

ACADIANA AREA CENTRAL OFFICE, INC.

BY-LAWS

Revised July 15, 2007

PREAMBLE

In solemn affirmation of the letter and the spirit of the Twelve Steps and Twelve Traditions and placing all our activities under the guidance of a Higher Power, the various and several groups of Alcoholics Anonymous in the Acadiana Area have met to form a Central Office. These By-Laws and Constitution serve to fulfill our legal obligation as an incorporated association, but more importantly to serve as a guide for our successors.

ARTICLE I

NAME

The name of this Association is the Acadiana Area Central Office, Inc., a non-profit corporation, referred to hereinafter as the Central Office.

ARTICLE II

PURPOSE

The purposes of the Central Office are to:

1. Maintain a central business office with paid/volunteer employees as a clearing house for Alcoholics Anonymous activities in the Acadiana Area.
2. Safeguard the Twelve Traditions of Alcoholics Anonymous as the group conscience dictates.
3. Support the local groups of the fellowship of Alcoholics Anonymous.
4. Receive and disburse funds as necessary to meet the purposes and carry on the business of the Central Office.
5. Perform any and all lawful acts deemed necessary by the Central Office Steering Committee in the conduct of its business and/or to meet its purposes.
6. To serve and function as the communications center for the member groups with respect to matters of local area policy and interest.
7. To conduct special events in accordance with and in the furtherance of these objectives.

ARTICLE III

OBJECTS EXCLUDED

Specially excluded from the objects of the Central Office are:

1. The operation and maintenance of a club or clubhouse.
2. Any interference in the policies, procedures, and internal business at the local, district, area, national or international level of Alcoholics Anonymous since this is the function and responsibility of the General Service Office.

ARTICLE IV
RESPONSIBILITIES OF CENTRAL OFFICE

The Central Office is the business office of the Acadiana Area and is charged with the following responsibilities:

1. Receive and disburse funds as necessary to:
 - a. Provide office space and equipment for a Central Office.
 - b. Provide a paid/volunteer office manager.
 - c. Supply literature and products pertaining to the recovery from the disease of alcoholism
 - d. Arrange speakers for civic organizations, schools, hospital, institutions, et cetera.
 - e. Assist new Alcoholics Anonymous groups in getting started.
 - f. Provide a list of Alcoholics Anonymous meetings, updated as deemed necessary by the CORs.
 - g. Provide a telephone answering service during non-business hours.
 - h. Handle inquiries from newcomers, professional people, industry, institutions, and the news media, where applicable, referring inquiries to qualified people.
 - i. Provide confidential 12-step list for individuals taking phone calls for the answering service after business hours.
 - j. Publish a monthly newsletter.
2. To disburse no funds without the approval of the Central Office Representatives. However, the Central Office Representatives may give continuing approval to the Central Office Steering Committee for regular funds disbursement required by the Central Office, i.e., rent, utilities, telephone, literature, et cetera. Funds disbursement to meet requirements on an irregular basis in excess of \$250.00, and regular funds disbursement which increase by \$250.00 or more, must first be approved by a majority vote of the Central Office Representatives at a regular monthly meeting.
3. The hours of operation for Central Office will be set by a majority vote of the Central Office Representatives. Time not filled by the Office Manager may be worked by volunteers from Member Groups. When no one is available to work, the office will remain closed, unless the Central Office Representatives by a majority vote increase the pay and/or hours of the Office Manager.

ARTICLE V
MEMBERSHIP ELIGIBILITY

Membership eligibility includes any group registered with the General Service Office in New York and located in the following parishes: Acadia, Evangeline, Iberia, Lafayette, St. Landry, St. Martin, St. Mary and Vermillion

ARTICLE VI
MEMBERSHIP

In order for an eligible group to be a member it shall

1. Submit in writing the names of its elected Central Office Representative and/or alternate Central Office Representative, listing of the dates and times and locations of its meetings and its willingness to accept 12-Step calls.
2. Be represented by its Central Office Representative and/or alternate Central Office Representative at the Central Office Representative monthly membership meeting.

ARTICLE VII
CENTRAL OFFICE REPRESENTATIVES

1. The group Central Office Representative and Alternate Central Office Representative shall faithfully reflect the "group conscience" and shall act as a liaison between his or her group and the Central Office in the following manner:
 - a. He or she shall be a member of the group he or she represents.
 - b. He or she should attend all Central Office Representative meetings.
 - c. He or she communicates to his group the activities, growth and current problems of the C.O.
 - d. Normally he or she is expected to vote and act for his or her group at each Central Office Representative meeting without consulting the group on every issue. However, when it is necessary for him or her to know the feelings of his or her group on particular problems, he or she shall ask his or her group chairperson to call a business meeting of the group in order to discuss the issue which is pending.

