

Final

2019

BY-LAWS OF THE FRIENDSHIP FORCE OF WESTERN COLORADO

ARTICLE I NAME

The name of the organization shall be THE FRIENDSHIP FORCE OF WESTERN COLORADO (here after referred to as FFWC with the name being written in proper sequence with no deviations, this name shall not be changed unless permission has first been obtained from Friendship Force International, here after referred to as FFI.

ARTICLE II PURPOSES

The purposes of FFWC shall be:

- (A) To develop friendships among people of different countries throughout the world for a world of peace;
- (B) To provide leadership and support of the cultural journey program;
- (C) To provide continuity of the activities of The Friendship Force through educational and cultural means;
- (D) To increase program awareness by disseminating information to FFWC members and to interested persons in the community;
- (E) To recruit members and maintain an active membership file; and
- (F) To provide an orderly means of assembling and retaining pertinent records for use in establishing and assisting Journey Committees.

FFWC is not organized and shall not be operated for pecuniary gain or profit. No part of the property of ~~the Club~~ FFWC and no part of its net earnings shall inure to the benefit of any private individual. FFWC shall never be authorized to engage in a regular business of a kind ordinarily carried on for profit or in any other FFWC activity except in furtherance of the purposes stated above for which FFWC is organized. FFWC 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 purpose.

* This paragraph must be included in all bylaws.

ARTICLE III MEMBERS

Section 1.

Any individual is eligible for membership who supports the goals and purposes of The 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 members in good standing shall be entitled to vote and participate in ~~Club~~ FFWC meetings.

Section 2.

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

Section 3.

The Leadership Council 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 Leadership Council shall give written notice thereof to such member or applicant and return any money tendered as dues for the current year, whereupon that person shall no longer be considered a member. The decision of the Leadership Council in taking such action shall be final and conclusive.

Section 4.

Active members have the right to accept or reject journey assignments by FFI.

Section 5.

Active members with intent to participate in a journey have the right to vote for outgoing journey destinations being requested through FFI in Atlanta.

ARTICLE IV LEADERSHIP COUNCIL

Section 1.

The Leadership Council shall consist of the elected officers of FFWC, the present Ambassador Coordinator and any additional members appointed by a majority vote of the existing Leadership Council. The immediate past Council Leader and immediate past Journey Coordinator may sit on the Leadership Council for one year in an ex officio capacity. The members of the Leadership Council will be elected for a term of one year by popular vote.

Section 2.

The duties of the Leadership Council shall be:

- (A) To set Leadership Council Duties;
- (B) To manage the affairs of FFWC;
- (C) To elect a member of FFWC to fill an unexpired term of a Leadership Council Member;
- (D) To maintain possession, supervision and delegate the property of FFWC;
- (E) To approve the official depository or depositories for FFWC's funds and designate persons to sign checks and withdraw funds;
- (F) To vote on any expenditure of FFWC funds more than \$100, except for previously approved reoccurring expenditures.
- (G) To oversee the journey program;
- (H) To confirm the Ambassador and Host Coordinators;
- (I) To provide training for the Ambassador and Host Coordinators and helpers; and
- (J) To coordinate special speakers or presentations at regular meetings.

Section 3.

Regularly scheduled Leadership Council meetings shall be held monthly on the first Tuesday of each month. The time and place of the Leadership Council meetings will be listed on the FFWC annual calendar and in the FFWC monthly newsletter and FFWC social media pages.

Special Leadership Council meetings may be called by the Council Leader or any three members of the Leadership Council.

Section 4.

The presence of no less than four Leadership Council Members shall constitute a quorum. Unless a higher vote is specified herein, the vote of a majority of Leadership Council Members present at a meeting at which a quorum is present shall be necessary to constitute the action of the Leadership Council. In the best interest of FFWC, a Leadership Council member may be removed from his or her post by a vote of three-fourths (3/4) of the voting members of the Leadership Council. Vacancies caused by removal or resignation shall be filled by election by majority vote of the voting Leadership Council.

ARTICLE V LEADERSHIP COUNCIL OFFICERS

Section 1.

The elected Leadership Council of FFWC shall be a Council Leader, a Secretary/Historian, a Treasurer, a Journey Coordinator, Membership Coordinator, an Events Coordinator, a Publicity Coordinator, a Newsletter Editor, a Webmaster, and an At-Large Member.

Section 2.

