

# **ELGIN ALANO CLUB, INC. BY-LAWS**

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## **Article I: Identification**

- Sec. 1           Name:     The name of the corporation shall be Elgin Alano Club, Inc., which shall hereinafter be referred to as 'EAC' or 'The Club'.
- Sec. 2           Location:   The Club shall be located in Elgin, Illinois.
- Sec. 3           Fiscal Year:  The Club's fiscal Year shall begin January of each new calendar year.

## **Article II: Purpose and Intent**

- Sec. 1           The purpose of these by-laws are to provide organized, operating procedures for Elgin Alano Club, Inc.
- Sec. 2           The purpose of The Club shall be:
- (a)    To encourage adherence to the Twelve Steps and the Twelve Traditions of Alcoholics Anonymous, Al-Anon, Alateen, and other related Twelve Step programs.
  - (b)    To offer suitable surroundings and atmosphere in which to carry the message to the alcoholic who still suffers, and other groups mentioned in (a) above.
  - (c)    To serve as a meeting hall for all the groups and meetings mentioned in (a) above.
  - (d)    To provide a source of literature for all the groups and meetings mentioned in (a) above.
  - (e)    To promote fellowship and social activities among all the groups and meetings mentioned in (a) above.
  - (f)    To increase the opportunity to reach recovering individuals and families in our community.
- Sec. 3           The intent of The Club shall be:

That the Board of Directors, will submit and report to the corporation, Elgin Alano Club, Inc. and it's members, any and all necessary financial data, correspondence, meeting minutes, and any other information as may be deemed necessary by the Corporation, for the purpose of the Corporation, Elgin Alano Club, Inc., and to conduct and transact all business related to the legal requirements of the corporation, Elgin Alano Club, Inc.

## **Article III: Offices**

The Club's office shall be located at 73 S. Riverside Dr. Elgin, IL 60123, or at any location deemed appropriate by the Board of the Corporation named Elgin Alano Club, Inc.

## **Article IV: Governing Body**

- Sec. 1           Board of Directors:   The operations of The Club shall be managed by a Board of Directors. This Board shall consist of nine (9) members.
- Sec. 2           Officers:           The Board Directors shall be elected by the membership. This Board of Directors shall consist of Chairman, Alt. Chairman, Treasurer, Secretary, Building Director, Membership Director, Activities Director, General Director A, and General Director B.

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- Sec. 3 Terms of Office: The Chairman, Alt. Chairman, Building Director, Treasurer, and General Director A shall be elected on even numbered years. The Secretary, Activities Director, Membership Director, and General Director B shall be elected on odd numbered years.
- Sec. 4 Eligibility: Any member of The Club who has maintained one year active participating membership in good standing and has maintained two years of continuous sobriety, shall notify the secretary in writing of his/her willingness to accept a Board of Directors seat. The exception would be the Chairman, Alt. Chairman and Treasurer, who shall have four years of continuous sobriety and meet all other requirements.
- Sec. 5 Disqualification: If during term of office a director resigns, becomes disqualified, or otherwise becomes incapacitated to act as a director, the remaining Directors shall elect a replacement. Absence for two consecutive monthly meetings without adequate cause shall be grounds for removal of a director. A two-thirds majority vote by the Board is required to seat or unseat a director. No director may be elected by the general membership to more than two (2) consecutive, two (2) year terms of the same office. Those selected to fill an unexpired term may be elected to no more than two (2) subsequent terms of two (2) years each.
- Sec. 6 Quorum: A quorum shall consist of at least two-thirds (2/3) majority of the Board present.
- Sec. 7 Balloting:
- (a) The General Director who was elected in the previous year shall supervise nominating and balloting procedures in all general elections. The General Director shall also choose a minimum of (1) one non-seated member in good standing to assist in counting ballots.
  - (b) Elections of members to fill the vacancies occurring annually on the Board of Directors shall be conducted by balloting on a date selected by the current Board of Directors.
  - (c) Nominations shall take place at a minimum of one (1) month prior to the election, on a date selected by the current board of directors. Any member in good standing who is eligible to vote may be nominated for available positions.
  - (d) The list of nominees, in ballot form, will be prepared by the General Director, and distributed to all voting members at the annual election.
  - (e) Absentee ballots may be requested at least seven (7) days prior to the election and must be returned to the General Director supervising the election prior to or during the election.
  - (f) Any voting member in good standing may cast a write-in vote on an official ballot for any eligible member of EAC.
  - (g) A plurality of votes cast shall determine the candidate elected for that office. In the event of a tie there shall be a run off election at the next regular Board of Directors meeting or within thirty (30) days.
  - (h) The Board of Directors may submit any matter of EAC's business to the general membership for resolution by ballot, except as provided herein.



