

CASTRO COUNTRY CLUB BYLAWS

Article 1 - Name

- A. The name of this organization shall be the Castro Country Club, Inc.

Article 2 – Objective

- A. The primary objectives and purposes of this organization shall be:
 - a. To provide a clean & sober gathering place in the Castro neighborhood of San Francisco for all people.
 - b. To provide a safe haven for lesbian, gay, bisexual and transgender people in recovery from drugs and alcohol.
 - c. To provide a space where all can seek wisdom, serenity, courage and joy.

Article 3 - Directors

- A. The organization shall have an odd number of directors numbering from five to eleven directors and collectively they shall be known as the Advisory Board of the Castro Country Club, herein referred to as the advisory board. The number directors may be changed by amendment of this bylaw.
- B. It shall be the duty of the directors to:
 - a. Develop annual strategic goals for the Castro Country Club.
 - b. Develop an annual budget for the Castro Country Club.
 - c. Establish and realize fundraising, communication and community outreach goals to support the objectives of the Castro Country Club.
 - d. Provide support and guidance to Castro Country Club staff.
- C. Regular meetings of advisory board shall be held each month. The annual meeting of directors shall be held in May. Except for portions designated for Executive Session, board meetings are open to the public.
- D. The term of office for members of the advisory board shall be two-year staggered terms with replacements to be elected by the advisory board at the annual meeting or when vacancies occur. Terms of office for initial board members shall be determined at the adoption of these bylaws.
- E. One member of the advisory board shall be elected at the annual meeting or when vacancies occur. The term of office for the elected board member shall be two years. If the election does not occur at the annual meeting, any partial year of office will be rounded to the nearest whole year.
- F. A quorum shall consist of a substantial majority (herein defined by a 2/3 vote) of the advisory board. No business shall be considered by the board at any meeting at which a quorum is not present.
- G. Advisory board decisions shall be made by a substantial majority of the directors present at a meeting at which a quorum is present.
- H. Vacancies on the advisory board shall exist on the departure of any director, and whenever the number of authorized directors is increased. Vacancies on the board may be filled by substantial majority vote of the board at a meeting at which there is a quorum. A person elected to fill a vacancy as provided by this Section shall hold

office until the next annual election of the board of directors or until his or her death, resignation, or removal from office.

- I. The board may remove a board member from their duties for dereliction of responsibility, including more than 2 consecutive unexcused absences from advisory board meetings, or other just cause upon a majority vote of the full advisory board.

Article 4 - Officers

- A. During the annual meeting of the advisory board, and thereafter when vacancies exist, the advisory board shall elect from its membership; a chairperson, a vice-chairperson, a secretary and a treasurer. The term of office for officers shall be two years.
 - a. The chairperson shall serve as moderator of the advisory board and shall set the agenda for board meetings.
 - b. In the absence of the chairperson, the vice-chairperson shall serve as moderator of the advisory board and shall set the agenda for board meetings. If the office of chairperson becomes vacant, the vice-chairperson shall assume that office until the board elects a new chairperson.
 - c. The secretary shall be responsible for ensuring the maintenance of official correspondence and organization records, and for ensuring that accurate records are kept of all meetings of the advisory board.
 - d. The treasurer shall be responsible for ensuring the preparation and maintenance of all financial records. This shall include monthly financial report to the advisory board. The monthly financial reports shall reflect receipts, disbursements, and outstanding financial obligations.

Article 5 - Manager

- A. The Manager is the person who has been designated to be responsible for the ongoing operation of the CCC.
- B. The Manager will attend meetings of the advisory board in an advisory capacity but will not be a voting member of the board.
- C. In the event of a vacancy in the position of Manager, the advisory board will be responsible for naming a replacement.
- D. The specific responsibilities of the manager are incorporated into the Castro Country Club Policy Manual.

Article 6 - Adoption and Amendments

- A. These bylaws shall become effective immediately upon adoption by the advisory board.
- B. These bylaws may be amended or repealed, by majority vote, at any duly convened meeting of the advisory board.