

**BYLAWS of
THE FRIENDSHIP FORCE OF NORTHERN ILLINOIS**
Revised January 10, 2010

ARTICLE I. NAME

The name of the organization shall be The Friendship Force of Northern Illinois (hereinafter referred to as the Club.) This name shall not be changed unless permission shall first have been obtained from The Friendship Force International (hereinafter referred to as FFI).

ARTICLE II. PURPOSE

Section 1. Purpose.

- A. The purpose of the Club is to foster continuing commitment to the FFI principles, which include:
 - 1. Promoting international understanding and cooperation through the establishment of person-to-person international friendships;
 - 2. Promoting motivation among members to be deeply committed ambassadors and hosts.

- B. The club attempts to achieve this purpose by:
 - 1. Disseminating information about club events to club members and other interested persons;
 - 2. Providing a regularly scheduled meeting place and time for club members in order to:
 - a. Provide cultural education programs;
 - b. Socialize;
 - c. Plan and provide activities for incoming home hosting exchanges;
 - d. Plan and provide activities for outgoing home hosting exchanges;
 - e. Recruit new members;
 - f. Plan and provide Friendship Force workshops and other training sessions so that members may assume active roles in the club;
 - g. Participate in other activities sponsored by FFI;
 - h. Participate in other community activities that promote the purpose of FFI.

Section 2. Operations.

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 activity except in furtherance of the purpose 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 therefore be devoted to such purposes.

ARTICLE III. MEMBERS

Any individual, sixteen years or older who is willing to pay the required annual dues and abide by these bylaws and the standing rules 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 vote.

ARTICLE IV. BOARD OF DIRECTORS

Section 1. Composition of the Board.

The Board of Directors shall consist of the elected officers of the club, the Standing Committee Chairpersons, the present Exchange Directors, the most recent Past President, and eligible former Exchange Directors. Every member of the Board is a voting member. A former Exchange Director shall be deemed eligible to serve on the Board for a period of two years from the date of the completed exchange.

Section 2. Vacancies.

Vacancies caused by resignation or otherwise shall be filled by election by majority vote of the remaining members of the Board, though less than a quorum.

Section 3. Duties.

The Board shall:

- A. confirm the Chairpersons of the Standing Committees;
- B. approve the official depository or depositories for the Club's funds;
- C. elect a member of the Club to fill an unexpired term of an officer or director;
- D. approve Exchange Directors and the planning and promotion of exchanges;
- E. manage the affairs of the Club;
- F. authorize expenditures over \$250.00.

Section 4. Board Meetings.

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

Section 5. Quorum of Directors.

The presence of no less than five Board members, 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 Board members present shall be necessary to constitute the action of the Board.

ARTICLE V. OFFICERS

Section 1. Officers.

The elected officers of this Club shall be: President, Vice President, Secretary and Treasurer. All shall be members in good standing.

Section 2. Election of Officers.

- A. The President and Vice President shall be elected for a two-year term at the odd-year annual meeting. The Secretary and Treasurer shall be elected for a two-year term at the even year annual meeting.
- B. The election and installation of officers shall be held at the annual meeting in November.

Section 3. Voting.

- A. 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.
- B. If a quorum is present, the affirmative vote of a majority of 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; otherwise, voting shall be by ballot. In the event of a tie vote, another ballot shall be taken.

Section 4. Duties of Officers.

- A. The President shall:
 1. preside at all meetings of the Club and the Board;
 2. be the liaison with other organizations and with FFI;
 3. be the official spokesperson for the Club;
 4. appoint the Chairperson of each Standing Committee and ad hoc committees, subject to confirmation by the Board;
 5. exercise all powers and perform all duties normally incident to such office;
 6. have been a member of the club for a minimum of two years;
 7. have the authority to make expenditures up to \$250 without Board approval;
 8. \$250 and above requires Board approval;
 9. appoint an auditing committee for each calendar year;
 10. appoint a Parliamentarian.
- B. The Vice President shall:
 1. Perform all duties and responsibilities of the President in the absence of the latter;
 2. Perform such other duties as the Board may authorize.
 3. Assign responsibility for the safekeeping of the property of the Club.
- C. The Secretary shall:
 1. Record the minutes of each meeting of the Club and the Board;
 2. Provide a copy of the minutes to the President;
 3. Keep the records of the Club;

4. Handle the correspondence of the Club as directed by the President;
5. Issue all official notices;

D. The Treasurer shall:

1. Collect all monies due the Club;
2. Deposit Club funds in a financial institution approved by the Board;
3. Keep the account books of the Club;
4. Submit a Treasurer's report at least once a year to the Club and at every Board meeting, with a copy for the Secretary;
5. Sign or countersign withdrawal of funds of the Club as authorized by the Board;
6. Pay accounts owed by the Club;
7. Prepare the books for audit by an auditing committee.

