



FFI Board of Directors Nomination Information

Updated July 2011

A. Overview

The FFI Board of Directors is the governing body for Friendship Force International, Inc. In 2011 there are 14 regular members of the board. Five are from the USA with one each from Canada, Colombia, Belgium, Brazil, China, Germany, Japan, New Zealand and Turkey.

The Board meets twice a year, usually in Atlanta, with other meetings by phone. Board members serve without compensation, but their expenses to the board meetings are paid by FFI. English is the working language of the board, so its members are expected to be comfortable working and speaking in an English language environment.

The Board of Directors is responsible for hiring and supervising the CEO, currently George Brown. The Board is responsible for ensuring that the mission of the organization is clearly identified and followed through our global exchange programs. The Board approves the annual budget and establishes policies for Friendship Force clubs. An attorney is available to assist with any questions related to the legal structure of the organization. A corporate liability insurance policy provides protection for the board members and for leaders who are engaged in the work of the organization.

The board is self-perpetuating, which means the current members elect their successors. Each member serves one four-year term. In looking for new board members, the Nominating Committee is interested in identifying the most qualified candidates while also retaining a wide diversity of geographic regions, personal backgrounds and professional experience. In addition to regional diversity, for example, the Board should contain members with expertise in management, financial and legal matters. There should also be the opportunity for a few members who come from outside Friendship Force with particular skills and experiences that will be beneficial to the organization. This selection process enables FFI to have the best possible board for developing policies and guiding the future of the organization.

It is important to recognize that the Board is not a representative body selected by various Friendship Force constituencies. Therefore, it does not act like a parliament, whose members are narrowly focused on the interests of the particular groups of people who nominated them. Rather, each Board member is expected to represent the global interests of our organization. Board members cannot always satisfy sectional interests but try, to the best of their abilities, to support policies that promote the common good of the organization.

B. Bylaws description of responsibilities of the Board of Directors

- (1) Determine the organization's mission and purpose
- (2) Provide proper financial oversight.
- (3) Ensure adequate resources are available for the organization.
- (4) Ensure legal and ethical integrity and maintain accountability.



- (5) Ensure that effective organizational planning, particularly in developing strategic initiatives, is undertaken on a regular basis. At least annually, the board should plan priorities for the coming year.
- (6) Recruit and orient new board members and assess the board's performance.
- (7) Enhance the organization's public standing.
- (8) Determine, monitor and strengthen the organization's programs and services.
- (9) Recruit and direct the Chief Executive Officer and define his/her role and responsibilities.
- (10) Support the Chief Executive Officer and assess his/her performance on a regular basis.

C. Bylaws Description of the Duties of Individual Directors

(1) Each Director shall discharge his or her duties as a Director, including his or her duties as a member of a committee, in a manner the Director believes in good faith to be in the best interests of the Corporation and with the care an ordinarily prudent person in a like position would exercise under similar circumstances.

(2) Each Director shall make every effort to attend meetings of the Board of Directors unless providentially hindered or hindered by illness or other pressing business or prior commitment.

(3) Each Director shall help support the Corporation by considering annual personal financial gifts or making contacts to raise funds to the best of his or her ability.

(4) Each Director shall support the decisions reached by the Board of Directors by positively discussing those policies as appropriate with volunteers and outside parties and by refraining from negative comment when talking to others.

(5) Each Director shall cooperate in having the Board of Directors speak with one voice through its Chairperson and by refraining from inappropriate extraneous comments.

(6) Each Director shall hold the proceedings of the Board and other information furnished to the Directors in an official capacity in confidence when such information has not already been released to the public by the Board of Directors or when not otherwise authorized by the Board of Directors to release it.

D. Nomination Process

Each year the Board of Directors appoints a nominating committee to seek candidates to fill vacancies created by those leaving the board. Usually there are three or four vacancies each year. The nominating committee is open to receiving nominations from any Friendship Force member, including those who would like to nominate themselves. The process is announced each year in April via the FFI Communiqué. The committee reviews all nominees and makes a recommendation to the full board at its final meeting of the year (September or October), at which time the election takes place.

Anyone wishing to learn more about the process or to make a nomination for the following year is invited to contact FFI President George Brown for more information:

gbrown@thefriendshipforce.org.

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