The Council Leader shall:

- (A) Be the principal point of local contact and is responsible for FFI and FFWC communications
- (B) Preside at all meetings of the Leadership Council and the Member meetings;
- (C) Serve as liaison with FFI and with other international organizations;
- (D) Serve as official spokesperson for FFWC.

Section 3.

The Secretary/Historian shall:

- (A) Record the minutes of each meeting of FFWC and the Leadership Council;
- (B) Send a copy of the minutes to all members of the Leadership Council within a week after each such meeting;
- (C) Keep the records of FFWC actions and activities for historical purposes;
- (D) Handle correspondence of FFWC as directed by the Leadership Council;
- (E) Provide notice of issues that require a membership vote and ensure that a summary of Leadership Council minutes highlights are published in the newsletter; and
- (F) Send greeting cards as necessary.

Section 4.

The Treasurer shall:

- (A) Collect monies due FFWC;
- (B) Deposit FFWC funds in the bank approved by the Leadership Council;

(C) Keep the book of accounts of FFWC;

3.

(D) Make a Treasurer's report at all meetings of FFWC and its Leadership Council, with a copy for the Secretary;

(D) Sign withdrawal of the funds of FFWC by check;

(E) Arrange for payment of accounts owed by FFWC;

(F) Assure that requests must be accompanied by FFWC voucher and receipt;

(H) Prepare the books for an audit at the end of the calendar year;

(I) Prepare yearly online state tax report;

(J) Maintain membership dues paid record; and

(K) Receive and verify an end of journey financial summary

Section 5.

The Membership Coordinator(s) shall:

(A) Prepare/coordinate/publish a "New Member Orientation" booklet;

(B) Take pictures of new members;

(C) Collect new members' dues and survey;

- New member dues will be as follows:
- January 1st to September 30th = full yearly member dues
- October 1st to December 31st = half of yearly member dues.
- All new members will receive their first member's name badge as a gift from FFWC. (Additional member name badges may be purchased as needed.)

(D) Be responsible for guest sign in and member list and introductions at meetings;

(E) Introduce new members to Leadership Council members;

(F) Deliver to the Leadership Council monthly membership and attendance reports

(G) Reach out to members missing two (2) or more consecutive scheduled meetings

(H) Publish annual member directory

Section 6.

The Events Coordinator shall:

(A) Be responsible for planning social events;

(B) Develop committee to help with social events by providing refreshments and;

(C) Maintain resource lists of facilities for events.

Section 7.

The Publicity Coordinator shall:

(A) Be responsible for issuing news releases and special notices to the media and interested parties;

(B) Serve as alternate spokesperson to media for FFWC;

(C) Keep media list updated;

(D) Provide media with the monthly meeting information and special events;

(E) Issue news releases regarding incoming/outgoing journeys;

(F) Arrange press for special events

Section 8.

The Newsletter Editor(s) shall:

- (A) Be responsible for editing and publishing the monthly newsletter;
- (B) Produce mailings to direct mail list prior to meeting;
- (C) E-mail to membership list and others directed by Leadership Council prior to meeting; and
- (D) Inform membership of all scheduled events.

Section 9.

The Webmaster shall:

- (A) Update and maintain the FFWC web site and FFWC social media pages with assistance from the Publicity Coordinator as needed.
- (B) Gather updated information;
- (C) Input newsletter in a timely manner; and
- (D) Input upcoming meeting information promptly.

Section 10,

The Journey Coordinator shall:

- (A) Recruit Ambassador Coordinators for outgoing journeys and Host Coordinators for incoming journeys; including advertising in the newsletter;
- (B) Provide direction and training to Ambassador and Host Coordinators, including financial record keeping;
- (C) Coordinate our journey request process with Atlanta (i.e. Availability for incoming journeys and FFWC request for outgoing journeys): and
- (D) Ensure Ambassador/Host Coordinators have a copy of FFI's Journey Planning document and FFWC bylaws.

Section 11.

The At-Large Council Member (Training/Succession position) shall:

- (A) Be filled by an individual who has not previously been on the Leadership Council (those temporarily serving on the Leadership Council for less than a full term can still fill this position).
- (B) After serving for one year in the at-large position, the incumbent is expected to fill another position on the Leadership Council and open the at-large slot for another new member to the Leadership Council.
- (C) This position is a full voting member of the Leadership Council and provides support to both the Leadership Council and the FFWC.
- (D) Assist in planning and arranging speakers for the general membership meetings.
- (E) Coordinates the FFWC's Service Projects

Section 12.

