

ANCHORS AWEIGH CLUB INC. BYLAWS

(as revised)

PURPOSE: To provide a place for meetings of Alcoholics Anonymous, Al-Anon, Narcotics Anonymous and other 12-step groups as approved by the Board of Directors, and to provide space for education, rehabilitation and social activities that will foster the interest of members in the aforementioned organizations.

CHANGES: May be changed only by posting on the Club bulletin board at least two weeks in advance and with approval by a majority of those members of the club in attendance at the meeting called and properly noticed to discuss the same.

CHARTER BYLAWS

- The Board of Directors is composed of seven (9) Class B members and two (2) Class A members.
- Class B members of the Board of Directors must be members of the Club. Class A members need not be members or associate members of the Club as defined in these bylaws, but may choose to be.
- Space provided for 12-step program meetings will take precedence over all other activities of the Club.
- No individual will be turned away from any Club activities for lack of funds, however, no non-member may vote on Club matters.
- Operation of the Club and its Board will follow the spirit of the AA Traditions.
- Membership in the Club is not required to attend any AA, Al-Anon, NA or any other 12-step meeting.
- No member or guest may store personal belongings on Club premises, use the Club as a mailing address or conduct any other outside business.
- No drugs, alcohol or other mind-altering substance is allowed in the Club.
- The Board of Directors and/or Club Manager have the right to refuse any application or cancel any membership for cause.

- An employee of Anchors Aweigh Club, Inc. may not serve on the Board of Directors

while employed by the Club.

CLUB MEMBERSHIP

- Anyone in a 12-step program may become a member of the Club. Dues are to be paid to the Club Manager by the fifth day of each month. Dues will be determined by a majority vote of the Board (\$10 monthly or \$100 annually as of 11/20/2011). Guest or seasonal memberships may be sold to out-of-town visitors, as those terms may be defined by the board.
- Any other person sympathetic to the principles for which the Club is formed may become an associate member upon payment of the monthly dues and have full privileges except for that of voting at meetings of the Club.
- Only current Club members in good standing may vote in any election or bring matters before the board at Board meetings.

BOARD MEETINGS

- Board meetings will be held at least monthly at a time decided by the Board.
- All AACI members in good standing may vote on all issues except matters designated to be decided by the Board. These shall include, but not be limited to any hiring or firing decisions regarding club staff, any suspensions from Club premises, as well as any decision which subjects the Club to legal obligation or potential liability.
- The Board shall at each meeting reserve time for any issues raised by AACI members in good standing.
- Any Board member who fails to attend two consecutive Board meetings may be removed

from the Board. They may be restored to the Board or replaced by nomination and approval of the Board.

- Any member of the community at large is welcome to attend regularly scheduled Board meetings.

FINANCIAL RULES

Any expenditure **at or above \$750.00** from the Club's accounts requires two signatures. Signatories on the accounts are the treasurer and **chair** of the Club or other Board members as so designated..

Two bank accounts are maintained for the purpose of maintaining the financial viability of the Club. *Please see "Club Policies" attached hereto as Exhibit "A"*

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The financial activities are reported in the monthly financial report of the Club that is posted monthly on the bulletin board and on its website.

GOVERNMENT

- The Club will be operated by a board comprised of **nine** Class B directors elected from the general membership and 2 Class A directors appointed by the Board, in order to more closely follow the example set forth by Alcoholics Anonymous World Services Board of Trustees.
- Class A directors need not be members of the Club and need not be members of the recovering community, but are to be voting members of the Board. They are friends of the recovery community with the purpose of bringing balance to the Board in terms of business and professional experience. It is recommended that the two Class A's have the professional experience of banker ,accountant, attorney, business or civic leader. Proposed Class A members shall be vetted by the Governance Committee and presented to the Board for approval.

- Class A member seats are numbered 10 and 11.
- Class A members are appointed to two year terms starting in the month of their approval.
- Class B members must have two years' continuous sobriety.
- Board members are elected for a two-year term, and may serve a maximum of two terms consecutively.
- If a Board vacancy occurs, either by resignation or failing to attend two consecutive Board meetings or a total of four meetings within 12 consecutive months, the Board will nominate a Club member to complete the term of the vacancy.
 - The nomination must be approved by a simple majority vote of the Board.
 - Board members who have been removed due to lack of attendance may be re-nominated by the Board.
- After each election of the new Board, new Board members shall elect their own officers if necessary, prior to the following month's election organizational meeting. Upon the election of the officers the Board shall give notice to the Finance committee requesting the preparation of signatory cards to take effect no later than the following month.
- No Board member may be an officer who does not have at least one year remaining in their term at the time of their election as officer.
- The Club Policy (attached hereto as "Exhibit A") can be adopted or changed by a simple majority vote of Board members.
- Associate Board members are Club members appointed by the Board of Directors from the membership to serve on committees.
- The Board shall generally have those powers as set forth in Florida Statute 617.0302 unless otherwise limited herein. In the event of any conflict between that section, or such other provisions provided by Florida Chapter 617 for governing not-for-profit corporations, then these bylaws shall prevail to the extent allowed by law.

ELECTIONS

- A meeting of the general membership will be held on the third Tuesday of each

November and the third Tuesday of each May (each at the regular Board meeting) for the purpose of electing new Class B Board members.

