

Amended
5/20/20
#1 *
#2 **

BYLAWS

REDMOND ALANO CLUB

ARTICLE I

NAME

The name of the Corporation shall be REDMOND ALANO CLUB

ARTICLE II

PURPOSE-CONCEPT-OBJECTIVE

- 2.1 The *Purpose of the REDMOND ALANO CLUB shall be to provide a safe, sober environment for 12 Step Recovery Activities in Central Oregon.
- 2.2 The *Concept of the REDMOND ALANO CLUB is a plan of action for a building for alcoholics and other addictive persons to find support for their recovery at little cost to them.
- 2.3 The *Objective of the REDMOND ALANO CLUB is to provide a safe and clean environment for recovery on a daily basis.

ARTICLE III

MEMBERSHIP

- 3.1 **QUALIFICATIONS:** Any person who is in recovery and is a member of a 12 Step program and is willing to contribute financially to the club shall be accepted as a member of the Club upon application thereof.
- 3.2 **DUES:** Members are expected to make a minimum monetary contribution to the Redmond Alano Club on a Monthly or Annual basis. The cost of membership shall be determined from time to time by the Board of Directors and shall be consistent with the level of funding required to support corporate activities and to properly maintain the property of the Redmond Alano Club.

See membership information and application for dues payment options.

- 3.3 VOTING RIGHTS:** Each member of the Redmond Alano Club shall have one vote on each matter brought before the membership at any annual, regular or special meeting, provided that the member has paid the required dues and is current on dues owed prior to the vote. Members shall vote in person by written ballot or by means of a proxy as established by the Board of Directors, conforming to the requirements of the Oregon Nonprofit Corporation Act.
- 3.4 REMOVAL/SUSPENSION:** The Board of Directors shall have the power to suspend or terminate the membership privileges and rights of any member whose conduct is not consistent with the *Purpose, *Concept, and *Objectives of the Redmond Alano Club. Any member whose suspension or termination of membership for such conduct is proposed, (a) shall be given 10 days written notice of the suspension or termination and the reasons therefor, unless such time period is impractical in the circumstance and not in the best interest of the Club or its members, and (b) shall have the right of appeal at the next regular meeting of the Board of Directors.
- 3.5 MEMBERSHIP LIST:** A membership list shall be maintained by the Secretary of the Club and shall not be available for inspection, provided, however, that the Club shall provide member, in accordance with the provisions of the *Oregon Nonprofit Corporation Act, a reasonable means to mail communications to the other members, through to Club, at the expense of the member making the request if such communication is determined by the Board of Directors intended for legitimate purposes involving the Club and not for any commercial or private purpose. Membership list should be present at all Club board & membership meetings for voting purposes.

ARTICLE IV

BOARD OF DIRECTORS

- 4.1 GENERAL POWERS:** The business of the Redmond Alano Club shall be managed by its Board of Directors. The Board of Directors may hire and compensate such staff members as it deems necessary.
- 4.2 NUMBER:** The number of Directors comprising the Board shall be not less than six, nor more than nine, plus any non-Directors members that are elected as officers by the Board.
- 4.3 TENURE:** The Directors shall each be elected to serve for a term of two years. One-half of the total number of Directors shall be elected in the first year, and the remaining Directors will be elected in the following year. Elected Directors shall hold office until their successor is elected and qualified. The Board of Directors shall be chosen from the membership. The Officers of the Club elected by the Directors shall serve as the Officers of the Board and shall have the same voting rights as the elected Directors and shall be counted on in determining a quorum.

- 4.4 QUALIFICATIONS:** Any member that is nominated for election as a Director of the Club shall have maintained a minimum period of sobriety or recovery of at least 6 months prior to the date of such nomination.
- 4.5 REMOVAL AND RESIGNATION:** A director may be removed for cause by a vote of a majority of the other members of the Board, upon finding by such Directors of conduct on the part of the Director not considered in the best interest of the Club.
- A Director may resign by delivering a written or verbal resignation notice to the Secretary of the Board, effective upon receipt, unless another date is specified.
- 4.6 VACANCIES:** Any vacancy occurring on the Board shall be filled by the remaining Directors. A Director appointed to fill a vacancy shall serve until the expiration of the term of the Director he or she replaces and until a qualified successor is elected.
- 4.7 HONORARY DIRECTORS:** The Board of Directors may designate Honorary Directors. An Honorary Director shall have no vote and shall not be counted for the purpose of determining a quorum. Persons eligible for Honorary Director status may include but are not limited to those who have served as regular Directors, who have distinguished themselves in the community, and those who have made significant contributions to the development and success of the Club. Honorary Directors need not be members of the Club.