At the conclusion of FFWC's fiscal year in December, the out-going Leadership Council of FFWC should submit the following to FFI:

- (A) The Treasurer to submit the names, offices, addresses and telephone numbers of the incoming Leadership Council;
- (B) The Treasurer to submit the total number of members as of December 31st; and
- (C) The Council Leader to submit a one-page summary of the highlights of the year in FFWC to the field representative.

ARTICLE VI NOMINATION AND ELECTION OF LEADERS COUNCIL

Section 1.

Candidates for elective FFWC offices shall be members in good standing. If elected, the term of office is one year. An officer may succeed him/herself in that office. Exception: The Council Leader may not serve more than two consecutive years. The elected officers shall assume office on January 1.

Section 2.

Every FFWC member desiring to run for an office will be offered the chance by means of the FFWC's September newsletter requesting open nominations from the general membership, for office candidates. Nominee names must be submitted to the Leadership Council prior to its October Leaders Council meeting.

Section 3.

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

Section 4.

The election of officers shall be held at the annual meeting in November. Voting of 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 there is only one nominee for an officer voting for that office may be by voice vote.

ARTICLE VII AMBASSADOR/HOST COORDINATORS

Section 1.

The Host Coordinator has the overall responsibility for the planning and implementation of his or her specific journey assignment, assigned to FFWC. A Host Coordinator shall be appointed by the Leadership Council. Beginning the eighth month prior to the journey, the Host Coordinator will report to the Leadership Council detailing all activities, correspondence and telephone conversations relevant to the journey. A detailed report must be provided upon request from the Leadership Council and/or FFI.

1.The Host Coordinator shall:

- (A) Be responsible for establishing necessary committees to successfully run the incoming journey;

- (B) Provide an end of journey report and financial summary and copy to the Treasurer. Report difficulties in a journey to the Leadership Council;
- (C) Generate local forms and documents;
- (D) Provide newsletter input on journeys; and
- (E) Provide detailed information on journeys to FFWC members along with invoices for monies spent with receipts to the treasurer.

2. Benefits to Host Coordinator:

An Incoming Host Coordinator will have all expenses paid to participate in all the journey activities that are included in the Ambassador's fee so that he/she can coordinate all activities and handle any problems that may arise. Food and drink classified as "on your own" are not included in this benefit. This fee will be built into the incoming journey budget. No other member can substitute for free activities.

3. Excess Inbound Journey fees collected by FFWC

If Inbound Journey fees collected by FFWC exceed costs incurred as part of the journey by \$100US as calculated after international monetary transfer fees are deducted when applicable, the FFWC Host Coordinator will contact the Inbound Ambassador Coordinator to offer two (2) resolution options:

- a) the total overage paid will be returned to the inbound club as a single check for disbursement as they desire, or
- b) FFWC (as host club), will accept the overage as a donation when instructed to do so by the inbound club

4. Any donation of this nature received by FFWC will be deposited into the FFWC Exchange Checking Account.

5. When the FFWC Exchange Checking Account reserve exceeds \$2,500, the amount exceeding \$2,500 will be transferred into the FFWC General Fund Checking Account and treated as a donation.

Section 2.

The Ambassador Coordinator shall be the leader of FFWC Ambassadors for outgoing journeys. The Ambassador Coordinator(s) shall be appointed by the Leadership Council.

1. The Ambassador Coordinator shall:

- (A) Coordinate with the counterpart Host Coordinator and FFI coordinator. (i.e., Arrival/Departure, Program, Host Placement, etc.);
- (B) Provide an end of journey report to the Leadership Council;
- (C) Present information concerning the journey at the next FFWC general meeting upon return.

2. Costs & Benefits - Outgoing Ambassador Coordinator.

(A) FFI Ambassador Program Fee: The Ambassador Coordinator will receive a pro-rated discount of the FFI Ambassador Program Fee by Atlanta if there are at least ten fully-paid Ambassadors on the journey. There will be a full waiver of the FFI fees for the Ambassador Coordinator if there are either twenty fully paid Ambassadors or if the journey is full (capacity of the hosting Club).

(B) Transportation Costs: All transportation costs (based on receipts from Grand Junction to the nearest airport to and between the hosting club(s)) will be provided for the Ambassador Coordinator by way of an equal share surcharge assessed to each participating Ambassador. The total surcharge, for each participating Ambassador, will never be greater than 1/15th of the total applicable transportation costs of the Ambassador Coordinator.

