

The Sahara Club
Proposals for
By-Laws
For a
Social Club

Revised September 4, 2011

Article I – Name

Section 1. Club Name – This club under the provisions of its charter shall be known as the **Sahara Club, Inc.**, hereinafter The Sahara Club.

Article II – Purpose

Section 1 Purpose - (a) One of the purposes of the Sahara Club is to provide a permanent facility which is available as a meeting site for AA, NA and other recovering groups.

(b) Another purpose of the club is to provide an environment free from alcohol, illegal drugs, weapons and violence in which club members can enjoy social interaction with like minded individuals.

(c) Another purpose of the club is to provide a facility which is available and appropriate for educational, charitable, and social welfare activities deemed appropriate by the Board of Directors (subject to a group conscience where time permits)

Section 2 Clubhouse Location – The clubhouse shall be located at -----, in the town of -----, in the state of Pennsylvania. Any change in the club location must be approved by the members at a regular or special membership meeting called by the Board of Directors.

Article III – Government

Section 1 Board of Directors – The Board of Directors shall be the governing body of the club. The Board shall consist of the President, Vice President, Treasurer, Recording Secretary, Membership Secretary, Finance Secretary, and six(6) Directors who all are duly elected by the membership and who are members in good standing.

Section 2 Past President – The immediate Past President shall serve as an Ex Officio member of the Board of Directors and shall have voting privileges at all board meetings for a period of two(2) years. After that he/she may be retained as an advisor. (See Article IX Section1.P9.)

Article IV – Members

Section 1 Eligibility – Any member of AA, NA or any other 12 step program, who has not violated any of the standing rules of **The Sahara Club** and who is a member in good standing in their Twelve Step program for at least thirty (30) days at the time of their application is eligible to become a member.

Section 2 Applications – Applications to become members shall be received by the Recording Secretary from any person who is recommended for such status by one current member in good standing, together with the cost of current membership fees.

Section 3 Dues and Fees – (a) A member will be required to pay all enrollment and current membership fees to remain a member in good standing. The Board of Directors shall determine the payment schedule for the club.

(b) Membership Fees – Membership fees shall be \$10.00 dollars per month. Membership fees may be adjusted from time to time by a vote of the general membership meeting as regularly scheduled, or, as called by the Board of Directors.

Section 4 Application Approval – The Board of Directors shall have full authority to accept or reject, for cause, any application to become a member. The Board shall accept or reject each application at the next meeting following application of the Board of Directors. If a membership application is denied, a person may re-apply in the above manner starting one (1) month after such denial. The Board of Directors shall give special attention to recurrent applications of any individual during the evaluation process.

Section 5 Probationary period of New Member – After the Board approves an application there is a mandatory ninety (90) day probationary period. If successfully completed a member is then considered in good standing.

Section 6 Good Standing – A member is considered in good standing if he or she is:

A. current on his or her dues;

B. has not violated any of the standing rules of **The Sahara Club**;

C. has ninety (90) days of continuous membership in **The Sahara Club**;

D. has maintained continuous membership in a Twelve Step program during these ninety (90) days.

Section 7 Eligibility to Vote – A member in good standing for at least ninety (90) days shall be entitled to vote in any meeting of the membership and in any election.

Section 8 Member Solicitation – No member shall improperly solicit any person to become a member, nor shall the club offer or give directly or indirectly any prize, premium or anything of value to any member for securing membership status in the club.

Section 9 Solicitation for personal gain – No one shall solicit anyone for personal gain.

Section 10 Alcohol/Mind Altering substances/Weapons – No one shall bring any alcohol, mind altering substance or weapons of any sort upon the premises or property of the club. Anyone who does shall be subject to expulsion from the premises and loss of member status in the club.

Section 11 House rules application – Any person entering the premises must abide by the House Rules posted within the club.

Section 12 Suspension and Expulsion –

1. The Board of Directors shall suspend or expel any Officer, Director or member whose conduct is:

- a. Destructive to the property or premises of the club;
 - b. Hostile to the objectives of the Club;
 - c. Injurious to the character of the club;
 - d. Violates the Clubs by-laws or its established procedures; and/or
 - e. Displays behavior unbecoming an Officer, Director, or member
2. An Officer, Director, or member may be suspended by a 2/3 vote of the Board of Directors.
 3. Any suspension shall be for not less than thirty (30) days.
 4. The suspended Officer, Director, or member shall be notified in writing of his/her suspension and the reasons for such suspension.

Section 13 Appeal Process –

1. An Officer, Director, or member thus suspended or expelled by a 2/3 vote of the Board of Directors shall have the right to appeal to a meeting of the Board of Directors if the appeal is;
 - a. In writing and;
 - b. Filed with the Recording Secretary no later than thirty (30) days after the date of suspension or expulsion.
2. The Board must meet to act on the appeal within fifteen (15) days of receipt of the appeal.
3. While such petition is pending, the decision of the Board of Directors shall remain in force.