ARTICLE V

OFFICERS

- 5.1 NUMBER:** The officers shall be a President, President Elect, Secretary, Treasurer & *Safety Officer. Such other officers and assistant officers as may be deemed necessary may be elected by the Board of Directors and shall have such powers as the Board shall determine.
- 5.2 ELECTION AND TERM OF OFFICE:** Officers of the Redmond Alano Club shall be elected by the Board of Directors. The term of office is for two years. The President Elect shall automatically succeed to the office of President. Officers shall serve as Board members as previously indicated.
- 5.3 QUALIFICATIONS:** Any member of the Redmond Alano Club that is nominated for election as an Officer of the Club shall have maintained a minimum period of sobriety or recovery of a least one year, and present to the Board a Service Application or Oral Presentation prior to the date of such nomination.
- 5.4 POWERS OF EACH OFFICER:**
- A) President:** The President shall preside at all meeting of the Redmond Alano Club and shall also act as Chair of the Board of Directors. If the president is unable to attend any meeting, then the President Elect shall carry out the duties. In the absence of both officers, a senior member of the Board shall preside.

B) President Elect: The President Elect shall perform the duties of the office of President when the President is unable to be present. Upon the completion of the term of the President the President Elect shall automatically succeed to the office of President to serve a term of two years.

C) Secretary: The Secretary shall be the custodian of all records, books, and miscellaneous property of the Club. The Secretary shall keep a record of the proceedings of the Club, handle all correspondence and shall act as Secretary for the Board of Directors. The Secretary shall also oversee the preparation and maintenance of the membership list as provided in section 3.5. The Secretary shall be responsible for sending notices for Quarterly Meetings, digitally or multi-media message.

D) Treasurer: The Treasurer shall be the chief financial and accounting officer of the Club and shall supervise and monitor its finances and cause to be kept correct, complete, and current records of account showing its financial condition. The Treasurer shall be the legal custodian of all moneys, notes, securities, and other valuables that may come into possession of the Club. The Treasurer shall have all funds of the Club deposited in such financial institutions as the Directors may designate and shall pay out funds only on the check of the Club signed in the manner authorized by the Board of Directors. The Treasurer shall present to the Board of Directors regular statements of the Club's financial position and an annual operational budget for the fiscal year. The Treasurer shall insure that the Club files all necessary tax and other financial returns as may be required by the State of Oregon or the Internal Revenue Service. The Treasurer shall be responsible for maintaining all legal registration filings regarding the Club business status with the State of Oregon and the Federal Government of the United States.

***E) Safety Officer** The Safety Officer shall be responsible for educating members and groups meeting at the RAC on all safety protocol deemed necessary by the Board of Directors for the safety and security of any persons attending meeting and gatherings of individuals at the RAC. The Safety officer shall be responsible for studying and remedy of any unsafe conditions on the property of the RAC. This will include all pertinent health and safety laws and guidelines issued by Federal, State and Local public health and safety authorities.

5.5 REMOVAL AND RESIGNATION An Officer may be removed for cause by a vote of a majority of the other members of the Board of Directors upon a finding by such Directors of conduct on the part of the Officer considered not consistent with our Club *Purpose, *Concept, and *Objectives and not in the best interest of the Club as a whole.

An Officer may resign by delivering a resignation notice , written or verbal, to the secretary of the Board, effective upon receipt unless another date is specified.

5.6 VACANCIES Any vacancy occurring in any Office of the Club shall be filled by the Board of Directors. A member appointed to fill a vacancy in the Club Office shall serve until the expiration of the term of the Officer being replaced and until a successor is elected and qualified.

ARTICLE VI

COMMITTEES

6.1 **TYPES** The Club shall have two types of committees as determined by the Board of Directors. Standing Committees shall be those which shall be established and continue until the Board determines they shall be discontinued. Special Committees shall be those that the President of the Board creates for a special purpose and shall terminate when the objective is accomplished.

6.2 **STANDING COMMITTEES** The initial Standing Committees shall include:

A) Custodial Committee. The President of the Club shall select the Chairperson of this committee. The Chairperson shall select two or more members of the Club to serve on this committee. The committee shall supervise the maintenance of the grounds, outside and inside of the Club building. Requests for materials, supplies and repairs shall be made to the Board of Directors for their approval, except when the amount involved is \$50.00 or less, which may be authorized by the Chairperson of the Custodial Committee.

