

## Articles of Incorporation

### Laurel Don't Rest on Your Laurels Club Bylaws

The Club was incorporated on **January 26, 2026**

Articles of Incorporation of the undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of Maryland, do hereby certify:

#### Bylaws.

**Article 1: Name of Corporation** – The Corporation shall be called "Laurel Don't Rest on Your Laurels Club, Inc."

**Article 2: Principal Office** – The principal office of the Corporation is located at 772 Whitneys Landing DR, Crownsville, MD 21032-1109 or at such other location as shall be approved by the Board of Directors (herein referred to as BOD).

#### **Article 3: Purpose and Powers**

A. The affairs and activities of the Corporation shall be carried out at all times for the purposes and in accordance with the terms set forth in its Articles of Incorporation and these Bylaws, and in conformity with all applicable provisions of the Internal Revenue Code of 1986, as amended, (the "Code") affecting nonprofit organizations qualified for tax-exempt status as described in section 501(c)(3) of the Code, The Corporation is organized and will be operated exclusively for charitable and educational purposes. The Corporation's mission is to strengthen, educate and engage nonprofit organizations so they can successfully achieve their missions. The Corporation shall be and is a nonprofit, nonstock corporation under the laws of the State of Maryland.

B. The purpose of this club is to provide people who desire sobriety, facilities for Alcoholics Anonymous and other 12 Step Fellowship meetings, and social activities. The Club shall be self-supporting declining contributions from outside sources. Expenses shall be met through annual dues of members, rent from AA and 12 Step Fellowship groups that meet at the Club, sponsoring special activities, and contributions from AA and 12 Step Fellowship individuals. The basic guidelines for Club operations shall be the AA Guidelines for Clubs, but the Club is entirely separate and autonomous from AA and other 12 Step Fellowships and the club does not represent or speak for AA, 12 Step Fellowships, or the groups which meet in the Club. These are entirely independent from the Club.

**Article 4: The names and addresses of the persons who are initial trustees of the corporation are as follows:**

Brian Daly	Chairperson	2309 Fort William DR, Olney, MD 20832-1665
Jeff Kottmyer	Vice-Chairperson	8654 Tower DR, Scaggsville, MD 20723-1244
Amanda Berard	Secretary	6304 Brooklyn Bridge RD, Laurel, MD 20707-2754
Jay Fenton	Treasurer	772 Whitneys Landing DR, Crownsville, MD 21032-1109

**Article 5: Earnings** – No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 3 hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that aren't in furtherance of the purposes of this corporation.

**Article 6: Dissolution** – Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

**Article 7: Membership**

A. Any AA or 12 Step Fellowship person with one-month continuous sobriety and any Al-Anon with one-month continuous participation in the Al-Anon program is eligible for membership in the Club.

B. Breaking of sobriety automatically terminates membership.

C. Dues shall be payable in advance in an amount set by the BOD.

D. The BOD shall have the right to deny or terminate the membership of any organization or individual, or to deny access to or participation in the programs or services of the Corporation, if such organization or individual fails to meet the qualifications for membership, or engages in activities which are contrary to the interests of the Club.

**Article 8: Board of Directors** - The Laurel Don't Rest on Your Laurels Club shall be governed by a BOD consisting of no less than four members of the Club, each having attained at least two (2) years of total and continuous sobriety. Each renting 12 Step Fellowship Group may provide a Member At Large individual with at least two (2) years continuous participation in Al-Anon or (2) years of total and continuous sobriety / clean time for a 12 Step Fellowship.

A. BOD composition and election:

1. Club members will elect Directors for two (2) year terms to replace expired terms as they occur.
2. If any vacancy occurs on the BOD, the BOD shall, by at least 3/4 majority, select a replacement to complete the vacancy. If the BOD cannot agree upon a replacement, they shall call a special meeting of the membership which shall fill the vacancy.
3. If not elected to the BOD, the past chairperson shall be a member of the BOD ex officio for one (1) year.
4. In the case of a tie vote of the BOD, the vote of the current chairperson breaks the tie.
5. A pass vote shall be a quorum of the BOD.

B. Each new BOD shall choose a chairperson, and then elect the following officers from the remaining members of the BOD:

1. A Vice Chairperson shall fill the office of Chairperson in their absence and coordinate events and activities for the club.
2. A Secretary shall keep the minutes of the meetings for the membership and the BOD. The Secretary shall maintain the membership list of names and if provided their email address and phone number.

3. A Treasurer shall collect, disburse, and account for all monies received by the Club and render reports monthly, annually, and as otherwise called upon by the BOD.

C. Whoever shall be the Chairperson at the regular annual membership meeting may serve as the chairperson for the next succeeding year once consecutively. However, he/she may serve on the Board if he/she is nominated and elected.

D. If an AA member of the BOD breaks sobriety or any member becomes delinquent in payment of dues or fails to attend two consecutive board meetings without notice, he/she will be automatically removed from the BOD.

E. Should the Chairperson become ineligible to serve the remaining members and the new member will elect a new chairperson.

F. The BOD shall have the authority to employ paid wages or salaries which they deem necessary within the limits of their fiduciary duties.

G. The BOD shall have the authority to make rules governing the use of the Club and the conduct of people present in the facilities.

H. Neither the BOD nor any officer or paid servant of the Club shall have the authority to borrow any monies or obligate any funds of the corporation unless authorized by a majority of the Club members attending a duly called meeting of the membership, notice of which specifies the intent to make such a proposal a part of the agenda for the meeting. This article shall not be taken to apply to items of supplies, equipment, or merchandise authorized generally or specifically by the BOD in the day-to-day operation of the Club for which payment is to be made upon delivery or current billing and where funds are available in the Club treasury for payment.

I. The BOD shall have final approval of all activities using Club facilities or the Club's name.

### **Article 9: Meetings**

A. The annual meeting of the membership and the BOD shall be no later than the last Sunday of each October. Notice shall be posted at the Club at least two (2) weeks prior to the meeting. At this meeting Directors shall be elected to serve for the succeeding term and other Club business may be conducted.

B. The BOD shall meet monthly. Time and date shall be posted at the clubhouse two weeks prior to said meetings. Members may attend BOD meetings as observers.

C. Special meetings of the membership may be called by the BOD for any purpose at any time provided details concerning date, time, place, and matters to be discussed are posted at the Club fourteen (14) days prior to said meeting.

D. Special meetings of the BOD may be called at any time by personal notice except that a majority of the Directors must be present to form a quorum for the transaction of business. Directors may also be polled on any question, and a majority vote of such a poll shall constitute approval of the questions for each event, the vote shall be fully reported in the minutes which are to be approved at the next regular meeting of the BOD.

E. Any tie vote on any issue shall be broken by a toss of the coin to be conducted by the BOD.

F. A quorum of the membership shall be those people present at any meeting after due notice.

#### **Article 10: Amendments**

These Bylaws may be amended by a majority of the membership present at any regular or special meeting of the membership provided that notice of the proposed amendment be posted at the Club not less than fourteen (14) days in advance of the meeting.

#### **Article 11: Voting Eligibility**

To be eligible to vote, a member must be current on his/her dues for the year in which the vote is cast.

CERTIFICATE OF SECRETARY I, the undersigned, do hereby certify:

1. That I am the duly elected and acting Secretary of the Laurel Don't Rest on Your Laurels Club, Inc.
2. That the foregoing Bylaws constitute the Bylaws of the organization as duly adopted and approved on **January 26, 2026**, by the Board of Directors.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Secretary this **26<sup>th</sup> day of January 2026.**

Amanda Berard