Section 14 Re-Application for active member status after suspension/Expulsion

– Any Officer, Director, or member indefinitely suspended may re-apply for active member status by submitting an appeal to the Board of Directors after ninety (90) days from the date of the suspension.

Article V – Membership Fees

Section 1 Dues and Fees - Dues and any fees shall be decided by the Board of Directors.

Section 2 Increase in Dues – If, in the judgment of the Board of Directors, an increase in the amount of dues required to be in good standing are indicated, the following procedure must be followed:

- a. The Board of Directors shall direct the finance committee to make an in depth survey of the clubs financial status and operations.
- b. Within thirty (30) days the finance committee shall submit a written report, with supporting data, indicating whether or not an increase is warranted.
- c. This finance committee report is NOT binding on the Board of Directors.
- d. Written notice of any increase must be sent to all members at least sixty (60) days prior to the effect of such increase. The notice must include whether or not the increase is supported by the recommendation of the finance committee.

Section 2 Payment of Dues – Dues obligations will be paid on a quarterly basis and must be paid in advance. Any member who has not paid their dues obligations within fifteen (15) days of the due date shall be considered inactive and shall not have club privileges until such payments are made. Once inactive a member must re-apply, per Article II, Section 2 of the by-laws, to regain active membership status.

Article VI Meetings

Section 1 Annual Meeting – The Annual General Membership Meeting shall be on the last Saturday in September at the Clubhouse at 11:00 A.M. or at another time or place to be selected by the Board of Directors.

Section 2 General Membership/Board of Directors Meeting – A General Membership Meeting shall be held on the last Saturday of every month at the clubhouse at 1:00 P.M. and shall be preceded by a monthly meeting of the Board of Directors at 12:00P.M. Or such time as the Board may deem it needs.

Section 3 Notice of Annual and General Membership Meetings – Notice of the time and location of these meetings shall be posted on the club bulletin board not less than ten (10) days before the proposed meeting dates.

Section 4 Special Meetings – Special General Emergency Membership meetings may be called by the Board of Directors. Notice of these meetings shall be posted on the bulletin board ten (10) days prior to each such meeting.

Section 5 Special Meetings called by the Members – Special meetings may be called by the members by submitting a written request to the club Recording Secretary no later than thirty (30) days prior to the proposed meeting. This request must include the reason for such meeting and be signed by twenty-five (25%) per cent of the members in good standing. Upon certification of the signatures by the Membership Secretary, notice of such meeting shall be posted on the club bulletin board stating the date, time, and reason for such meeting not less than fifteen (15) days prior to the proposed meeting.

Section 6 Membership Meeting Procedure – Any membership meeting shall be conducted according to Roberts Rules of Order and use the following general agenda:

- a. Roll Call
- b. Approval of the prior meeting minutes
- c. Treasurers Report
- d. Committee Reports
- e. Old business
- f. New business
- g. Adjournment

Article VII Election Committee

Section 1 Election Nominating Committee - At the March meeting of the Board of Directors, the President shall appoint a Chairman and two (2) other members in good standing, who are not members of the current Board, to the Election Nominating Committee.

Section 2 Members willing to run for the Board – The Elections Committee shall seek the names of persons willing to run for the Board of Directors. The President will post the names of those willing to run on the club bulletin board. This solicitation shall begin immediately after the March meeting and will continue for thirty (30) days. Such solicitation shall include posting on the club bulletin board for the same period.

Section 3 Board Members Remaining – If an insufficient number of persons are willing to run for the Board the current sitting Board will remain until the President can nominate qualified persons to replace the Board. These Presidents selections must be approved by 2/3 majority vote of the existing Board.

Section 4 Eligibility for Board – Election Committee Determines – The Election Committee shall determine the eligibility of each election nominee to the Board of Directors pursuant to Article VII, Section 5. No paid club employee may be nominated for, or elected to, the Board of Directors.

Section 5 Eligibility Requirements for Board – Any member is eligible for nomination to the Board as a Director if they:

- a. are eighteen (18) years old;
- b. is a member in good standing;
- c. have one (1) year of continuous sobriety; and
- d. have paid one (1) year of continuous membership dues in the club
- e. a member can only be nominated for the following positions:
 1. President (1)
 2. Vice-President (1)
 3. Treasurer (1)

4. Recording Secretary (1)
5. Membership Secretary (1)
6. Director (6)

Article VIII Elections

Section 1 Election Date – The Election of Officers and Directors will be held in years ending in odd numbers on the last Saturday in May from 9:00 A.M. to 5:00 P.M. at the clubhouse. The election shall be administered by the election committee. Each member in good standing, as defined in Article IV, Section 7, shall be entitled to one (1) vote. Voting by proxy is not permitted. However, voting by absentee ballot is permitted if, in the opinion of the Election Committee, the reason is a good one. The decision of the Election Committee in such matters is final. Voting is by written secret ballot and is administered by the Election Committee.

