

FRIENDS OF HARMONIE STATE PARK INC.

BYLAWS

1/5/13

REVISED 8-14-13

ARTICLE I – NAME

The name of this organization shall be Friends of Harmonie State Park (hereafter FHSP) and *will* be affiliated with Harmonie State Park (hereafter HSP).

ARTICLE II – MISSION

The mission of the Friends of Harmonie State Park is to develop, support and fund projects and events that help preserve, restore, manage and interpret the natural and cultural heritage and recreational opportunities of Harmonie State Park.

ARTICLE III – MEMBERSHIP

SECTION 1: ELIGIBILITY

Membership in FHSP shall be open to any individual, family, association, society, partnership, firm, company, or corporation after completing a membership application and paying membership dues. The Board of Directors of the FHSP shall retain the right to reject the application for non-discriminatory purpose from any *entity that* does not reflect the mission, goals and objectives of the FHSP.

SECTION 2: DUES

The board of directors shall determine annual membership types and dates. Annual dues shall be payable between January 1 and April 1. Dues of a first time member, paid after October 1, shall be considered paid dues for the next calendar year.

SECTION 3: VOTING

- A. All memberships shall be limited to one (1) representative and one (1) vote.
- B. Voting membership carries with it the right of casting a ballot to elect members of the board of directors in the manner prescribed by these bylaws. Voting members shall be entitled to receive a copy of the annual financial report of the organization and its newsletters.
- C. To be eligible to vote, a member must be current with dues and fees.
- D. Any issue brought to the FHSP for a general membership vote, shall be passed by a simple majority of the members if 8 or more paid members are present. If fewer than 8 members are present, it will be voted on at the next meeting. A majority vote of members present is required for approval at that time.

SECTION 4: MEETINGS

All meetings shall be considered general membership meetings with no less than three meetings held per annum. The FHSP meetings will be conducted as to the guidelines in the current edition of Robert's Rules of Order.

ARTICLE IV – OFFICERS

SECTION 1: ELIGIBILITY

- A. The FHSP Board shall consist of *four (4)* voting members. Term shall be for two years beginning on the First of *February* and ending on the Thirty-first of *January*, with no member serving more than two (2) consecutive terms *in the same position*.

There shall be one (1) non-voting representative from Harmonie State Park, being the Park Manager or his/her designee *who is allowed to cast a vote only in the event of breaking a tie*.

SECTION 2: SELECTION

- A. The eligible, voting members of FHSP shall elect the FHSP Board at the *January* membership meeting. The FHSP members shall nominate candidates for the FHSP Board. Newly elected Board members shall be seated at the next scheduled meeting.
- B. The FHSP members shall elect a president, vice president, treasurer, and secretary.

SECTION 3: POSITIONS AND DUTIES

President: The President shall hold the principal executive position of the organization and shall, in general, supervise the business and affairs of the organization. He/She shall preside at all general membership meetings and meetings of the Board and shall be responsible for all the general meeting and board meeting agendas. The President shall perform all duties incidental to the office of the President, serve as ex-officio member of all committees, except the nominating committee and other such duties as may be prescribed by the board from time to time. The President has authority to sign legal contracts and other agreements after approval by members attending FHSP meeting.

Vice President: The Vice President shall assume the duties of the President in his/her absence or inability to serve until a replacement is elected. The Vice President shall have other such powers and duties as assigned by the President.

Treasurer: The Treasurer shall have the custody of all funds raised by FHSP. Maintenance of account books and records are the responsibility of the Treasurer. These records, including bank statements, receipts, budgets, invoices, paid receipts, and canceled checks, shall be held for seven (7) years.

Disbursements shall be made in accordance with the budget adopted by the Board and handled per Section 6.5 Expenditures. The president, treasurer and vice president are authorized to sign checks.

A financial statement shall be presented at general meetings, board meetings and at other times when requested by the Friends membership or the Board. Independent audits shall be performed when required by a vote of the Friends board.

All required tax forms, government forms and other required financial paperwork will be performed by the treasurer.

The treasurer shall be the President of the Financial Committee and keep an accurate list of membership.

Secretary: The Secretary shall keep, post, and be custodian of the record of the Board and FHSP membership meetings. The secretary shall perform such duties as shall be assigned to him/her by the President or by the Board.