The Central Office Representative is a "trusted servant" who shall be governed by the principles of Tradition Two and Concept III of the 12 Concepts of World Services. Concept III, states, in part, "we ought to trust our responsible leaders to decide, within the understood framework of their duties, how they will interpret and apply their own authority and responsibility to each particular problem or situation as it arises." Additionally, the "right of decision" should not be used for "persistently failing to consult those who are entitled to be consulted before an important decision or action is taken."
 - e. From time to time he or she will be asked to recruit volunteers from his or her group for 12th Step work and to perform committee work at the Central Office.
 - f. He or she can expect to perform any other services of this nature which relate to his or her office.
 - g. To remind the treasurer of his/her group about the suggested Alcoholics Anonymous support system to constitute Alcoholics Anonymous' essential services.
2. Everything covered in this Article relates equally to the Alternate who performs for the Central Office Representative in the Central Office Representative's absence.

ARTICLE VIII
CENTRAL OFFICE STEERING COMMITTEE

The Central Office Steering Committee shall consist of the Chairperson, Vice-Chairperson, Secretary, Treasurer and three Members-at-Large. The Steering Committee officers are "trusted servants" who shall be governed by the principles of Tradition Two and Concept III of the 12 Concepts of World Services. Concept III, states, in part, "we ought to trust our responsible leaders to decide, within the understood framework of their duties, how they will interpret and apply their own authority and responsibility to each particular problem or situation as it arises." Additionally, the "right of decision" should not be used for "persistently failing to consult those who are entitled to be consulted before an important decision or action is taken."

1. The CHAIRPERSON is responsible for:
 - a. Attending all Central Office Steering Committee meetings and COR meetings.
 - b. Conducting Central Office Steering Committee meetings and Central Office Representative meetings.
 - c. Appointing committees, other than standing committees, as necessary to carry out the business of the Central Office.
 - d. Overseeing all activities of the Central Office Steering Committee and the CORs.
 - e. Supervise the day-to-day activities of the Central Office and its paid employee(s).
 - f. Being a co-signatory on all financial disbursements.
2. The VICE-CHAIRPERSON is responsible for:
 - a. Attending all Central Office Steering Committee meetings and Central Office Representative meetings.
 - b. Assisting the Chairperson and, in his/her absence, to serve as Chairperson.
3. The SECRETARY is responsible for:
 - a. Attending all Central Office Steering Committee meetings and Central Office Representative meetings,
 - b. Recording minutes of the Central Office Steering Committee meetings and the Central Office Representative meetings and presenting those minutes at their respective following meetings.
 - c. Initiating any correspondence the Central Office Steering Committee may require.
4. The TREASURER is responsible for:
 - a. Attending all Central Office Steering Committee meetings and COR meetings.
 - b. Custody of all funds belonging to the Central Office.
 - c. Keeping complete and accurate records of all funds received and disbursed through Central Office.
 - d. Providing a written financial statement of all accounts at each monthly Central Office Steering Committee and Central Office Representative meeting.
 - e. Depositing all funds received.
 - f. Disbursing funds approved by the Central Office Representatives.
 - g. Assuring all funds are disbursed by check.
 - h. Being a co-signatory on all financial disbursements.
 - i. Preparing or having prepared taxes including, but not limited to, employee taxes.
5. The MEMBER-AT-LARGE is responsible for:
 - a. Attending all Central Office Steering Committee meetings and Central Office Representative meetings.
 - b. Serving as chairperson of one of the Standing Committees of the Central Office.
6. Any officer may resign at any time by submitting a written resignation to the Central Office Representatives.
7. Any officer may be removed from office by a *two-thirds vote* of the members present and voting at a monthly Central Office Representative meeting, provided that the motion for removal was presented and seconded at the previous monthly meeting.
8. Any officer will automatically be removed from office if that officer ceases to maintain sobriety.

9. In the event of a vacancy in the Chairperson position, the Vice-Chair shall succeed to the Chair. Any other Steering Committee vacancy shall be filled by the election of a qualified member, chosen from those nominated, by majority vote of the CORs present and voting at the next regular COR meeting following announcement of the vacancy.
10. No officer of the Central Office Steering Committee shall receive, either directly or indirectly, any compensation for serving as an officer. However, the Central Office Representatives may approve reimbursement of expenses incurred in the discharge of an officer's assigned duties.
11. The Steering Committee shall be responsible for establishment and maintenance of a **Prudent Reserve Account**. Any monies held to be in excess of the Operating Budget shall be placed in the Prudent Reserve. It shall be the duty of the Treasurer to transfer this excess when it becomes available. Withdrawals may be made by the Treasurer from the Prudent Reserve to maintain the approved monthly Operating Budget. **Additional withdrawals required for special needs amounting to \$250.00 or less must first be approved by a 2/3 vote of the Steering Committee, or if greater than \$250.00 by a 2/3 vote of the Central Office Representatives at their regular monthly meeting.**
12. It is the duty of the Steering Committee to hire a Central Office Manager and to supervise, and periodically review, his/her job performance.