Section 2 Counting of Ballots – At the close of the election, the Chairperson of the Election Committee will oversee the counting of the ballots by Election Committee Members. The count will take place in private. The ballots and tally sheets and all pertinent election materials shall be turned over to the Recording Secretary immediately upon the completion of the tallying. The Recording Secretary will present the ballots and tally sheets to the Board of Directors at the next Board meeting. Unused ballots shall be destroyed by the Chairman of the Election Committee, in the presence of the other two members immediately after the close of the polls.

Section 3 Election Results Posting – The Board of Directors shall post the election results on the club bulletin board within forty-eight (48) hours of the receipt of such results from the Election Committee. The new Board shall be sworn in by the exiting President at the next regularly scheduled monthly Membership meeting and shall assume office immediately thereafter.

Section 8 Runoff Election – If there is a tie for any office or Directors position a runoff election shall be held on the following Saturday at the clubhouse and between the hours of 9:00 A.M. and 4:00 P.M.

Article IX Duties of Officers and Directors

Section 1 President

Duties The President shall:

1. preside over all business meetings of the club;
2. enforce all house rules and regulations;
3. appoint all members of standing committees not covered in these by-laws;
4. appoint all members of any special committees;
5. be an ex-officio member of all committees;
6. perform other duties which may be assigned by the Board of Directors; and
7. Perform other duties incidental to this office.
8. Immediately upon taking office, the newly elected President, shall appoint a Review Committee. The Review Committee shall undertake a complete review of the books and records of the past two (2) years and report the results of this review to the new Board of Directors
9. At the conclusion of his/her term the outgoing President shall serve as an ex-officio member of the Board of Directors with full voting privileges for two (2) years. The President may be retained in such a capacity for a longer term if a majority of the Board of Directors deems it in the best interest of the club.

Section 2 Vice-President

Duties The Vice=President shall:

1. perform the duties of the President in his/her absence;
2. Is the House Committee chair.

Section 3 Treasurer

Duties The Treasurer shall:

1. receive all funds and contributions;
2. deposit funds in an authorized bank;
3. pay all obligations;
4. keep financial records of all transactions;
5. present a financial report at all regularly scheduled meetings;
6. have all club checks signed by the Treasure and one other club officer; and
7. Present all books and financial records for examination when asked by the President and/or the Board that may be necessary for a proper review of the club accounts.
8. The Treasure shall also chair the Budget Committee
 - a. The Budget Committee shall be composed of the Treasurer and two (2) other members in good standing.
 - b. The Budget Committee shall prepare a budget outlining projected receipts and expenditures for the next calendar year.
 - c. The Budget Committee shall present a budget to the Board and the Shareholders for approval by the end of each calendar year.

Section 4 Recording Secretary

Duties The Recording Secretary shall:

1. Take meeting minutes of Board and General Membership meetings;
2. notify Board members of regular and special meetings of the Board; and
3. Perform such other duties as may be assigned to him/her by these by-laws or by the Board of Directors.

Section 5 Membership Secretary

Duties The Membership Secretary shall:

1. issue notices of all General Membership meetings to all members;
2. issue and mail written notices to all members:
 - a. whose dues are in arrears;
 - b. who are being dropped from membership; and
3. Keep membership records.

Section 6 Board Members.

Duties Board Members shall:

1. attend all meetings; and
2. Perform duties assigned to him/her by the President.

Section 7 Replacement of Officers and Directors. If, for any reason, an Officer or Director is unable to complete his/her term of office, the President will immediately appoint an interim replacement to serve out the term of office. This appointment shall be subject to the approval of a majority of the rest of the Board of Directors. If the vacancy is in the Presidency the Vice-President shall fill out the balance of this office.

Section 8. Quorum. The Board must have a quorum present to conduct the business of the club. A quorum shall consist of 2/3 of the Board of Directors.

Section 9. Removal of Officers and Directors from financial or Litigation obligations. The officers and Directors shall be held harmless from litigation and

financial obligation to the club or any other individual, entities or organizations by virtue of its incorporation.

Article X Removal from Office

Section 1. Officers. Any officer may be removed from office by the Board of Directors for:

1. Just cause.

Section 2. Directors. Any Director may be removed from office by the Board of Directors for:

1. just cause
2. absence from 4 consecutive , regularly scheduled, meetings without legitimate reason

Section 3. Removal vote requirement. Any removal vote must be by 2/3 's of the members of the Board present.

