

# Bylaws of the Humanists & Freethinkers of Cape Fear

## I. PURPOSE

The purpose of the Humanists & Freethinkers of Cape Fear (HFCF) is (1) to lead and promote a humanistic and freethinking life stance with ideals based on ethics, freedom, rationalism, and human concerns, (2) to promote a naturalistic (as contrasted to supernaturalistic) view of all life, (3) to defend the separation of church and state, (4) to educate the public regarding humanism and freethinking, (5) to provide an environment where likeminded people can develop friendships, socialize, and support one another, and (6) to promote the welfare of humanity and the biosphere of which we are a part.

## II. NAME AND AFFILIATION

This association shall be called "Humanists & Freethinkers of Cape Fear" and shall be a Charter Chapter of the American Humanist Association (AHA). The provisions of these Bylaws are in conformity with and subservient to the Bylaws and Articles of Incorporation of the American Humanist Association. Nothing herein shall be interpreted in any manner to be in conflict with the Constitution of the United States of America, with the laws of our land required to maintain a tax-exempt, non-profit educational organization, or with the United Nations Declaration of Human Rights.

## III. MEMBERSHIP

**SECTION 1.** Any person who regards himself or herself as a humanist or freethinker and pays prescribed dues established by HFCF will be considered a voting member. Dues are to be set by the Board of Directors (Board) and will be for one (1) year. Annual dues are payable on January 1. New members joining July 1 or later will pay 50% of annual dues the first year and thereafter pay the full dues on January 1.

**SECTION 2.** Voting members are responsible for electing the Board.

## IV. GOVERNMENT

### SECTION 1. Board

HFCF shall be governed by its membership and an elected Board of Directors consisting of a President, Vice President, Secretary, Treasurer, and three (3) additional Board Members At-Large, all elected by the voting membership (see "ELECTIONS"), for a total of 7 Board members.

Board members who miss three (3) consecutive regularly scheduled Board meetings may be removed by a majority vote of the Board.

The Board will designate the chief public spokesperson for HFCF.

The Board may create standing and ad-hoc committees as needed in order to carry out tasks on behalf of the full Board. The Board defines the purpose of committees, appoints committee chairs, and provides oversight. Each committee must include at least one (1) member of the Board in addition to general members of the organization. Committee chairs or designees are responsible for reporting regularly to the Board, who will retain authority to approve the committee's recommendations and proposed activities. Committees must have approval by vote of the Board to (1) execute contracts and (2) expend funds.

### SECTION 2. Officers

The President and Vice President shall be required to be a member of the AHA during their term of office.

The **President** will be responsible for presiding at General meetings of HFCF and at meetings of the Board of Directors. At other events, the President, Vice President or sponsoring committee Chair or Designee shall preside.

The **Vice President** will be responsible for overseeing Membership and will be a standing member of the Membership Committee. Responsibilities will include maintaining accurate membership lists, promoting membership renewals, outreach to visitors and new members, and managing membership communication. The Vice President will assume the duties of President when the President is unavailable.

The **Secretary** will be responsible for taking minutes during Board meetings and during the official annual General meeting at which time Board member elections are conducted. The Secretary will maintain the written records and the archives for the HFCF.

The **Treasurer** will be responsible for maintaining the HFCF financial accounts, providing an annual budget for the HFCF, and ensuring that the Board is kept up-to-date with the financial standing of the group. The Board will assign a Board member or voting member to conduct an annual review of the finances at the end of the fiscal year.

## **V. MEETINGS**

General meetings of HFCF and Board meetings shall be scheduled in accordance with the times and places set by the Board. There shall be a minimum of ten (10) Board meetings each year. Special meetings may be called by a quorum of the Board of Directors with advance notice of at least ten (10) days. Meetings are open to the general membership. A quorum for the transaction of business at General meetings shall consist of seventeen (17) voting members. Quorum for Board meetings shall consist of five (5) elected Board members.

## **VI. ELECTIONS**

### **SECTION 1. Nominating Committee**

A nominating committee consisting of three (3) voting members, at least one (1) of whom will be a prior or current officer, will be appointed by the Board no later than August 1. The committee will nominate voting members for open Board vacancies. The committee will nominate at least as many voting members as there are open Board positions, but may nominate as many candidates as they choose. The nominations will be posted on the HFCF website or emailed to all voting members no later than October 1.

### **SECTION 2. Elections of Board Members**

Elections will be held during the annual business meeting in November with additional nominations from any voting member present being allowed. Voting members not able to attend the November meeting may vote for candidates for the Board or make additional nominations via email or mail to the HFCF Secretary, such correspondence to be received no later than midnight on the Friday prior to the November meeting. All nominees must agree to serve on the Board prior to elections taking place. The top candidates, in order of most votes received, will fill open positions until all Board vacancies are filled.

### **SECTION 3. Election of Officers of the Board**

A quorum of the new Board (newly elected Board members plus any Board members starting the second year of their term) will meet at this same November meeting and will conduct a second vote amongst themselves to determine who will assume officer positions. The remaining Board members will be considered Board Members-At-Large. The new Board members will assume full duties of those positions beginning January 1 of the year following the elections.

Officers will serve in their positions for one (1) year. The other year of their two (2) year term may be served as a Board Member-At-Large, another officer position, or the same officer position.

#### **SECTION 4. Terms of Board Members**

Board members shall be elected for a term of two (2) years. The maximum number of consecutive terms to which a Board member may be elected is two (2). After leaving the Board he or she will continue to be eligible to serve on committees and, after one year off the Board, is then eligible to be elected again for a Board position.

In the case of a Board member with an essential role for which a replacement may not be immediately available, an additional one (1) or two (2) year term may be approved by a majority of the Board members present at the meeting.

If a Board position is vacated during the year, the Board will nominate a voting member to fill the position and will present the nomination at the next HFCF General meeting for confirmation by voting members present. The newly appointed Board member will immediately assume full responsibilities of the position and will finish out the remaining term (until the end of the current year or the following year). Such a Board member will be eligible for reelection to one (1) additional two (2) year term.

#### **VII. AMENDMENTS**

Changes to these Bylaws must be approved by a majority of the Board, provided all members have been advised through the website or by email of the proposed changes at least one (1) month prior to the meeting at which the vote is to take place.

A posting of the current Bylaws will be maintained and available to everyone.

#### **VIII. DISSOLUTION**

A resolution to dissolve the association of the Humanists & Freethinkers of Cape Fear shall be voted on at a General meeting provided all voting members have been advised through the website or by email of the proposed resolution to dissolve at least one (1) month prior to the meeting at which the vote is to take place. The resolution to dissolve must be approved by at least three-quarters ( $\frac{3}{4}$ ) of voting members present. The dissolution shall take effect from the date of the resolution and the Board of Directors shall be responsible for the winding-up of the assets and liabilities of the association. Any property and/or funds remaining after the discharge of debts and liabilities of the association shall be given to The American Humanist Association and/or another community non-profit organization approved by a majority vote of those in attendance at the dissolution meeting.

These Bylaws were approved by a majority vote of the members on June 12, 2011 and become effective immediately.

Revised March 14, 2015 by a majority vote of the Board.

Revised August 13, 2015 by a majority vote of the Board.