

**BYLAWS OF THE
FRIENDSHIP FORCE OF GREATER ATLANTA, INC.**

ARTICLE I

NAME

The name of the organization shall be The Friendship Force of Greater Atlanta, Inc. (hereinafter referred to as FFGA), which has been licensed by the Friendship Force, Inc. (hereinafter referred to as FFI).

ARTICLE II

PURPOSE

The purpose of FFGA is to:

- A. Provide continuity of Friendship Force activities and volunteer involvement;
- B. Promote friendship between citizens of different nations and within the United States by means of exchange visits;
- C. Recruit and maintain an active membership file as a data base from which to form Exchange Committees and to assist recruiting efforts for each authorized Exchange;
- D. Provide dissemination of information to its members and to interested persons in the community;
- E. Provide an orderly means for assembling and retaining pertinent records for organizing an Exchange;
- F. Provide an informed committee for the selection of future Exchange Directors;
- G. Submit proposals to FFI for future international Exchanges; and
- H. Approve Exchanges between FFGA and domestic (US) Friendship Force Clubs.

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 therefrom be devoted to such purpose.

ARTICLE III

MEMBERS

Section 1.

Any individual sixteen years or older, willing to pay the required annual dues and abide by these bylaws and standing rules, may become a member of FFGA by filling out an application form and paying annual dues.

Section 2.

The annual dues as set by the Executive Board are due and payable no later than December 31, for the following years. A reminder of payment due will be sent out in October annually. Members who have not paid dues by January 31st shall be dropped from the membership rolls.

Section 3.

A member in good standing is one who has paid annual dues and is thereby entitled to make motions and vote.

Section 4.

To encourage membership throughout the greater Atlanta region, neighborhood or regional branches may be established with the minimum of 15 memberships in good standing from a designated geographical region or theme group. Each approved branch shall be authorized, on an annual basis, to designate one of its members as the branch chair, who shall serve as a voting member of the Board. Joining a membership branch shall be purely optional, and no member of FFGA shall be required or expected to join a membership branch. Friendship Force activities may be carried out by the branches as long as they do not conflict with programs and activities of the FFGA. Branch-related activities will be self-sustaining by each branch. Guidelines governing branch activities shall be adopted by the Board.

ARTICLE IV

OFFICERS

Section 1.

The elected officers of FFGA shall be a President, a Vice President, a Secretary, and a Treasurer. Each term of office shall be for one calendar year, beginning January 1 of the year following the election.

Section 2.

A Nominating Committee of three shall be elected by the Board. Its members shall select their Chairperson. The Nominating Committee shall present a slate of officers, one for each elective office, at the annual meeting. This slate shall appear in the call to the annual meeting. No member of the Nominating Committee shall be included on the slate of officers being presented.

Section 3.

The election of officers shall take place at the annual meeting in September or October, and nominations may be made from the floor, provided the consent of the nominee has been secured. A quorum being present, a majority shall elect. If there is only one nominee for an office, voting for that office may be by voice vote; otherwise, voting must be by ballot. In the event of a tie vote, another ballot shall be taken immediately.

Section 4.

The term of office shall be for one year. If the Nominating Committee can find no qualified candidate who is willing and able to accept the responsibility of an office, the Board may vote to extend the term of the person currently serving in that office by one year, if said officer is willing to serve an additional term, subject to approval by the general membership at the annual meeting.

Section 5.

If a vacancy occurs in an elected office, the Board shall elect a member of FFGA to fill the unexpired term.

ARTICLE V**DUTIES OF OFFICERS****Section 1.**

The President shall:

- A. Preside at all meetings;
- B. Be the liaison with other organizations and FFI;
- C. Be the official spokesperson for the FFGA;
- D. Sign checks if the Treasurer is not available.
- E. Appoint the Chairperson of all Standing Committees with the approval of the Board;
- F. Be an ex-officio member of all committees except the Nominating Committee;
- G. Submit names of the Exchange Directors, selected by the Executive Board, to FFI;
- H. Maintain possession and supervision over the property of FFGA;
- I. Exercise all power and perform all duties normally incident to the office;
- J. Approve all expenditures over \$200 with the concurrence of the Executive Board; and,
- K. Submit an Annual Report as required by FFI.

Section 2.

The Vice President shall:

- A. Perform all duties and responsibilities of the President in the absence of the latter;
- B. Serve as liaison with all FFGA Exchanges; review qualifications of personnel being considered for temporary duties (e.g., Exchange Directors);
- C. Perform such duties as the Board may authorize;
- D. Call and greet all new members.

Section 3.

The Secretary shall:

- A. Record Minutes of each meeting in a bound book kept just for that purpose;
- B. Send a copy of the minutes to the Executive Board members within one week after the meeting;
- C. Be responsible for keeping the Secretary records of FFGA;
- D. Receive and file annual reports that are due January 1st and send a compiled copy of annual reports to Executive Board members; and,
- E. Handle any general correspondence needs of the FFGA.