Section 4. Removal of Officers or Directors Report. The Recording Secretary will immediately issue a report of the results of a removal vote by the Board of Directors. This report shall be signed by all Board members present at this meeting.

Section 5. Recall by Members. The members may elect to recall an Officer or Board member by requesting a special meeting according to the conditions set forth in Article VI, Section 5. A successful recall vote must be by 2/3's of the share holders present.

Article XI Board of Trustees

Section 1. Composition of the Board of Trustees.

The Board of Directors shall appoint an advisory committee called the Board of Trustees, composed of six (6) members of the community.

Section 2. Trustee Qualifications. Trustee's minimum qualifications are:

1. Respected member of the community.
2. Free of any criminal investigation or activity

Section 3 Term. The members of the Board of Trustees shall serve a term of two (2) years. They may succeed themselves if the Board of Directors votes as provided in the following paragraph of this Article.

Section 4. Nomination of Trustees. The President shall place in nomination before the entire Board of Directors, the names of the Board of Trustees and post such names on the club bulletin board at least thirty (30) days prior to their confirmation by the Board of Directors.

Section 5. Election of Trustees. At the end of thirty (30) days, the Board of Directors shall vote to confirm such appointments by a vote of 2/3 of the Officers and Directors present.

Section 6. Duties. The Board of Trustees duties are:

1. To govern the club if no quorum of the Board of Directors can be assembled until such time as a special election can be held. If the Board of Directors cannot assemble a quorum the Board of Trustees shall have the authority to call a special election meeting of the membership within thirty (30) days.
2. The Board of Trustees shall act in an advisory capacity on financial matters exceeding \$1500.00, establishment of credit, and purchases of real estate.
3. **Meetings.**
 - a. when requested by the Board of Directors; and

- b. When any two (2) members of the Board of Trustees want to.

Section 4. Remuneration. Trustees shall without remuneration.

Section 5. Dual Eligibility. No member of the Board of Trustees shall be a member of the Board of Directors.

Article XII House Committee

Section 1. Composition. The House Committee shall consist of the Chair and two other members in good standing.

Section 2. Duties. The House committee's duties are to:

1. have charge of the clubhouse and the property of the club; and
2. Make all the rules necessary for the governing of the club and its property, subject to the approval of the Board of Directors.

Article XIII Group Coordinator

Section 1. Group Coordinator. In order to support the autonomy of all groups meeting in The Sahara a special person designated as the Group Coordinator shall be appointed by the President and approved by the Board of Directors.

Section 2. Group Coordinator Duties. The Group Coordinator shall:

1. be responsible for all communications between groups meeting in and using club facilities and the duly elected Officers and Board members of the club;
2. meet with all group officers and representatives as needed;
3. meet with officers and representatives of individual groups at the coordinators discretion;
4. report the results of those meetings to the Board;
5. make other reports to the President when appropriate; and
6. Report to the club members at the Annual meeting.

Section 3. Group Coordinator Committee. The Group Coordinator will be guided by the laws and resolutions of the club. He she may appoint a committee to assist in discharging the duties assigned.

Section 4. Qualifications.

A. The Group Coordinator appointed should:

1. have at least two (2) years of continuous sobriety;
2. be a member in good standing of The Sahara club;
3. be a member of at least one (1) of the 12 step groups meeting at the club; and
4. Committee members chosen to work with the Group Coordinator should have similar qualifications.

Article XIV Dissolution

Section 1. Dissolution – Disbursement of Funds. If the Sahara Club is dissolved, any funds remaining after the discharge of liabilities will be made available to bona fide non-profit charitable organizations. Assets that cannot be dispersed will be converted to cash and similarly dispersed.

Article XV Revisions to the BY-Laws

Section 1. Amendments to the By-Laws. All proposed amendments and revisions to the By-Laws shall be made in writing and read at a regular monthly Shareholders meeting of the club, or at a special shareholders meeting called for such purpose.

Section 2. Notice of By-Laws revision meeting. Written notice of a meeting, at which a change to the By-Laws is to be discussed, shall be presented to the Recording Secretary at least fifteen calendar (15) days prior to the scheduled date for such a meeting. Such notice shall be placed on the club bulletin board at least ten (10) days prior to such meeting.

Section 3. Required vote to change or amend By-Laws. A 2/3 vote of all members present at the By-Laws revision meeting shall be necessary to approve revisions or amendments to the By-Laws.

Section 4. Proposed amendments or revisions. Amendments and revisions may be proposed by a committee or person(s) from the general membership. Amendments or revisions from the general membership population must be made in accordance with the special meeting provisions of Article VI, Section 5.

The Date of the approval of these Bylaws is _____

These BY-Laws replace and supersede any and all previous and existing By-Laws of The Sahara Club.

By _____

President

(For the Board of Directors and all Shareholders)

Drafted and proposed by: Chip Gamble

This date May 26, 2011