

*Asheville New Friends, Inc.*  
**By-Laws**

**Original Articles of Incorporation filed with the State Of North Carolina  
March 11, 1992, designating this Association as a Non-Profit Corporation.**

**N.C. Identification: SOSID: 0302635**

**Duration: Perpetual**

# *Asheville New Friends, Inc.*

## **By-Laws**

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### **ARTICLE I: MEMBERSHIP**

**Section 1:** Full time or seasonal residents of Asheville and the surrounding communities are eligible to become members.

**Section 2:** A new membership application must be accompanied by payment of annual dues, and should be submitted to the Membership Chairperson.

**Section 3:** Only members with dues paid may vote, hold office or participate in Club activities.

**Section 4:** Guest(s) and/or prospective members may attend only two Club functions (not including those functions limited to members only) before joining.

**Section 5:** Suspension of membership privileges shall occur only for just cause. The Board will review each case and render a decision regarding suspension of membership. The Corresponding Secretary will notify the affected member(s) in writing.

### **ARTICLE II: DUES**

**Section 1:** Annual dues shall be established by the Board, be presented at the May general meeting and be due on or before the first day of June.

**Section 2:** Annual dues cover the period beginning June 1 and ending May 31 of the following year.

**Section 3:** New members joining after January 1 will pay only half the annual dues.

**Section 4:** Lifetime members (those having received the Outstanding Friend Award) are not required to pay dues.

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### **ARTICLE III: MEETINGS**

**Section 1: GENERAL MEMBERSHIP MEETINGS** shall be held as specified in ARTICLE V of the Constitution.

#### **Section 2: BOARD OF DIRECTORS MEETINGS**

**A.** The first meeting of each new Board shall be held at the convenience of the President, generally in June;

**B.** Subsequent meetings shall be scheduled by the Board and held prior to each regular meeting of the general membership, or as needed;

**C.** A special meeting of the Board may be called by the President or any three other Board members. Notice of such meeting shall be given to all Board members by telephone or in writing.

#### **Section 3: QUORUM**

**A.** Fifteen percent (15%) of the general membership shall constitute a quorum to conduct business at any meeting of the general membership;

**B.** Fifty percent (50%) of the Board shall constitute a quorum to conduct business at any meeting of the Board.

**C.** Neither absentee nor proxy votes will be accepted at any Board or general meeting.

### **ARTICLE IV: ELECTIONS**

**Section 1:** Election of officers shall occur at the April general meeting.

**Section 2:** Nominations may be made from the floor, provided the candidate is present and is willing to serve.

**Section 3:** Election of officers shall be by written ballot. A voice vote shall be sufficient if there is only one candidate for an office.

**Section 4:** A majority vote of members present and voting shall be required to elect an officer.

**Section 5:** Only members in good standing may vote.

**Section 6:** The regular term of office for all officers shall begin on June 1 and shall continue through May 31 of the following year.

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### **ARTICLE V: BOARD OF DIRECTORS**

**Section 1:** The Board of Directors is the governing body of the organization, and consists of the elected Officers (President, Vice President, Recording Secretary, Corresponding Secretary and Treasurer), the immediate Past-President and the following Standing Committee Chairpersons: Membership, Publicity, Hospitality, Sunshine and Volunteer Coordinator.

**Section 2: MEMBERS OF THE BOARD OF DIRECTORS will:**

- A. Attend all Board meetings;
- B. Conduct such business as the President may bring before the Board;
- C. Approve suggestions for chairperson(s) of Ad Hoc Committees;
- D. Review and approve addition of new Special Interest Groups;
- E. Select a replacement to fill a vacancy that may occur in any elected office or Standing Committee chairmanship (to serve until the next election);
- F. Review and approve the annual budget and dues for the subsequent year;
- G. Review and approve any unbudgeted expenditures;
- H. Recommend and/or review and approve proposed changes to the Constitution and/or By-Laws prior to submission to the general membership for approval;
- I. Review and recommend any suspension of membership privileges and have Corresponding Secretary provide written notice to the suspended member(s).  
Reference: ARTICLE I, Section 5.

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### **ARTICLE VI: OFFICERS**

#### **Section 1: The PRESIDENT will:**

- A.** Serve as a member of the Board of Directors;
- B.** Be executive officer of the Club;
- C.** Supervise the business and social activities of the Club in accordance with the current Constitution and By-Laws;
- D.** Preside at all general, Board and special meetings;
- E.** Prepare and distribute agendas for Board and special meetings;
- F.** Assure that Club announcements and pertinent information are provided to the Corresponding Secretary for publication and distribution to members;
- G.** Preserve copies of the Club's Constitution, By-Laws and miscellaneous documents;
- H.** Execute documents in the name of the Club;
- I.** Sign checks for authorized Club expenditures in absence of the Treasurer;
- J.** Appoint an auditor in May to review the Club's financial records as of May 31, and obtain a written report to be presented to the Board by the September Board meeting;
- K.** Appoint a Nominating Committee in January consisting of at least three Club members.

