

BY-LAWS OF
DAKOTA ALANO SOCIETY, INC.

As amended September 1989
Revised September 1992
Proof-read, retyped August 1995
Amended October 1996
Amended September 2000
Amended September 2004
Amended September 2009

ARTICLE I: MEMBERSHIP

Section 1. Membership shall be open to persons who support **Alcoholics Anonymous (AA), Al-Anon, Alateen or Adult Children of Alcoholics (ACOA) and attend meetings at the Dakota Alano facility.**

Section 2. Members of the Dakota Alano Society, Inc. shall have the right of vote on any issue presented at the general membership meeting as stated in Article II.

ARTICLE II: MEMBERSHIP MEETINGS

Section 1. There shall be an annual membership meeting held on the Third Sunday of the month of September during each year that the Dakota Alano Society, Inc. does exist. Notice of such meeting shall be posted on the bulletin board of the Dakota Alano Society, Inc. at least two (2) weeks prior to the date of the meeting. Such notice shall include the time of the meeting, the place where the meeting shall be held, and the agenda of the meeting.

Section 2. The Board of Directors of this corporation may call a special meeting of the membership at its discretion. Notice of such meeting shall be posted on the bulletin board of the Dakota Alano Society, Inc. at least two (2) weeks prior to the date of the meeting. Such notice shall include the time of the meeting, the place where the meeting shall be held, and the agenda of the meeting.

Section 3. Any 25 members of the Dakota Alano Society, Inc. may petition the Board of Directors to call a special general meeting. Upon receiving the petition by any Director, a quorum of the Board of Directors shall respond to said petition within two (2) weeks by establishing a date for a special membership meeting to be held within 30 days of the receipt of the petition. Notice of this meeting shall be posted on the bulletin board of the Dakota Alano Society, Inc. at least two (2) weeks prior to the date of the meeting. Such notice shall include the time of the meeting, the place where the meeting shall be held, and the agenda of the meeting.

Section 4. The rules governing elections shall be established at the annual general membership meeting for the following year.

ARTICLE III: BOARD OF DIRECTORS

Section 1. The Board of Directors shall consist of **nine (9)** elected members. Rotation of the terms of Directors shall be that one-third (1/3) of the terms **(3)** shall expire each year.

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Section 2. In order that the membership may consider a member for election to the Board of Directors, this person must have achieved at least one year of **continuous** sobriety and participation in an Alcohol Anonymous twelve-step recovery program and/or one year of participation in Al-Anon, Alateen or Adult Children of Alcoholics programs.

Section 3. New members shall be elected to the Board of Directors at the Annual meeting of the general membership only. Should a vacancy on the Board occur between annual meetings, the Board shall appoint a qualified member of the Dakota Alano Society, Inc.; this person shall serve as a member of the Board until the next annual meeting at which time his/her position will be considered vacated. If a vacancy exists at the next annual meeting, the general membership shall first elect a member to serve out each vacated term. The general membership shall then proceed to elect members to any full-term open positions.

Section 4. Terms in office for members elected to the Board of Directors shall be three (3) years or term remaining where vacancies exist. Directors may not serve more than two (2) consecutive full terms.

Section 5a. The Directors may at their discretion remove and replace any Board member who has failed to attend two (2) consecutive monthly Board meetings.

Section 5b. The Board of Directors may at their discretion remove and replace any Board member whom does not fulfill his/her duties as defined in the Operations Journal. (amendment added September, 2004)

Section 6. There may be positions known as Advisors to the Board of Directors which shall be filled for one (1) year terms by election from a slate of former Directors at the first regular Board meeting following the annual general membership meeting. Advisors to the Board of Directors have no attendance requirements and are not voting members of the Board of Directors. Up to six (6) Advisors may serve at any one time. The number of terms for any one (1) Advisor is not limited.

ARTICLE IV: MEETINGS OF BOARD OF DIRECTORS

Section 1. The Board of Directors shall meet within one (1) week after each Annual meeting to elect the following officers: President, Vice President, Treasurer and Secretary, of the Dakota Alano Society, Inc.; appoint or re-appoint committees and persons in charge of various activities, and otherwise complete their organization.

Section 2. Thereafter, it shall be the responsibility of the Directors to meet at least once per calendar month. Notice of time and place of each Board of Directors meeting shall be posted at least seven (7) days prior to the holding of a meeting, with the exception of an emergency meeting, called at the President's discretion which needs no notice.

Section 3a. The presence of 2/3 (**6**) of the elected or appointed Board of Directors members shall constitute a quorum.

Section 3b. The president of the Board of Directors, in emergency situations only, may call a special meeting and take a vote with 1/3 (**3**) of the Board members.

Section 4. The Board of Directors may at no time exclude members of the Dakota Alano

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Society, Inc. from its meetings.

Section 5. In all other matters the Board of Directors itself shall determine its procedures.

ARTICLE V: DUTIES AND POWERS OF BOARD OF DIRECTORS

Section 1. It shall be the duty of the Board of Directors to provide and maintain a facility for the purpose of the Dakota Alano Society, Inc. In order that this may be done, the Directors shall have the power to buy, rent or lease an appropriate facility; and the Directors shall have the discretion to use any corporate funds for the maintenance of such facility.

Section 2. It shall be the duty of the Board of Directors to coordinate all activities to take place on the property of Dakota Alano Society, Inc. In order that this may be done, the Directors shall have the power to schedule the activities to take place in the facility operated by this Society.

Section 3. It shall be the duty of the Board of Directors to supervise and account for all financial transactions of the Dakota Society, Inc. In order that this may be done, the Directors shall have the power to receive any contributions and to disperse all funds to and of this Corporation.

Section 4. The Directors shall have the duty and power to appoint an election committee prior to each annual meeting. This committee shall be governed by the election rules established at the preceding annual general membership meeting. This committee is also responsible for establishing and publishing the agenda for any general membership meeting.

Section 5. In keeping with the mission of the Dakota Alano Board of Directors to provide a meeting house for AA and Al-Anon family groups, we endorse the rental of a room for hospitality at the annual Gopher State Round Up. The Dakota Alano Society shall be responsible for room rent and coffee. Members or groups shall be responsible for food and hosting the room.

ARTICLE VI: AMENDMENTS TO THESE BY-LAWS

Section 1. These By-Laws shall not be amended except by 60% of the members of the Dakota Alano Society, Inc. who are present at a meeting of the general membership.

Section 2. Any intended change to these By-Laws shall be at least generally stated in a general membership meeting agenda.