Section 4.

The Treasurer shall:

- A. Collect all monies due FFGA;
- B. Deposit FFGA funds in a bank approved by the Board;
- C. Keep the books of accounts of FFGA in a manner consistent with acceptable accounting principles;
- D. Prepare a report to be given at each Board meeting with a copy for each Executive Board member;
- E. Prepare financial records to be audited annually for the fiscal year ending December 31st, no later than January 31st;
- F. Pay all bills promptly;
- G. Sign all checks unless signed by the President; and,
- H. Provide a copy of the bank statement to the President monthly.

Section 5.

All Officers shall:

- A. Prepare an annual report for the calendar year and submit it to the Secretary by January 31st.
- B. Give any property pertaining to an office to the incoming officers within two weeks after the outgoing officers leave office.

ARTICLE VI

MEETINGS

Section 1.

Meetings of FFGA shall be held as ordered by the Executive Board, but shall be no fewer than two in number, in addition to the annual meeting. More meetings may be called by the Executive Board.

Section 2.

The annual meeting shall be held in September or October, at which time the election of officers shall be held, and any other matter that requires the attention of the general membership will be discussed. The call to the meeting must be issued at least 30 days prior to the date of the meeting.

Section 3.

A special meeting of FFGA may be called by the President, any three other elected officials, or any 25 percent of membership, with at least two weeks notice to all members. Only business mentioned in the call to the meeting may be discussed.

Section 4.

A quorum for all meetings shall be 15 percent of membership.

ARTICLE VII**EXECUTIVE BOARD****Section 1.**

The Executive Board shall consist of the elected officers, the immediate past president, the Standing Committee chairpersons, and the chairperson(s) of any approved branch(es). Exchange Directors will attend board meetings the two months prior to and one month following their exchanges, but without voting rights. Every member of the Board, except as noted, is a voting member.

Section 2.

The Board shall:

- A. Approve the President's selection of chairpersons of standing committees;
- B. Be responsible for having the financial records for the fiscal year audited by an auditing committee of two people appointed by the Board;
- C. Select the bank in which the funds of FFGA shall be deposited;
- D. Prepare a budget for the year;
- E. Set the membership dues;
- F. Elect a Nominating Committee before the annual meeting;
- G. Elect a member of FFGA to fill an unexpired term in case there is a vacancy in an elected office;
- H. Approve selection of Exchange Directors;
- I. Drop from office and/or membership on the Executive Board any person who misses three consecutive meetings of the Board;
- J. Take any action incident to the management of FFGA; and,
- K. Approve all domestic and international exchanges.

Section 3.

A meeting shall be held at least quarterly, as called by the President or any three members of the Board, with at least one week's notice to all Board members.

Section 4.

A quorum shall be a majority of the voting members of the Board.

Section 5.

If an issue arises requiring Board action or approval prior to the next scheduled Board meeting, any voting member of the Board may submit the question to all other Board members by e-mail. Votes submitted by e-mail shall be copied to all Board members. Approval of the question by e-mail shall require a majority of all voting Board members.

ARTICLE VIII**COMMITTEES****Section 1.**

Standing Committees shall be:

- A. Membership;
- B. Communication (publicity, speakers bureau, etc.);
- C. Activities (programs, etc.); and,
- D. Newsletter

The Committee Chairpersons are voting members of the Board and are responsible for appointing members to the Committee and giving the list to the Secretary. An annual report shall be prepared by each Chairperson and submitted to the Secretary by January 31st.

Section 2.

Special Committees may be appointed as deemed necessary by the President and approved by the Board. They are automatically dismissed after the final report, the date of which will be set by the Board.

Section 3.

The President shall be an ex officio member of all standing committees, except the Nominating Committee, and shall be notified of all committee meetings.

Section 4.

The term of office of Standing Committee Chairpersons shall be concurrent with the term of office of the President who appointed them.

ARTICLE IX**PARLIAMENTARY AUTHORITY**

The rules contained in Robert's Rules of Order Newly Released (RONR) shall govern FFGA in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any standing rules FFGA may adopt.

ARTICLE X
AMENDMENTS

These Bylaws may be amended at any regular meeting of FFGA by a two-thirds vote of those present and voting, provided that previous notice of the amendments is provided at least 60 (sixty) days prior to the meeting at which the amendments will be discussed and voted on. Any FFGA member may discuss the proposed amendments at the next Board meeting following the publication of same.

ARTICLE XI
DISSOLUTION

In the event that FFGA disbands, after all liabilities and obligations have been met, any money remaining in the treasury shall be sent to the Treasurer of FFI.

ARTICLE XII
EFFECTIVE DATE

These bylaws, as amended, shall be effective January 1, 2013.