

**FRIENDS OF THE PARKS  
OF THE WOOD COUNTY PARK DISTRICT, INC.  
BYLAWS  
REVISED OCTOBER 27, 2002**

**ARTICLE I NAME**

The legal name of this corporation shall be the Friends of the Parks of the Wood County Park District, Inc. Friends of the Parks), a non-profit organization under the laws of the State of Ohio.

**ARTICLE II PURPOSE**

The purposes of the Friends of the Parks include the following:

- To show support for the Parks.
- To help increase the Park's visibility in the community.
- To assist in Park activities.
- To stimulate use of the Parks.
- To help promote the preservation of the natural park areas.
- To increase awareness of governmental legislation and administrative issues that affects the parks and increase awareness of environmental issues.

Policy statement adopted 19 November 1997

It is hereby recognized that the Friends of the Parks, a not for profit organization, has multiple missions, including the solicitation of gifts for the purpose of supporting the work of the wood County Park District.

In keeping with the provisions of the Ohio revised code which govern the solicitation of gifts by not for profit organizations, and the recognized and accepted principles of accounting, gifts, whether financial, or in kind, which are designated for the Friends of the Parks, must therefore be used by the Friends of preserve, enhance, protect, and interpret the natural resources of Wood County.

Examples of activities by the Friends of the Parks in support of the Park District include but are not limited to the following:

Equipment, construction projects, publications, maps, advertising, social and special events, educational programs, fund-raising projects.

**ARTICLE III FORM OF INCORPORATION**

Friends of the Parks elects and declares to be governed and controlled with Section 1702.01 et. seq. of the Revised Code of Ohio, as a non-profit corporation in accordance with section 501 (c) (3) of the Internal Revenue Service Code, with perpetual existence unless terminated as provided in Friends of the Parks Articles of Incorporation.

## ARTICLE IV MEMBERSHIP

### Section 1. Membership

Membership in this organization shall be open to all individuals in sympathy with its purposes, and to representatives of organizations and clubs when and if such representation is approved by the Friends of the Parks Board.

### Section 2. Voting

Each membership shall be entitled to one vote.

### Section 3. Attendance

Members are encouraged to attend the Annual Meetings as well as any other special meetings.

### Section 4. Appointments

The membership shall be the pool of participants from which members of the Board of Trustees are nominated. Members of the standing committee and ad hoc committees shall also be appointed from this group.

## ARTICLE V BOARD OF TRUSTEES

### Section 1. Membership Composition

The Friends of the Parks Board of Trustees shall consist of up to twenty (20) members who may or may not be designated representatives of any group or organization. The Friends of the Parks Board of Trustees shall be responsible for the government of the Friends of the Parks and shall supervise the policies and affairs of the Friends of the Parks and its committees and officers.

- A. Those members present of the Board of Trustees shall constitute a quorum at any meeting of the Board. (Amended 1977)
- B. Membership on the Board of Trustees shall be open to, but not limited to, all Wood County residents, eighteen years of age or older, who are members of the Friends of the Parks, and who will serve actively with the Friends of the Parks mission.
- C. Each member shall be entitled to one vote in all business matters. To vote, the trustee must be in attendance at a called meeting or provide a written proxy of voting intent to any trustee prior to such called meeting.

- D. Trustees are expected to serve on one or more of the committees of The Friends of the Parks.
- E. No trustee shall be entitled to any distribution or apportionment of, or have interest in, the assets or earnings, if any, of the Friends of the Parks beyond the normal non-profit operation of the Friends of the Parks and its purposes.
- F. Trustees may be reimbursed for approved out of pocket expenses where supported with receipts.

#### Section 2. Terms of Trustees

All trustees shall be elected for a period of three (3) years, except when filling an existing vacancy. Trustees shall be eligible to succeed themselves, and may serve for one or more terms.

#### Section 3. Nomination of Trustees

There shall be a nominating committee selected from the Board of Trustees by the Friends of the Parks President. The nominating committee shall submit the slate of interested candidates drawn from the active members to the Board in writing at least forty-five (45) days prior to the Annual Meeting.

