

# **BY-LAWS OF THE DRY DOCK OF ANCHORAGE**

## **ARTICLE I**

### **NAME**

The name of the corporation shall be The Dry Dock of Anchorage.

## **ARTICLE II**

### **PURPOSE & GENERAL OBJECTIVE**

The organization is organized exclusively for charitable purposes under the Section 501c3 of the Internal Revenue Code, or corresponding section of any future federal tax code. The general objectives of the corporation, to which its members are joined together and mutually pledge, shall be the furtherance and promotion of the following:

Section I: To operate a social club where recovering alcoholics and addicts, their families and friends can spend leisure hours in an alcohol and drug free environment.

Section II: To provide space where groups of Alcoholics Anonymous, Narcotics Anonymous, AI-Anon, Pills Anonymous, or any other recovery group can hold meetings as approved by the Board of Directors.

## **ARTICLE III**

### **MEMBERSHIP – DUES – FEES**

Section I: General voting membership in the corporation is open to anyone. Persons under the age of 19 years must have consent of their parents/guardians at The Dry Dock of Anchorage. This is to be in writing.

Section II: In the event an applicant for membership of the Dry Dock club is an alcoholic/addict, a period of 30 days' continuous abstinence from alcohol/drugs shall be required by the Board as a condition of membership in the club.

Section III: The Board by its house rules delegate authority for temporary expulsion from club facilities to individuals.

**ARTICLE IV**  
**BOARD OF DIRECTORS**

Section I: **NUMBER OF DIRECTORS**

The Board of Directors shall consist of seven (7) members in good standing with three (3) months of continuous membership and continue to pay dues; who will serve for two (2) years, four (4) of whom will be elected by the majority of the membership each year. All club's members shall be eligible to become a board member.

Section II: **ELECTION OF OFFICERS**

The Board of Directors will elect officers each year from with its own membership at the annual Board meeting.

Section III: **OFFICERS**

The officers of the Board of Directors shall consist of the President, Vice President, Secretary and Treasurer.

Section IV: **RESPONSIBILITY**

The Corporation officers shall be responsible for the proper functioning of the corporation under the By-Laws shall perform all duties necessary for the proper functioning of the corporation.

Section V: **INTERIM REPLACEMENT**

The Board may elect members at any time to replace any vacancy on the board for any reason including failure of the Annual Meeting to elect members for available seats, providing that the prospective Board Member is present at the meeting at which he/she is to be elected. Any Board Member so elected will serve until the expiration of the term he/she is filling.

**ARTICLE V**

**COMMITTEES**

Section I: **NOMINATING COMMITTEE**

A nominating committee will be appointed by the President each October. This committee will recommend a slate of Board Member Candidates whose names shall be advertised and available in the club to the General Membership each year. Additional Board Members may be nominated from the floor.

Section II: **OTHER COMMITTEES**

The Board of Directors shall appoint other committees from time to time as may be desirable and necessary.

**ARTICLE VI**

**ANNUAL AND SPECIAL MEETINGS**

Section I: All meetings shall be governed by Robert's Rules of Order.

Section II: **TIME OF ANNUAL MEETING**

The Annual Meeting of the corporation shall be held each year on the first Sunday of December at 2:00 pm at such place as the Board of Directors may determine after due consideration of the convenience of the members.

Section III: **SPECIAL MEETINGS**

Special meetings of the members may be called by the Board of Directors.

Section IV: **QUORUM**

Fifty-one (51) percent of the members of the Board of Directors shall constitute a quorum at all meetings of the Board of Directors. At all other meetings, committee meetings, and the Annual Meeting, members present shall constitute a quorum.

**ARTICLE VII**

**FISCAL YEAR**

The fiscal year for the corporation shall be Jan 1 – Dec 31.

## ARTICLE VIII

### OPERATIONS AND INDEBTNESS

Section I: **AUTHORITY TO INCUR OBLIGATIONS OR INDEBTEDNESS**

Only the elected officers or person authorized by the Board of Directors to act on behalf of the corporation shall incur any obligations or indebtedness in the name of the corporation by reason of any such corporate obligation or liability.

Section II: **UNAUTHORIZED OBLIGATIONS**

No elected officer or any person authorized to act in behalf of the corporation shall incur any obligation or indebtedness in the name of the corporation which is not for the general benefit of the majority of the members of the corporation, nor shall the Board of Directors approve the incurring of any such obligation or indebtedness.

Section III: **PERSONAL LIABILITY FOR UNAUTHORIZED OBLIGATIONS**

The incurring of any obligations or indebtedness in the name of the corporation by any elected officer or member in contravention of these By-Laws shall be an *ultra vires* act. The person or persons responsible for such act or acts shall be personally liable, individually and collectively, to the corporation in an amount equal to the obligations or indebtedness which the corporation may be required to pay.

Section IV: **BUDGET**

No expenditures shall be made on behalf of the corporation which are not budgeted or otherwise approved by the Board of Directors.

Section V: **CONFLICT OF INTEREST**

Any member of the Board who has a financial, personal, or official interest in, or conflict (or appearance of a conflict) with any matter pending before the Board, of such nature that it prevents or may prevent that member from acting on the matter in an impartial manner, will offer to the Board to voluntarily excuse him/herself and will vacate his seat and refrain from discussion and voting on said item.

Section VI: **DISSOLUTION**

Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501c3 of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to as state or local government, for a public purpose.

**ARTICLE IX**

**AMENDMENTS OF BY-LAWS**

Section I: **AMENDMENTS OF BY-LAWS**

These By-Laws may be amended by a majority vote of the full Board of Directors.

Section II: **NOTICE OF PROPOSED AMENDMENTS**

Notification of intent to amend these By-Laws shall be posted in the Dry Dock at least thirty (30) days prior to the meeting at which the amendments are to be considered.

By-Laws amended (kjm) 8-2-2016