

FRIENDSHIP FORCE OF BATON ROUGE BYLAWS

ARTICLE 1 - NAME

The name of this non-profit corporation is Friendship Force of Baton Rouge.

ARTICLE II - PURPOSES

Section 1

The purpose of the club shall be:

- a. to promote worldwide peace and cultural understanding through home visit exchanges with other friendship force clubs through the world;
- b. to provide leadership and support of cultural exchange programs;
- c. to provide continuity of Friendship Force activities through educational and cultural means;
- d. to increase program awareness by disseminating information to club members and to interested persons in the community;
- e. to recruit members and maintain an active membership file;
- f. to provide an orderly means of assembling and retaining pertinent records for use in establishing and assisting Exchange Committees.

Section 2

- a. This club is organized as a non-profit organization and shall not be operated for pecuniary gain or profit;
- b. No part of the property of the club and no part of its net earnings shall inure to the benefit of any private individual, except as specified under these bylaws;
- c. This club shall never 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;
- d. 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 purpose.

ARTICLE III – MEMBERSHIP/MEETINGS

Section 1

- a. Any individual who supports the goals and purposes of the Friendship Force International and is willing to abide by these bylaws is eligible for membership;
- b. A member in good standing is one who is current in payment of all dues;
- c. Annual dues are recommended by the Board of Directors and approved by the Membership as part of the annual budget. The amount and term of dues are defined in the Standing Rules.;
- d. Each member in good standing of the age of majority has one vote (maximum of two votes per family membership) and must be present to vote;

- e. At least one General Membership Meeting shall be held each quarter;
- f. A quorum for a general meeting to conduct club business shall consist of 20 members in good standing or fifty percent (50%) of members in good standing plus one (1), whichever is less.

ARTICLE IV - BOARD OF DIRECTORS

Section 1

- a. The Board of Directors shall be responsible for conducting the affairs of the Friendship Force of Baton Rouge;
- b. Board action requires a simple majority vote of directors present at a meeting.

Section 2

- a. The voting members of the Board of Directors shall include: the Vice-President, Treasurer, Secretary, the immediate past president (if there is one) and three at-large directors;
- b. The president will vote only in the case of a tie vote;
- c. The nonvoting members of the Board of Directors shall include the incoming and outgoing exchange directors (during the time they are actively involved with their exchanges), and the standing committee chairpersons;
- d. A quorum for the Board of Directors shall consist of five (5) directors.

Section 3

The voting members of the Board of Directors shall:

- a. submit an annual budget for general membership approval annually before the end of December each year;
- b. appoint a member of the club to fill an unexpired term of an officer or director;
- c. appoint exchange directors as needed;
- d. approve the standing committee chairpersons and the registered agent.

ARTICLE V - NOMINATIONS & ELECTIONS

Section 1

Nominating Committee members shall:

- a. consist of three (3) members appointed by the club President and approved by the Board no later than June of each year;
- b. submit to the president a slate of candidate(s) for each Officer or Director(s) position to be filled or replaced at least thirty (30) days prior to the election specified in ARTICLE V, Section 2.a.;

Section 2

Election Procedures

- a. Election of Board Directors and Officers will be by ballot before the Fourth Quarter General Meeting ;
- b. The position of president will be filled by the vice-president of the previous year when available – otherwise a new president will be elected in the same manner as other officers;

- c. Additional nominations from the floor will be accepted (with the consent of the nominee).
- d. Election will be by a majority vote of the members in good standing and present at time of election;
- e. Board Directors will be installed at the Fourth Quarter General Meeting.

Section 3

Terms of Office will be as follows:

- a. President, Past President and Vice-President; one year each;
- b. Treasurer, and Secretary, two years; the Treasurer elected in even numbered years and the Secretary elected in odd numbered years;
- c. At-large board members; two years, two elected in even numbered years and one in odd numbered years;
- d. the Board of Directors will appoint a member to fill unexpired terms of less than one year unless a general election is scheduled within four (4) months;
- e. unexpired terms of one year or more will be filled at the next general election.

ARTICLE VI- DUTIES OF THE OFFICERS

Section 1

The President shall:

- a. preside at all meetings of the Members and the Board of Directors;
- b. submit an annual report and all other reports required of the president by Friendship Force International;
- c. act as official spokesperson for the club and liaison with other international organizations;
- d. be authorized to sign checks according to the Standing Rules;
- e. appoint the chairpersons of all standing committees, subject to approval by the Board of Directors;
- f. notify members of the slate of candidates at least ten (10) days prior to any election;
- g. be responsible for the preparation of an annual budget for presentation to the General Membership for approval at the Fourth Quarter meeting;
- h. appoint a temporary committee annually, with Board approval, to conduct a review of the club's financial records. The review shall be complete by the end of the First Quarter;
- i. exercise all powers and perform all duties normally incident to the office.

Section 2

The Vice-President shall:

- a. perform the duties of the office of the President in the absence of or at the request of the President;
- b. participate in the preparation of the annual budget;
- c. be authorized to sign checks according to the Standing Rules;
- d. perform such duties as the President or the Board of Directors may authorize. be responsible for maintaining the Compendium, a composite of the club's best practices;

- e. Coordinate status of current and potential exchanges.

Section 3

The Past-President shall:

- a. act as Club Parliamentarian.

Section 4

The Treasurer shall:

- a. be responsible for collecting monies due to the club, depositing funds in a bank approved by the Board, keeping the club accounts and preparing and presenting a Treasurer's Report for all Board and General Meetings;
- b. get two authorized signatures on checks as specified by the Standing Rules;
- c. inform the President, the Secretary and the membership committee chairman of all changes to the paid membership;
- d. prepare all the Club's Financial Records for an annual committee review and facilitate preparation of the Annual Budget;
- e. be authorized to sign checks according to the Standing Rules;
- f. be the Registered Agent and act as liaison with the State of Louisiana as well as with the U.S. Government and file all necessary reports required of either.