Section 5. Transfer of Property

Any property pertaining to an office shall be given to the incoming officer within two weeks after the election.

ARTICLE VI. COMMITTEES

Section 1. Standing Committees.

Standing Committees shall be:

1. Membership
2. Newsletter
3. Social
4. Publicity
5. Program
6. Web Master
7. Merchandiser
8. Historian/Archivist

Section 2. Standing Committee Chairpersons.

The Standing Committee Chairpersons shall be voting members of the Board of Directors and are responsible for appointing members to the committee and giving this list to the Secretary. Additional Standing Committee Chairpersons may be appointed as necessary.

Section 3. Special Committees.

The President may appoint Special Committees. They are automatically dismissed after the final report of the Committee.

Section 4. Nominating Committee.

- A. At least 5 weeks prior to the date of an election, the president shall appoint a chairperson of the nominating committee consisting of a minimum of three members.

- B. The duties of this committee shall be to nominate candidates, with the consent of the nominees, and to report them to the annual meeting. At the annual meeting, the President shall receive further nominations from the floor with the consent of the nominees.

Section 5. Term of Office of Committee Chairpersons

The term of office of a Standing Committee Chairpersons shall be concurrent with the term of office of the President of the club.

ARTICLE VII. MEETINGS

Section 1. Annual Meeting.

The annual meeting of the club shall be held during the fourth calendar quarter of each year at a time and place to be designated by the President. A written notice of time, place and purpose of this meeting shall be sent to each member at least 14 days prior to the meeting. When elections are to be held, the list of nominees shall be made part of this notice.

Section 2. Regular Meetings.

Regular meetings of the club shall be held at the discretion of the Board.

Section 3. Special Meetings.

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

Section 4. Quorum.

A quorum for the Club meetings shall be 20% of the membership unless a higher number 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 VIII. FINANCES

Section 1. Dues.

The Board shall determine the annual dues of this Club, payable one month before annual club affiliation fees are due to Friendship Force International. Members joining July 1 through September 30 shall pay 6 months' dues. Members joining October 1 through December 31 shall only pay dues for the subsequent calendar year. Members who have not paid dues within one year shall be dropped from the membership rolls. Two-thirds of the Board of Directors shall approve a change in the amount of annual dues. Notice of a change of dues shall be published in the club newsletter at least one month prior to date of change.

Section 2. Revenue.

Revenue from sources other than annual dues may be raised as determined by the Board of Directors and approved by a two-thirds vote of the Directors present.

ARTICLE IX. AMENDMENTS

The bylaws may be amended at any regular or special meeting of the Club by a two-thirds vote of those present and voting, provided that notice of the amendments has been given at the previous meeting or sent to each member at least 14 days before the meeting.

ARTICLE X PARLIAMENTARY AUTHORITY

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

ARTICLE XI. DISSOLUTION

In the event of dissolution of the Club, the following procedure shall be used:

Section 1. Prior Notice.

Prior notice shall be given to the Club Board of Directors and to all members.

Section 2. Disposition of Funds:

- A. Total assets shall be liquidated. After payment of just debts, assets shall be distributed to The Friendship Force International, provided that it has qualified under 501 (c) 3 of the Internal Revenue Code.
- B. If The Friendship Force International 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 501 (c) 3 organization or a Non-religious not-for-profit organization chosen by the Board of Directors.
- C. Should the Board of Directors fail to act within a reasonable time, the Senior Judge of Lake County, State of Illinois, shall make such distribution.
- D. No assets may be distributed to individual members or to any group of members.
- E. All action taken shall be in accordance with governmental regulations.

These bylaws were adopted unanimously at the meeting of the Club on March 18, 1984 and reviewed and revised as recommended on January 10, 1993 and on September 14, 2003, and on November 14, 2004, and further revised on July 13, 2008 and further revised on January 10, 2010.

Reworked by Natalie Tiernan, Diana Sanders, Tom Coyle,
Jeanne Minorini, and Mary Lou Balasz.

Accepted as revised by the Friendship Force of Northern Illinois January 10, 2010.