of time, place, and purpose of this meeting must be sent to each member at least 30 days prior to the meeting. Whenever elections are to be held, the list of nominations pursuant to Article VI of these By Laws shall be made part of this notice in the club Newsletter.

Section 2.

Regular meetings of the club shall be held quarterly generally in the months of January, April, July, and October.

Section 3.

A special meeting of the club may be called by the President, any three elected officers, or any fifteen members, with at least one (1) week's prior notice of all members. Business mentioned in the notice of the meeting must be conducted and any other business which may come before the meeting may be considered.

Section 4.

A quorum for the club shall be a majority of paid members. Unless a higher vote is specified herein, decisions or actions taken or adopted by a majority of the members present and voting at a meeting at which a quorum is present shall constitute the action of the club.

ARTICLE IX. FINANCES

Section 1.

The annual dues of this club shall be determined by a majority vote of the Board of Directors. Notice of a change of dues must be published in the club newsletter at least one (1) month prior to date of change. The annual dues shall be due December 31 prior to the new calendar year. Members who have not paid dues by May 1 shall be dropped from membership rolls. Dues must be submitted with new application for membership by new members. New members joining July 2 and after are exempt from the subsequent calendar year's dues.

Section 2.

Revenue from sources other than annual dues may be raised as approved by a majority vote of the Board of Directors.

Section 3.

Monies received from fund raising projects in which the public participates or from members or others for the activities sponsored by this club shall be segregated from the administrative fund

of this club and shall be used only for the charitable, educational activities of this club. Administrative costs should be defrayed by membership dues only.

Section 4.

Should a club activity have unforeseen charges of a maximum of \$100.00, the club will pay up to that amount from the treasury. If the excess expense should exceed \$100.00, a Board decision will be required to pay such expenses.

ARTICLE X. AMENDMENTS

The By Laws may be amended at any regular or special meeting of the club by majority vote of those present and voting, provided that the amendments have been previously approved by the Board of Directors and previous notice of the amendments has been given either at the previous meeting or sent to each member at least 30 days before the meeting.

ARTICLE XI. RULES OF ORDER

Robert's Rules of Order shall be the parliamentary authority for all matters of procedure not specifically covered by these By Laws.

ARTICLE XII. DISSOLUTION

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, Inc., a non-profit corporation under Section 501c of the United States Internal Revenue Code, or if The Friendship Force, Inc. is not in existence or is not such a tax exempt organization, then the assets of the club shall be sold and the proceeds distributed to another organization organized and operating for the same purpose for which this club is organized and operating, or to one or more corporations, funds or foundations organized and operating exclusively for religious, 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, the Senior Judge of Sedgwick County, State of Kansas, shall make such Distribution herein provided upon the application of one or more persons having a real interest in the club or its assets.

ARTICLE XIII. BY LAWS REVISIONS

These By Laws shall be reviewed every 3-5 years by a By Law Revision Committee selected by the President. Revisions shall be mailed, published in the club Newsletter or distributed to the membership at a quarterly meeting. Membership will vote on any By Laws revisions at the next quarterly meeting following mandated board approval and required notification to all members.

Revised January 23, 2016 by vote of membership
Rita Pressnall, By Laws chairperson