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### **Section 2: The VICE PRESIDENT will:**

- A. Serve as a member of the Board of Directors;
- B. Perform the duties of the President, in the President's absence;
- C. Select, schedule and coordinate programs for general meetings as specified by the Board (usually September, October, February, March, April and May, and possibly the December Holiday Party and the August Picnic);
- D. Work within the budget set by the Board for honoraria (additional funding for program expenses must be approved by the Board);
- E. Inform Corresponding Secretary, Webmaster and Publicity chairperson(s) of programs for inclusion in the appropriate newsletters, website and other media;
- F. Notify the meeting facility of the approximate number of tables/placement required and the need for a podium/microphone, etc.;
- G. Arrange for payment for the use of the facility;
- H. Open meeting facility to allow Hospitality/Membership, etc. to set-up;
- I. Arrange for a general meeting facility by May for the subsequent year.

### **Section 3: The RECORDING SECRETARY will:**

- A. Serve as a member of the Board of Directors;
- B. Record and maintain minutes of all business meetings and Board meetings of the Club;
- C. Provide members of the Board a draft of all minutes prior to next scheduled Board meeting using e-mail or USPS;
- D. Forward a copy of the minutes to the Webmaster following approval by the Board;
- E. Arrange for a Board meeting facility by May for the subsequent year.

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**Section 4:** The **CORRESPONDING SECRETARY** will:

- A. Serve as a member of the Board of Directors;
- B. Publish and distribute a monthly newsletter including:
  - i. Articles on Club activities based on information provided by the officers, Committee Chairpersons, and various special interest groups;
  - ii. Announcements of monthly meetings;
  - iii. Names and addresses of new members;
- C. Forward a draft of the newsletter to the President for approval prior to publishing;
- D. Distribute directories beginning in September as specified by the Board.

**Section 5:** The **TREASURER** will:

- A. Serve as a member of the Board of Directors;
- B. Receive and disperse all Club monies;
- C. Establish and maintain bank accounts;
- D. Prepare a monthly itemized account of all receipts and disbursements for presentation at Board meetings;
- E. Prepare a draft budget for the forthcoming fiscal year for consideration at the April Board meeting, together with a recommendation for the upcoming annual dues (copies should be sent to the Board prior to the meeting);
- F. Present the final budget at the annual general meeting in May;
- G. Provide the Club's financial records to the auditor for the annual audit at the end of the fiscal year;
- H. Issue a report of the audit to the President prior to the September Board meeting.

**Section 6:** The **PAST PRESIDENT** will:

- A. Serve as a member of and advisor to the Board of Directors during the year following his/her term as President;
- B. Preside at the installation of new officers at the May general meeting.

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### **ARTICLE VII: COMMITTEES**

#### **Section 1: STANDING COMMITTEES**

**A.** Standing Committee chairperson(s) are appointed by the President after receiving suggestions from the Nominating Committee as specified in ARTICLE VII, Section 2 D.

**B.** The regular term of office for all Standing Committee chairperson(s) shall begin on June 1 and shall continue through May 31 of the following year.

**C.** The **MEMBERSHIP COMMITTEE CHAIRPERSON(S)** will:

**i.** Serve as a member of the Board of Directors;

**ii.** Maintain Club membership records;

**iii.** Accept phone/mail/e-mail membership requests from prospective members;

**iv.** Provide application forms, newsletters and/or brochures to prospective members;

**v.** Process all new membership applications;

**vi.** Receive all membership dues and forward to the Treasurer;

**vii.** Advise Corresponding Secretary of name, address, phone number and e-mail of new members;

**viii.** Provide a nametag and introduce new members and/or guests at all general meetings;

**ix.** Print and maintain appropriate nametags for all paid members;

**x.** Provide a list of members that have paid their dues for the fiscal year to the Directory Committee Chairperson as directed by the Board.

**D.** The **PUBLICITY COMMITTEE CHAIRPERSON(S)** will:

**i.** Serve as a member of the Board of Directors;

**ii.** Prepare and submit publicity notices to the press;

**iii.** Review and approve, with the President, all releases relating to the Club;

**iv.** Update, print and distribute ANF Brochures according to approved budget.

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**E. The HOSPITALITY COMMITTEE CHAIRPERSON(S) will:**

- i.** Serve as a member of the Board of Directors;
- ii.** Provide coffee/tea/water at all general meetings;
- iii.** Maintain and replenish supplies as required;
- iv.** Limit expenses within the specified budget (if additional funding is required, it will be at the discretion of the Board).