Any Trustee of the Friends of the Parks may submit nominations from the floor at the Annual Meeting under the following terms:

- A. The nominee shall be eligible for election.
- B. The nominee shall have agreed to serve if elected.
- C. Notice of the nominee's name and qualifications shall have been given to the Secretary at least ten (10) days prior to the Annual Meeting.

#### Section 4. Election of Trustees

The trustees shall be elected by a simple majority of the members of the Friends of the Parks present at the Annual Meeting.

## Section 5. Vacancies of Trustees

Vacancies for unexpired terms of the elected Trustees shall be filled through an election of eligible candidates by the Friends of the Parks Board of Trustees.

Any trustee not serving the Board for more than (2) consecutive Trustees meetings, without an excused absence, will be considered resigned and will be replaced by the election stated above.

## Section 6. Executive Committee of the Friends of the Parks Board

The executive committee shall be composed of five (5) members of the Board of Trustees and shall consist of the President, Vice-President, Secretary, Treasurer and Past President of the Friends of the Parks Board of Trustees.

The Past President will remain on the Executive Committee until the next Past President succeeds.

The Friends of the Parks Board of Trustees may delegate to the Executive Committee the authority to conduct business for the Friends of the Parks and implement plans, programs, and budgets for and in the name of the Friends of the Parks Trustees subject to its review at the next Friends of the Parks meeting.

# ARTICLE VI OFFICERS

## Section 1. Officers

The officers of this organization shall be the President, Vice-President, Secretary Treasurer and Special Gifts Coordinator.

## Section 2. Terms of Office

Officers shall serve for a term of one (1) year, may be re-elected, or shall serve until their successor is elected.

## Section 3. Election of Officers

The officers of the Board of Trustees of the Friends of the Parks shall be elected by a simple majority of the trustees present at the special meeting to be called immediately following the reorganization of the Board of Trustees at the Annual Meeting.

#### Section 4. Filling Officer Vacancies

Vacancies arising among the officers shall be filled by appointment made by the executive committee from the standing trustees and approved by the Friends of the Parks Board.

### ARTICLE VII DUTIES OF OFFICERS

#### Section 1. President

The President of the Friends of the Parks shall preside at all meetings of the Board of Trustees, the Executive Committee, and the Membership Meeting. Subject to the direction of the Trustees, he or she shall supervise the business affairs and properties of the Friends of the Parks and shall see that all orders and resolutions of the organization are carried into effect.

#### Section 2. Vice-President

The Vice-President of the Friends of the Parks shall have the authority and perform such duties as may be delegated to him or her by the President, or as may be determined by the trustees. The Vice-President shall perform all the duties and possess all of the authority of the President in his or her absence, disability, or in case a vacancy exists in the office of the President.

#### Section 3. Secretary

The Secretary of the Friends of the Parks shall keep the minutes of the meetings of the organization, Board of Trustees, and Executive Committee. He or she shall be responsible for keeping a list of members, including names, address, phone numbers and such offices as each may hold in the Friends of the Parks. Notice of all meeting dates and times shall be the responsibility of the Secretary, unless specifically delegated to someone else.

The Secretary will also act as correspondent for the Friends of the Parks. The Secretary will collect incoming mail, and send social greetings such as get well cards and thank you cards. The Secretary will report to the Board of trustees on monthly correspondence.

#### Section 4. Treasurer

The Treasurer of the Friends of the Parks shall have the custody of the corporate funds and securities, and shall keep full and accurate accounts of the receipts and disbursements in the books which shall belong to the Friends of the Parks. All monies and other valuable effects in the name and to the credit of the Friends of the Parks shall also be deposited in separate holding accounts under the name of the Friends of the Parks for safe keeping. He or she shall disburse the funds of the Friends of the Parks as may be ordered by the Board of Trustees or Executive Committee taking proper vouchers for such disbursement.

All disbursements of monies and property over one hundred dollars (\$100) will require two signatures of approval. The second approving signature shall be designated by the Board of Trustees or may fall to the President.