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- Sec. 2           Special Meetings:   Special meetings of the members may be requested, by petition, of 10 percent of the voting members of EAC at any time. Requests for special meetings must be submitted in writing to the Vice Chairman. If approved by the Board, such meetings shall be held within thirty (30) days after receiving the request and notice shall be posted seven (7) days in advance.
- Sec. 3           Notice of Meetings:   The time and place of each special meeting shall be conveyed by a posting on the bulletin board at the EAC not less than seven (7) days before the meeting. Notice of any special meeting shall specify its purpose. Notice of the annual meeting shall be posted thirty (30) days before the meeting.
- Sec. 4           Voting Procedures:   Majority vote of the members present may transact any business which may properly be brought before the meeting, except as otherwise provided elsewhere in these By-Laws. A meeting may be adjourned or recessed by a majority vote of the members present.
- Sec. 5           Presiding Office:   The Chairman of the Board, or in his/her absence the Vice Chairman, Secretary or Treasurer, in the order listed, shall preside as Acting Chairman at all meetings of members. In the absence of said officers, the Chair person of the meeting shall be selected by a majority vote of the members present
- Sec. 6           Voting Eligibility:   Every member in good standing shall be entitled to one (1) vote on any matter to be acted upon by vote of the membership. In the event of a question concerning voting eligibility, the Board will investigate the circumstances and will make a determination by two-thirds (2/3) majority vote.

## **Article VII: Duties of Directors**

- Sec. 1           Chairman:   The Chairman shall preside at all meetings of the Board of Directors or membership of The Club, enforce all rules and regulations, and perform all duties that are incidental to the office.
- Sec. 2           Vice Chairman:   The Vice Chairman may, at the request of the Chairman, or in his/her absence or disability, perform any of the duties of the Chairman. The Vice Chairman shall also perform such other duties as the Board of Directors may determine.
- Sec. 3           Secretary:   The Secretary shall be responsible for maintaining a record of the meetings of the Board of Directors and any other business meetings of the EAC. The Secretary shall maintain a mailing list, handle all correspondence, and serve as custodian of club records and documents. The Secretary shall also perform such other duties as the Board of Directors may determine.
- Sec. 4           Treasurer:   The Treasurer shall be responsible for recording the financial affairs of the EAC. This responsibility shall include the preparation, interpretation, and dissemination of periodic financial reports suitable for audit. At the end of the fiscal year, the Treasurer shall submit a written report to the membership, summarizing the financial status of the EAC. An annual audit of all financial records shall be performed by separate committee and the treasurer. The Treasurer shall also perform such other duties as the Board of Directors may determine.
- Sec. 5           Building Director:   The Building Director shall serve as the chairperson of the building committee and be responsible for the general maintenance of The Club, housekeeping, utilities, furnishings, and grounds. The Building Director shall also perform such other duties as the Board of Directors may determine.

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- Sec. 6            Membership Director:    The Membership Director shall serve as chairperson of the membership committee and shall be responsible for all matters pertaining to membership, such as maintaining a record of membership status, dues collection, and key distribution. The Membership Director shall also perform such other duties as the Board of Directors may determine.
- Sec. 7            Activities Director:    The Activities Director shall serve as chairperson of the activities committees and shall be responsible for planning, promoting and scheduling fund-raising and social events, as well as scheduling the use of Club facilities. The Activities Director shall also perform such other duties as the Board of Directors may determine.
- Sec. 8            General Director A:    The General Director shall be a regular voting member of the Board. This General Director shall supervise nominating and balloting procedures in all general elections (refer to Article IV, Sec. 7a) and perform such other duties as the Board of Directors may determine.
- Sec. 9            General Director B:    The General Director shall be a regular voting member of the Board. This General Director shall supervise nominating and balloting procedures in all general elections (refer to Article IV, Sec. 7a) and perform such other duties as the Board of Directors may determine.