- The entire Board shall be up for election in November 2011.
- The 9 Class B Board seats are numbered 1-7.
 - Seats 1 & 2 are elected December 2018, May 2018, and every two years thereafter.
 - Seats 3 & 4 are elected November 2018, and every two years thereafter.
 - Seat 5 is elected May 2019, and every two years thereafter.
 - Seats 6 & 7 are elected November 2017, and every two years thereafter.
 - Seats 8 & 9 are elected February 2019, and every two years thereafter.
- Any current Club member may nominate any other current Club member with two year's continuous sobriety. Former and present members of the Board may be nominated, but no Board member may serve more than two consecutive, complete terms – except by a 2/3 majority of those members present at the meeting where the election is held.
- After nomination, the nominees will each take the floor for one to three minutes to answer questions and state their intentions as Board members. Each current Club member present will then submit to the secretary a list of his or her chosen nominees. The nominee(s) with the highest vote tally will become newly elected members of the Board.
- The new Board members will take office the **fourth** Tuesday of **December** or **March** or **June** at the regularly scheduled Board meeting following their election.
- A special election can be held if a petition is submitted to the secretary from 20% of the current Club members.

OFFICERS OF THE BOARD

CHAIRPERSON: Calls and presides over regular monthly Board meetings. Conducts business according to simplified *Roberts Rules of Order*. The chairperson may call special meetings with 48-hour's notice to the entire Board. A quorum of **a simple majority of current** Board members must be present to vote on any Club business. The treasurer is the alternate chairperson.

TREASURER: Responsible for all financial matters of the Club. The treasurer shall be one of **four** signatories on all financial accounts. The treasurer shall be responsible to assure that all accounts shall require two signatures on **any** check, withdrawal or transfer of funds **for any amount at or greater than \$750.00**. Presents report at monthly Board meetings and posts monthly financial statements. Serves as alternate chairperson.

SECRETARY: Maintains accurate minutes of all Board meetings. Posts minutes within **ten** days of Board meetings on the Club bulletin board. Presides at election meetings.

COMMITTEES

HOUSE: A chairperson with a minimum of one year's continuous sobriety if Class B, and/or other additional associate Board members, as appointed by the Board, who shall employ other members of the Club or nonmembers as needed. He or she is to identify and implement needed repairs, maintenance and the like of the physical plant of the Club and respond to concerns or issues in regard to the same from members or users of the Club. He or she shall report to the Club manager or chairperson of the Board of Directors. He or she shall not spend more than **\$750.00** of Club funds without Board approval. He or she, upon appointment, shall work with the manager and Board to formulate a list of needed one time and continuing needs and how best to implement the same.

FUNDRAISING: A chairperson with at least one year's continuous sobriety if Class B, appointed by the Board and other members as may agree to serve. It

shall be their responsibility to formulate and bring to the Board of Directors ideas for events, raffles, and all other types of fundraising on behalf of the Club. The Board shall consider and may approve such ideas. The chairperson shall seek assistance from Club members and users of the Club to provide the needed volunteers to effectuate their approved ideas.

It is the intention of the Board that the committee schedule and implement a regular schedule of fundraising events, keeping the Board and Club manager apprised at regular intervals, and apprising the Board of needed information, volunteers, Board action, etc.

CLUB MANAGER: The Club manager is hired by a majority vote of the Board after the job opening has been posted for a minimum of two weeks; this person should have at least one year of continuous sobriety. The Club manager will have an up-to-date job description maintained by the secretary of the Club and approved by the Board. *Please see the “Job Description” attached hereto as “Composite Exhibit B”.* The manager of the Club may be dismissed without notice if the Board determines that the job description is not being fulfilled. The Club manager cannot serve as a member of the Board of Directors during the time he/she is employed as Club manager.

OFFICE MANAGER: *Keeps a current role of club members. Please see the “Job Description” attached hereto as “Composite Exhibit B”.*

GOVERNANCE : A chairperson, with at least one year’s continuous sobriety if Class B, appointed by the Board, and the committee who identify any necessary bylaw changes, recruit new Board members and associate Board members:

- assessing the Board’s current composition and identifying missing qualities and characteristics,
- drafting a recruitment plan and continuously cultivating new prospects
- developing job descriptions for Board members,

- orienting new Board members and continuing to educate all members on their respective responsibilities, and the responsibilities of the Board as a whole,
- ensuring that the Board regularly engages in self-assessment, including clear communication to the membership

HUMAN RESOURCES : The chairman of the Board in addition to the duties set forth above will act accordingly as this committees chair.

- Shall review all job applications and interview prospective managers, and inform the Board of the most qualified applicants.
- Shall periodically review the salaries of each position at the chairs discretion.
- Assist and evaluate the performance of the club house and office manager.
- 1. Any and all employee and/or bar member complaints are to reported directly to the chair. *See Exhibit A*

FINANCE:

A chairperson, with at least two year’s continuous sobriety if Class B, appointed by the Board, and the committee who:

- Shall develop an annual operating budget with staff, working with the staff to design appropriate financial reports and ensure all reports are accurate and timely.
- Shall approve the budget within the finance committee.
- Shall monitor adherence to the budget.
- Shall set long-range financial goals along with funding strategies to achieve them.
- Shall develop multi-year operating budgets that integrate strategic plan objectives and initiatives.
- Shall present all financial goals and proposals to the Board of Directors for approval. Report to the Board any financial irregularities, concerns, opportunities.
- Shall review the terms and conditions of major grants and contracts, advising the Board as to any recommendations for

Board action.

- The treasurer shall be a permanent member of the Finance Committee. Each committee shall keep accurate records of their own activity and these records shall be passed down to each successive chairperson of the committee.