Section 5

The Secretary shall:

- a. record the minutes at all meetings of the members and meetings of the Board of Directors;
- b. provide each member of the Board of Directors with a copy of the minutes of all General and Board Meetings. Provide other members a copy upon request;
- c. maintain a record of attendance at all General Meetings (members and guests) and a record of attendance at meetings of the Board of Directors;
- d. handle all club correspondence and notices as directed by the President;
- e. be authorized to sign checks in accordance with the Standing Rules;
- f. be custodian of the official copy of the current by-laws;
- g. distribute updated membership lists to club members as necessary.

ARTICLE VII - DUTIES OF NON-VOTING BOARD MEMBERS

Section 1

An Exchange Director shall:

- a. Incoming International Exchange Directors shall be members in good standing who have previously been a host; however, priority shall be given those who have also been an ambassador;
- b. Outgoing International Exchange Directors shall be members in good standing who have previously been an Incoming International Director;
- c. have overall responsibility for planning and implementing a Friendship Force exchange in accordance with the Friendship Force International exchange manual;
- d. appoint ad hoc committees as needed to serve only during the term of the exchange for which the Exchange Director is responsible;
- e. submit all written reports concerning an exchange required by

- Friendship Force International, to the Club Historian for filing with a copy to the club president and treasurer for review;
- f. submit to the historian a list of all gifts given to Friendship Force of Baton Rouge during his/her exchange.

ARTICLE VIII - STANDING COMMITTEES

Section 1

- a. The standing committees shall be: Publicity, Friendship, Membership, Historian, and Website;
- b. The chairpersons of the standing committees shall be appointed by the president and approved by the Board of Directors.

Section 2

The Publicity Committee shall:

- a. Cultivate good public relations for the Friendship Force International and the Friendship Force of Baton Rouge within the community by generating publicity through the different media.

Section 3

The Membership Committee shall:

- a. solicit new members with the help of all members;
- b. respond to membership inquiries about the club;
- c. keep an accurate list of addresses, home and mobile phone numbers and email addresses for each individual member and each prospective member;
- d. Maintain a file of all application forms submitted for membership and forward a copy to the President for review.

Section 4

The Friendship Committee shall:

- a. keep in contact with members with special needs;
- b. send cards to members when appropriate.

Section 5

The Historian shall:

- a. be authorized to purchase, as needed and within the current budget, albums and boxes for storage of records, newspaper articles and gifts belonging to Friendship Force of Baton Rouge;
- b. keep a written list of records and gifts belonging to Friendship Force of Baton Rouge so they may be checked out by club members for display in the community;
- c. provide a repository for all club records and memorabilia relating to the history of the club.

Section 6

The Website Committee shall:

- a. Maintain a website covering information relevant to the membership.

Section 7

The Budget Committee shall:

- a. Prepare an annual budget for presentation to the Board of Directors for membership approval at the Fourth Quarter General Membership Meeting.-**

ARTICLE IX - AMENDMENTS

Section 1

- a. These bylaws may be amended by a two-thirds (2/3) vote of the members present and voting at any regular meeting, provided the proposed amendments have been submitted in writing to all members in good standing no later than ten (10) days prior to the meeting;**
- b. Standing Rules 1 and 2 may be changed by the Board of Directors to reflect any change to membership dues without a vote by the membership. All other standing rules may be amended by a simple majority of the members present and voting at any regular meeting, provided the proposed change has been submitted in writing to all members in good standing no later than ten (10) days prior to the meeting.**

ARTICLE X - PARLIAMENTARY AUTHORITY

Section 1

- a. The meetings of this organization shall be conducted in accordance with Robert's Rules of Order, Newly Revised, in all cases to which they are applicable and in which they are not inconsistent with these bylaws or the standing rules.**

This Revision of the Bylaws and Standing Rules for Friendship Force of Baton Rouge was approved by the Membership at the General Meeting of December 5, 2013 and the Board Meeting of November 11, 2013, respectively, and duly adopted as of that date. All previous versions were declared null and void and should be discarded.

Barbara J. Hittkopf
President

Thom H. Clark, Jr.
Vice President

Karen S. Pharis
Secretary

K. Lynn Robins
Treasurer

Vera H. Martin
Board Member

Moana Capdeville
Board Member

Ann Lolita Woods
Board Member

David S. Swann
Immediate Past President

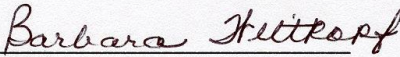
PREFACE: *Standing Rules are a part of the bylaws which are subject to more frequent change and have a different level of approval as specified in ARTICLE IX, Section 1.*

STANDING RULES

Revised October 20, 2013

1. Family membership dues are \$58.00 per year. Membership does not include subscription to the Friendship magazine.
2. Single membership dues are \$35.00 per year. Membership dues does not include subscription to the Friendship magazine.
3. Membership dues shall be discounted by fifty percent (50%) for the first year if a new member joins after June 30.
4. Two authorized signatures are required on checks of \$250.00 or more.
5. Funds received for exchanges but not expended will be deposited to the General Fund.
6. Each International Outgoing Exchange Director's transportation will be subsidized \$250 by the club and \$250 prorated among the exchange ambassadors.

This Revision of the Standing Rules for Friendship Force of Baton Rouge was approved at the Board Meeting November 11, 2013 and duly adopted as of that date. All previous versions are declared null and void and should be discarded.


Barbara Wittkopf, President