B) Housekeeping Committee. This committee shall supervise the housekeeping of the interior of the Club building, including vacuuming, sweeping, cleaning the kitchen and bathroom. Housekeeping Chairperson is a paid position.

C) Membership Committee. The Membership Committee shall be comprised of a Chairperson and two other members nominated by the Club membership and elected by a majority vote of the Board of Directors.

a. Responsibilities of the Membership Committee are for the recruitment of new members and for the retention of current members.

b. The Membership Committee also seeks out new members to participate in the Club Board and other Club Services such as involvement in Standing or Special Committees.

c. The Membership Committee shall be responsible for obtaining nominations of members for election to the Board of Directors or Officers as vacancies may occur. The committee shall review nominations from the membership and present a slate of candidates to the Board. The Directors shall provide the necessary notice and nomination forms, i.e. Service Application, written or oral, to be used by the committee for the Club members being nominated.

D) Fundraising and Community Action Committee. The Chairperson of this committee will appoint at least two other members nominated by the club membership. These committee members will seek fundraising opportunities and go out into the community to raise money/sponsors for the different fundraisers we have established as a group. No member shall go out into the community alone to talk with people outside the club or to do any

public information, i.e. newspapers, TV, radio, unless agreed upon by the Chairman of this Committee and the President of the Club.

****E) Social Media/Website Committee.**

a. The Chairperson of this committee will oversee RAC news releases to public radio, TV, Newspapers of special events and activities at the RAC.

b. The chairperson shall keep the RAC Website (www.redmondalanoclub.com) updated weekly/monthly including an accurate group meeting schedule and special events, news, activities put on by RAC.

c. The Chairperson shall be responsible for posting RAC news on the RAC Facebook Page regularly and check comments and answer questions presented by individuals on the Facebook Page.

6.3 **Special Committees:** The president of the club may appoint such special committees as may be considered necessary to carry out the purposed of the Club. Special Committees shall automatically dissolve after they have discharged their function.

A) **Building Committee.** The Chairperson of this committee will oversee all reports to the board regarding the addition and completion of the Club facility.

ARTICLE VII

MEETINGS

7.1 **MEETINGS OF THE MEMBERSHIP**

A) Annual meeting: The annual meeting of the members of the club shall be held on the third Saturday in September of each year at a time set by the Board of Directors in the notice of such meeting.

B) Regular Meetings: The regular meetings of the membership of the Club shall be held Quarterly following the annual meeting at such date and time as set by the Board of Directors and included in the notice of such meeting.

C) Special Meetings: Special meetings may be called by the President of the Club with approval of the Board of Directors.

7.2 **MEETINGS OF THE BOARD OF DIRECTORS**

A) Annual Meeting. The annual meeting of the Board of Directors shall be held on the second Saturday in the month of September of each year.

B) Regular Meetings. The regular meetings of the Board of Directors shall be held monthly at such time and place set by the President in the notice of such meeting.

C) Special Meetings: Special meetings of the Board of Directors may be called by an Officer of the Club or a member of the Board of Directors at such time and place as specified in the notice of such meeting.

7.3 **MEETINGS OF THE OFFICERS** The Officers of the Club shall meet at such times as they determine are required for them to properly fulfill the obligations of their Offices.

7.4 **NOTICE OF MEETINGS**

A) Annual Meetings. Notice of the Annual Meetings of the Membership and Board of Directors shall be sent to all members by digital multimedia message at least seven days before the date upon which the meeting is to be held. This notice shall comply with the requirements of the Oregon Nonprofit Corporation Act.

B) Regular Meetings. Notice of Regular Meetings of the Membership and Board of Directors shall be by posted notice in the Club facility no less than ten days before such meeting is scheduled to be held.

C) Special Meetings. Notice of Special Meetings of the Membership and Board of Directors shall be by posted notice in the Club facility no less than seven days before such meeting is scheduled to be held.

7.5 **QUORUM** A quorum for any meetings of the Membership or Board of Directors shall be as follows:

A) Membership Meetings. Any action taken shall be by a simple majority of members present at that meeting.

B) Board of Directors or Officers Meetings. Any action taken shall be by a simple majority of the elected Directors and Officers holding office at the time and present at that meeting.