Harmonie State Park Representative: The Park Representative shall represent the Park and the Indiana Department of Natural Resources and will advise on matters directly relating to policies, procedures, and protocols of IDNR. *In the event of a voting tie of the board of directors, the park representative shall be allowed one vote.*

SECTION 4: REMOVAL

Any elected board member of the FHSP may be removed upon recommendation of the remaining Board members whenever, in its judgment, the best interests of the organization would be served. Notification of removal shall be in writing and must be approved by the general membership present at the next board meeting.

SECTION 5: VACANCIES

Should a Board position become vacant, the remaining Board members shall fill the position by appointment from the eligible FHSP membership within 60 days following the vacancy. All postings for the positions shall be made within 30 days.

Upon resignation or termination of a position on the board, all rights and authority cease.

SECTION 6: DUTIES

The duties of the FHSP Board shall be as follows:

- A. To establish, direct and maintain executive guidance over the FHSP program.
- B. To appoint, from the membership of Friends, Chairpersons of all standing and ad hoc committees.
- C. To carry out such actions as is deemed necessary to further the purpose and objectives of FHSP.

- D. To review recommendations made by the committee Chairs. These shall be approved, amended, or disapproved to ensure compliance with the Bylaws of FHSP, by the next Board meeting.

Section 6.5: Expenditures

Members of the Board of Directors may approve up to \$500 for any reasonable “time sensitive” request without membership approval. In the event there is a request that is presented to the Board that exceeds \$500, it can be voted on at the current meeting if 8 or more paid members are present. If fewer than 8 members present, it will be voted on at the next meeting. A majority vote is required for approval.

The Treasurer may sign checks for up to \$500 individually. Expenses of \$500 and up require two signatures by officers.

To accumulate money for a “Future Projects Fund”, FHSP will transfer on a quarterly basis 20% of all non-restricted income and half (or all) of any memorial contributions to a separate account. This money can only be used for long term projects or matching funds for a grant.

The definition of non-restricted is any money received not designated for a specific project.

SECTION 7: MEETINGS

The President or a majority of the voting board members whenever deemed necessary shall call board meetings.

SECTION 8: QUORUM

A minimum of *three* (3) voting Board members shall constitute a quorum and must be present to conduct business. A majority of the quorum shall be required to pass any resolution before the Board.

ARTICLE V – COMMITTEES

SECTION 1: TYPES

Committees may be permanent or temporary and will serve functions as deemed necessary by the Board of Directors.

SECTION 2: COMPOSITION

FHSP committees shall consist of at least one member acting on guidance from the board. When more than one member is on committee, one member will be Chairperson. This position will be assigned by the board.

SECTION 3: MEETINGS

The Committee President or his/her representative shall call meetings of all FHSP committees.

SECTION 4: LIMITATION OF AUTHORITY

All committee decisions must be approved by the board.

SECTION 5: DUTIES

The FHSP Board shall determine the purpose of any committee. Upon the request of the Board, the committees shall advise the Board with respect to their activities. Recommendations of the committees shall not be binding on the organization or its Board. The committees shall have no power to obligate the organization, unless specifically authorized to do so by the FHSP Board.

SECTION 6: TERMS OF APPOINTMENT

Committees will remain in place until deemed unnecessary by the board.

ARTICLE VI – FINANCIAL STATUS

SECTION 1: ORGANIZATION

The organization is organized exclusively for charitable, educational, and scientific purposes under Section 501 c (3) of the Internal Revenue Code.

SECTION 2: INTENT

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered or expenses incurred and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof.

No substantial part of the activities of the organization shall be for carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of a candidate for public office. Notwithstanding another provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the internal revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal revenue Code, or corresponding section of any future federal tax code.

SECTION 3: DISSOLUTION

Upon dissolution of the organization, assets shall be distributed in accordance with the Co-operative Agreement between the FHSP and the Indiana Department of Natural Resources, Division of State Parks and Reservoirs, Section 5, paragraph 1. Section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code shall be adhered to.

ARTICLE VII – AMENDMENTS

The bylaws may be altered, amended or repealed at anytime by recommendation of a majority of the FHSP Board, with final approval by a majority of the eligible voting membership present at the next general FHSP meeting. Any new FHSP Bylaw shall be presented at a general membership meeting and be voted on at the next scheduled membership meeting. All amendments to the Bylaws shall be made available to any interested party.