- a Any transportation costs incurred within an individual journey, as part of the journey cost, are not subject to the above surcharge
- b There is no compensation for the Ambassador Coordinator for additional/optional trips associated with the journey.
- c If there are co-Ambassador Coordinators, cost benefits will be split in half.

3. Excess Outbound Journey fees collected by the FFWC Ambassador Coordinator

Monies collected from outbound Ambassadors which exceed the actual costs of the Journey by at least \$20 per Ambassador after international monetary transfer fees are apply where applicable will be refunded to the individual Ambassadors.

If the amount of excess funds collected from Ambassadors is less than \$20 per Ambassador, those funds will be deposited into the FFWC Exchange Checking Account.

When the FFWC Exchange Checking Account reserve exceeds \$2,500, the amount exceeding \$2,500 will be transferred into the FFWC General Fund Checking Account and treated as a donation.

ARTICLE VIII COMMITTEES

Section 1.

Committees may be appointed by the Leadership Council, based on need, and shall be automatically dismissed upon the final report of said committees.

ARTICLE IX MEETINGS

Section 1.

Meeting times and frequency

The time and place of the General Membership meetings will be listed on the FFWC annual calendar, in the FFWC monthly newsletter, and on FFWC social media pages

The annual meeting of the FFWC shall be held during the month of November each year at a time and place to be designated by the Leadership Council. A written notice of the time and place of this meeting must be sent to each member at least seven 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.

Members should watch the monthly FFWC newsletter and FFWC social media pages for information concerning additional special events.

Section 2.

The Council Leader, any three elected officers, or any fifteen members may call a special meeting of FFWC 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.

Section 3.

Decisions or actions taken or adopted during a General Membership Meeting must be approved by a majority vote of the members present.

ARTICLE X FINANCES

Section 1.

Both the FFWC's fiscal year and membership year run from January 1 through December 31.

The annual dues of this FFWC shall be as decided by the Leadership Council.

Annual FFWC dues are per member and are due between December 1 and January 31 . Renewal membership dues paid after January 31st are subject to a surcharge of \$5 assessed by FFWC for late payment. The Treasurer will hold for deposit any checks written in December to cover dues until after the start of the next fiscal year beginning January 1. Members who have not paid dues by April 1st shall be dropped from the membership rolls. Unpaid membership dues may affect your ability to participate as a journey Ambassador.

Two-thirds (2/3) of the Leadership Council must approve a change in the amount of annual dues. Notice of a change of dues must be published in the FFWC newsletter at least one (1) month prior to the date of change.

Section 2.

Revenue from sources other than annual dues may be raised as determined by the Leadership Council and approved by a two-thirds (2/3) vote of the Leadership Council.

Section 3.

If the Council Leader or only one Council Member attends an FFI Regional and/or International Meeting, up to \$300 expenses annually will be covered by FFWC.

Section 4.

Income realized by FFWC from the sale of merchandise and/or donation received will be deposited into the FFWC General Checking Account

ARTICLE XI AMENDMENTS

A copy of all proposed bylaw amendments will be sent to each member at least thirty days before the meeting at which the vote will be taken.

The bylaws may be amended at any regular or special meeting of FFWC by a two-thirds (2/3) vote of those present and voting.

A copy of the amended bylaws will be sent to FFI in Atlanta for final approval.

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 the dissolution of FFWC to the extent allowed under applicable law, all assets of FFWC shall be distributed to The Friendship Force, Inc., a non-profit corporation, provided that the corporation is then in existence and is a tax-exempt organization. If the Friendship Force, Inc. should not be in existence at the time of said dissolution, then the assets of FFWC 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 Leadership Council of FFWC.

If for any reason upon the dissolution of FFWC the Leadership Council shall fail to act in the manner herein provided, the assets shall be distributed in accordance with the law governing the distribution of assets of nonprofit organizations in the jurisdiction in which FFWC is located.

^xThis paragraph must be included in all bylaws.

Signed:

Jim Gardner, Council Leader

Version approved by Leadership Council at the 2/5/2019 meeting

Notice of By-Law amendments provided to general members: via email from Verna Bunn dated February 6, 2019

By-Laws approved by general membership: by acclamation vote during the March 21, 2019 General Meeting

