

**MINUTES OF ORGANIZATION MEETING
OF
BOARD OF DIRECTORS
OF
TRIANGLE CLUB, INC.
September 12, 2015**

Present: Dawn U., Carrie C., George H., Lauren T., Suzy F., Walker R., Jessica W., Leigh G.H., Suzi K., Jim H. and Carlos G.

Leigh informed the members present about the history of the formation of the Triangle Club, including how the building space was found to house the Triangle Club. Leigh talked about her vision of what the Triangle Club could be, as a place where 12-Step meetings could be held, in a welcoming and all-inclusive environment supporting the effort and philosophy of 12-Step recovery, and promoting and supporting fellowship. Leigh believes the Triangle Club is now at the point where we can form a functioning Board of Directors and begin developing a functioning governing infrastructure.

Leigh talked about the importance and rationale for the infrastructure of The Triangle Club as a nonprofit corporation, and gave some examples of why such a structure is necessary for conducting business, protecting from liability if a person was injured while on Triangle Club property, and ensuring that the mission of the Triangle Club can be accomplished in an orderly, professional, and consistent manner. Handouts were distributed to all present. These included a handout titled An Introduction to Corporate Governance. Leigh discussed the sources where she obtained this information, and how this handout can describe in understandable terms some of the concepts, governing bodies, positions, and other essentials of corporate structure serve to help nonprofit organizations function.

Leigh discussed how it will be critical to maintain good records as a nonprofit organization, for example, as we have to file tax records annually to the IRS and will need to show accountability in how we receive and spend finances.

Another point about keeping good records is that Board decisions and actions need to be written down and appropriately agreed upon by the Board.

Leigh then discussed the responsibilities of those who will serve as Board members. As we are a small nonprofit initially, a few people will need to wear several hats in terms of Director and Officer functions/responsibilities.

Leigh pointed out that there will have to be unanimous consent from the Board in order to remove a Board member. The Board must look solely at how each Board member fulfills the scope of his or her responsibilities, and not at any personal friendship or other relationship to that Board Member when making such a decision.

Leigh explained the responsibilities of the Board of Directors. As we are small, The Triangle Club will start out with Corporate Officers serving as Board members.

As part of the formation Articles as a nonprofit in the State of Alabama, the Triangle Club Directors had to be named. These three individuals are George H., Leigh GH, and Walker R. They will appoint additional Board Members. With a vote to approve the Bylaws, additional Directors and Officers, the governing structure will be in place.

There should be at least 7 Directors. An odd number is helpful, to help with decisions. Ideally these Board members will represent each 12-Step group meeting at The Triangle Club. Leigh reminded those present that the meetings active at the Triangle Club should register as groups with GSO.

The floor was then opened up for discussion. It was mentioned how important it will be to place principles before personalities. It was asked how the 7th Tradition money from the 12-step meetings was being used in terms of the Triangle Club. Leigh explained that in order to meet rent and operating expenses, the money collected at these meetings plus money personally paid by Leigh and Jim are what is keeping the Triangle Club going. This will change as The Board is able to engage in various fundraising endeavors to meet the needs of the Triangle Club.

Leigh also explained that there will be a requirement that Board members have a certain amount of sobriety time since the Board membership is currently small.

It was announced by Jessica W. that the Daily Reprieve Halloween Party will be held on Saturday, 10/24/15.

Leigh also brought up that the Triangle Club is not ready at this point to have individuals purchase paid memberships to the Triangle Club.

George mentioned that the NA Area meeting will be held at the Triangle Club at the end of the month. This will be a great opportunity to acquaint more people with the Triangle Club, which could lead to more groups/ meetings renting space.

Leigh discussed the Board developing 4 Standing Committees. The Finance Committee will be headed by the Board Treasurer, and will oversee banking, State filings, keep financial paperwork in order, and fundraising efforts.

The Fellowship Committee will be chaired by the Vice President and conduct activities to support a spirit of fellowship, love, and support.

The Facilities Committee will maintain and improve the physical structure of the clubhouse including supplies provided for groups. The Facilities Committee will be chaired by a non-officer Board member.

The Outreach Committee will be headed by the Board Secretary, which coordinates with the District as well as other 12-Step groups, and keeps records of the Triangle Club Board of Directors Meetings, policies and actions.

The Triangle Club's email address is the way to communicate with The Triangle Club Board members. All records will be kept on the Triangle Club website.

The Yard Sale will be on October 10. Anyone who has anything to donate is welcomed to do so, with proceeds benefitting The Triangle Club.

After discussion, everyone agreed to the following persons holding the positions/offices listed opposite each name:

Board Members:

Leigh GH, Jessica W., Carrie C., Suzy K., George H, Jim H., and Walker R.

President:	Leigh GH
Vice President and Chair of Fellowship Committee:	Jessica W.
Secretary and Chair of Outreach Committee:	Suzy K.
Treasurer and Chair of Finance Committee:	Carrie C.
Chair of Facilities Committee:	Jim H.

Leigh discussed the need to have another meeting as soon as possible to execute organizational consents and organize committees.

George stressed the Triangle Club's need to open a Banking Account, to help get the organization legitimized and on the way to being a nonprofit organization.

Carrie announced that the Christmas Party will be held on December 12 at 7 PM.

With no further business, the meeting was adjourned.

Respectfully Submitted,
Suzi K., Secretary