The Treasurer shall render to the President, at all regular meetings, or when the Trustees require, an amount of all transactions and the financial condition of the Friends of the Parks. All tax returns (as required) and financial statements will be prepared by this officer.

The Treasurer will submit to the Board of Trustees an operating budget for the ensuing year at least ten (10) days prior to the Annual Meeting.

The Treasurer shall serve on the Finance Committee.

#### Section 5. Special Gifts Coordinator

The Special Gifts Coordinator of the Friends of the Parks shall assist the Treasurer by overseeing the PAC fund, Zimmerman School Fund, the Friends of the Parks Fund with the Bowling Green Community Fund, and the Wood County Park District Fund/Giving Catalog.

The Special Gifts Coordinator will be responsible for receiving contributions, acknowledging contributions, maintaining history, accounting for FOTP Wood County Park District Fund/Giving Catalog, maintaining the WCPD Fund check book, disbursements from the respective accounts, and updating brochures and promotional material.

The Special Gifts Coordinator will report on contribution activity at regular FOTP Board meetings. The Zimmerman School Fund will be maintained separately, with activity controlled and approved by the Zimmerman School Advisory Committee. The Special Gifts Coordinator will be responsible for maintaining records for this specific fund and writing checks as directed.

The Special Gifts Coordinator shall serve on the Finance Committee and the Fund-raising and Resource Development Committee.

## ARTICLE VIII COMMITTEES

### Section 1. Standing Committees

#### A. Composition

Each standing committee shall consist of one (1) member of the Friends of the Parks Board of Trustees, who will be the designated chairman, and as many other members as may be designated. The President of the Friends of the Parks shall be an ex-officio member of all standing committees.

#### B. Appointment Term

Members of the standing committees shall be appointed by the President and approved by the Board of Trustees. They shall serve for one (1) year, or until their successors are appointed by the President and approved by the Board of Trustees.

#### C. Approval

The trustees will approve all standing committee matters based upon a simple majority vote of the attending trustees.

#### D. Standing Committee Titles and Responsibilities

##### 1 Strategic Planning Committee

This committee shall be responsible for the short and long term planning of the Friends of the Parks. It shall annually evaluate progress toward goals, propose goals and in general make recommendations to the Board of Trustees regarding the Strategic Plan of the Friends of the Parks.

##### 2. Communications and Promotions Committee

This committee shall gather and disseminate information within the Board of Trustees and will publicize and promote Friends of the Parks endeavors. It shall include trustees and members in charge of the newsletter, Friends' brochure, the Annual Report, and the Friends' website.

### 3. Fund-Raising and Resource Development Committee

This committee shall be responsible for planning and implementing annual fund-raisers, oversee the Giving Catalog and oversee the establishment of a foundation, which will accept endowments, bequests, and other large gifts on behalf of the Wood County Park District.

### 4. Finance Committee

This committee shall oversee the financial affairs of the Friends of the Parks.

### 5. Membership Committee

This committee shall be responsible for developing prospective members, tracking membership, on an on going basis, and computerizing data. It shall organize an annual membership drive each spring and will inform the Trustees monthly as to its progress.

### 6. Volunteer Committee

This committee shall be responsible for the recruitment and training of all volunteers and will provide Friends of the Parks and the Wood County Park District with such volunteers as needed to assist with various park programs. The committee will work closely in cooperation with the Parks Staff in providing volunteers for their programs. For the Friends it will provide volunteers for membership programs, mailings, etc. It will keep a database of potential volunteers.

### 7. Nominating Committee

This committee shall present a slate of candidates for the Board of Trustees to be voted on as described in Article V., Sections 3 and 4. It will also keep a list of potential board members and regularly update such list. This committee will be chaired by the Past President and will be appointed by the President.

### Section 2. Ad Hoc Committees

Any Ad Hoc Committee must have an end purpose similar to that of the Friends of the Parks. This will include a non-profit mission to further the Parks' interests within the county.