## Article VIII: Groups and Meetings

- Sec. 1            Definition:    Group Meetings: A Group meeting shall use a name different from that of The Club, and is self supporting through its own contributions. This includes paying a fair rent for the use of the facilities, maintaining a separate treasury and may be registered with the General Service Office (GSO). Literature, coffee, and supplies are the responsibility of the group.
- Club Sponsored Meetings: These meetings are not self supporting. Total collections at each meeting shall be turned over to the general revenue of The Club. Meetings will not need a Treasurer or General Service Representative (GSR). Literature, coffee, and supplies will be available at The Club.
- Sec. 2            Rights:        It shall be up to each group's discretion to determine whether it wishes to be a meeting or a group.

## Article IX: Formation of Committees

The Board of Directors shall define the responsibilities of each committee in order to accomplish their duties:

- Sec. 1            Such committees shall include, but not be limited to:
- |                          |                          |
|--------------------------|--------------------------|
| (a) Literature           | (f) Janitorial           |
| (b) Social               | (g) Public Information   |
| (c) Special Events       | (h) Vending and Supplies |
| (d) Membership           | (i) Finance              |
| (e) Building Maintenance | (j) Fund Raising         |

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## **Article X: Right of Decision**

- Sec. 1      Derivation: Tradition Two provides for “Trusted Servants” which means that responsible officers shall be trusted to decide, within the framework of these By-Laws, how they will interpret and apply their own authority and responsibility to each particular problem or situation as it arises.
- Sec. 2      Application: Pursuant to the provisions of Tradition Two (2), leadership discretion shall herewith be invested in the EAC by endowing them with a traditional “Right of Decision.”
- Sec. 3      Procedure: Whenever, in the judgment of a majority of the Board members present at a Board meeting, a decision to take any action involves a matter of principle or basic policy and, in the judgment of a majority of the Board Members, a delay in arriving at a decision will not adversely affect EAC, the matter shall be submitted to a membership vote.

## **Article XI: Standards of Members**

- Sec. 1      Certain codes of conduct are inherent within the basic principles of each Group or Meeting stated above in Article VIII, Sections (a) and (b), therefore, the following standards are herewith incorporated within these By-Laws and shall be conspicuously posted in the The Club.
- (a)    The behavior of any individual attending The Club shall in no way detract from the safe environment that The Club has created for people in recovery and their families.
  - (b)    There shall be no harassment, sexual or otherwise permitted on the premises.
  - (c)    There shall be no drugs or alcohol permitted on the premises.
  - (d)    The quality of the language used shall be adjusted to the level of the persons present at the time.

## **Article XII: Parliamentary Procedure**

- Sec. 1      All parliamentary procedures shall be governed by, *Robert’s Rules of Order* unless otherwise specified in these By-Laws.

## **Article XIII: Amendment / Revision of By-Laws**

- Sec. 1      Unless otherwise specified herein, these By-Laws may be amended or revised by a two-thirds affirmative vote of valid ballots cast by the membership present.
- Sec. 2      No changes in Article II of these By-Laws may be made with less than three (3) quarters (3/4 majority vote) affirmative vote of the total registered membership roll.

## **Article XIV: Reserves and Operating Funds**

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Sec. 1            Required    The EAC shall maintain a minimum of six (6) month's normal operating expenses  
Reserves:        in a designated Corporate Savings Account. Said funds shall not be disbursed  
                         without written approval of a two-thirds majority vote by the Board of Directors.  
                         Normal operating expenses shall be defined as one-half of the previous year's gross  
                         operating expenses.

## DEFINITIONS & TERMS

- Quorum: the number of members of a group or organization required to be present to transact business legally, usually a majority.
- Parliamentary: a legislative body; having the function of making laws
- Robert's Rules of Order: the recognized guide to running meetings and conferences effectively and fairly