**F. The SUNSHINE COMMITTEE CHAIRPERSON(S) will:**

- i.** Serve as a member of the Board of Directors;
- ii.** Send an appropriate card upon notification of a member, spouse or close family member's illness, injury, death, etc.;
- iii.** Limit expenses within the specified budget (if additional funding is required, it will be at the discretion of the Board).

**G. The VOLUNTEER COMMITTEE COORDINATOR(S) will:**

- i.** Serve as a member of the Board of Directors;
- ii.** Recruit volunteers from the membership to plan and coordinate functions within the allocated budget and according to the handbooks provided for each event;
- iii.** Provide the Board with information pertaining to scheduled events;
- iv.** Retrieve updated handbooks following events.

**H. The WEBMASTER(S) will:**

- i.** Not serve as a member of the Board of Directors;
- ii.** Edit and update the website as requested and approved by the Board.

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### **I. The DIRECTORY COMMITTEE CHAIRPERSON(S) will:**

- i.** Not serve as a member of the Board of Directors;
- ii.** Receive from the Board in June desired directory format and content changes as listed below:
  - a.** Calendar of Events for current year;
  - b.** Special Interest Groups (additions/changes);
  - c.** Listings for the Board of Directors, Social Activities Chairpersons, and other non-Board positions;
- iii.** Receive membership information from the Membership Chair;
- iv.** Enter and update all information into the Publisher software;
- v.** Submit and copy the Directory for distribution by the Corresponding Secretary at the September General Meeting.

### **Section 2: The NOMINATING COMMITTEE will:**

- A.** Consist of at least three members appointed in December by the President with one member selected as the chair;
- B.** Generally serve from January through March;
- C.** Be responsible for providing nominees for the following offices; President, Vice President, Recording Secretary, Corresponding Secretary and Treasurer;
- D.** Be responsible for providing the President with names of volunteer chairpersons for the following Standing Committees: Membership, Publicity, Hospitality, Sunshine, Volunteer, Website, and Directory;
- E.** Provide the Board with the slate of nominees at the March Board meeting;
- F.** Provide Corresponding Secretary with list of nominees to be included in the April newsletter;
- G.** Present the proposed slate of officers to the membership at the April General Meeting.

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### **Section 3: SPECIAL INTEREST GROUPS:**

- A.** Are created at the suggestion of one or more members and the approval of the Board of Directors;
- B.** Continue to meet as long as the interest of a sufficient group of members continues;
- C.** Select chairperson(s) each spring with names submitted to the Board no later than May 1<sup>st</sup>;
- D.** Are responsible for their respective functions, i.e. golf, bridge, in-home potlucks, hiking, etc.;
- E.** Assure that all persons attending these activities are paid members, except as specified in ARTICLE I, Section 4.

### **Section 4: AD HOC COMMITTEES**

- A.** The President and/or Board may appoint Ad Hoc Committees to perform a specific task, generally within a specific timeframe;
- B.** The Ad Hoc Committee Chairperson(s) will attend Board of Directors meetings if deemed necessary to provide reports on the assigned task;
- C.** Any and all suggestions of an Ad Hoc Committee must be approved by the Board of Directors.

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### **ARTICLE VIII: OUTSTANDING FRIEND AWARD**

**Section 1:** The Outstanding Friend Award may be given to a deserving member of the Club for exemplary and extended service to the organization.

**Section 2:** A nomination may be made at any time by any member of the Club, and shall be presented to the Board of Directors outlining the reasons for the nomination. The Board of Directors must approve the nomination.

**Section 3:** No prior notice or announcement of the name of the recipient shall be made prior to presentation of the award, either at meetings or in the newsletter.

**Section 4:** The award shall consist of the following items, paid for out of the Club treasury:

**A.** An appropriate permanent item suitable for the individual;

**B.** A Certificate, containing the name of the Club, the Award, the recipient, and the date, as well as listing the contributions of the recipient to the Club, and indicating that the recipient has been granted Lifetime Membership in Asheville New Friends. This certificate shall be signed by the President, with a copy being given to the Membership Chairperson to be placed in the Club's permanent files.

### **ARTICLE IX: FISCAL YEAR**

The fiscal year of the organization shall begin on June 1 of each year and end on May 31 of the following year.

### **ARTICLE X: PARLIAMENTARY AUTHORITY**

All meetings shall be conducted according to the Revised Edition of "Robert's Rules of Order".

### **ARTICLE XI: AMENDMENTS**

**Section 1:** These By-Laws may be amended, suspended, or repealed at any regular general meeting of the Club by a two-thirds vote of voting members present.

**Section 2:** Proposed changes to the By-Laws must be submitted in writing to the Club members at a general membership meeting at least one month in advance of voting on the proposed changes.