ARTICLE IX

ELECTION OF OFFICERS

Election of officers to the Central Office Steering Committee shall be conducted each year in an alternating pattern as follows: For Chairperson, Secretary and the Member-At-Large (Activities Chairperson) in even numbered years; for Vice-Chair, Treasurer and two Members-At-Large (Communications Chairperson and Contact Chairperson) in odd numbered years. **All officers will serve a period of two (2) years from June 1st through May 31st.**

1. The Chairperson shall appoint an Elections Committee at the regular February Central Office Representative meeting. This committee will be comprised of no less than three (3) Central Office Representatives.
2. The Elections Committee will accept nominations from Alcoholics Anonymous members for the offices of the Central Office Steering Committee at the regular March Central Office Representative meeting.
3. The following qualifications must be met in order for a person to be nominated for office on the Central Office Steering Committee:
 - a. **CHAIRPERSON** - Previously a member of the Central Office Steering Committee and have at least two years of continuous sobriety.
 - b. **VICE-CHAIRPERSON** –have at least two years of continuous sobriety.
 - c. **SECRETARY** –have at least two years of continuous sobriety.
 - d. **TREASURER** –have at least two years of continuous sobriety.
 - e. **MEMBER-AT-LARGE (3)** –have at least two years of continuous sobriety.
4. The nominations will be closed and announced at the March Central Office Representative meeting and an official ballot will be included in the April Newsletter.
5. Each member Alcoholics Anonymous group is entitled to one vote for each office on the Central Office Steering Committee.
6. The ballots will be submitted to and tabulated by the Elections Committee at the regular April Central Office Representatives meeting. The results of the election will be announced by the Elections Committee at that meeting.

7. There will be no proxy voting.
8. The newly elected officers will take office at the regular June Central Office Representative meeting.
9. A Nominee for any Steering Committee position is not eligible if that person has already served in the same position for a full-term previously – unless there are no other nominees for that position.

ARTICLE X **HISTORIAN**

The HISTORIAN shall be responsible for the documentation of all significant events of the Central Office and serve as custodian of all records of historical value.

1. The Historian is not a member of the Central Office Steering Committee.
2. The Historian may serve as a Central Office Representative for his or her group while in this position.
3. The Historian must have at least one year of continuous sobriety.
4. The Historian shall be elected in the same manner as officers of the Central Office Steering Committee and his/her term of office shall be two years.

ARTICLE XI **MEMBERSHIP MEETINGS**

Membership (COR) meetings will be held monthly at a time and place designated by the Chairperson of the Central Office Steering Committee. The Office Manager will notify all officers and members of the meeting time and place.

1. The order of business (Agenda) at membership meetings will be:
 - a. Roll call or Introductions and a report by the secretary to the Chairperson of the number of members present.
 - b. Reading of the minutes of the preceding membership meeting.
 - c. Treasurer's report.
 - d. Central Office Manager's report.
 - e. Committee reports. (Includes District Liaison reports)
 - f. Old business.
 - g. New business.
 - h. Announcements
 - i. Lord's Prayer and adjournment.
2. Voting on the issues before the Central Office Representatives is limited to one vote for each member Alcoholics Anonymous group represented.
3. There will be no proxy voting.
4. **No** person under the influence of alcohol will be allowed to participate in any Central Office meeting.
5. The agenda is to be made by the Central Office Chairperson following the Steering Committee meeting and made public to the fellowship in the Plug-in-the-Jug newsletter at least one week prior to the Central Office Representative meeting.
6. Anyone wishing to place something on the agenda must present it to the Central Office or the Chairperson in writing by the last Monday of the month before the Central Office Representative meeting.

7. *Members of the Steering Committee (Officers) are not allowed to vote as Officers on any motion or agenda item brought before the Central Office Representatives for a vote. However, any member (including an Officer) may cast a vote as the duly authorized Central Office Representative or Alternate COR for his/her home group. In addition, the Chairperson may cast a tie-breaking vote on the first ballot.*

ARTICLE XII
FINANCIAL SUPPORT OF CENTRAL OFFICE

1. The activities of the Central Office will be financially supported by funds contributed by member Alcoholics Anonymous Groups, fundraising activities, and profits realized from the retail sales by the Central Office.
2. Alcoholics Anonymous members may make voluntary contributions provided such contributions fall within the 12 Traditions of Alcoholics Anonymous and do not exceed General Service Conference limits.
3. Any change in the prices of books, literature, chips, etc., must first be approved by majority vote of the Central Office Representatives present and voting at their regular monthly meeting.

ARTICLE XIII
SALARIES

Compensation for services rendered will only be awarded to the Office Manager of the Central Office.

1. Compensation will be paid in the form of a salary or hourly rate in an amount fixed by the Central Office Representatives and reviewed annually by the Central Office Steering Committee.
2. Anonymity - All salaried employees shall zealously guard the anonymity of all members of Alcoholics Anonymous and shall never under any circumstances break any member's anonymity unless directly authorized to do so by such individual.

ARTICLE XIV
STANDING COMMITTEES/SUBCOMMITTEES

1. There shall be three (3) Standing Committees, each chaired by a Member-At-Large of the Steering Committee, consisting of
 - A. Activities – is responsible for planning, supervising and conducting all Central Office events.
 - B. Contact – to assure that member groups have access to Central Office information and to serve as a liaison to the groups.
 - C. Communication – is charged with publishing and distributing the monthly Plug-in-Jug newsletter and oversight of the Central Office Website.
 1. There shall be one (1) Standing Subcommittee attached to the Communication Committee whose Chair shall be appointed by the Central Office Chairperson and approved by majority vote of the CORs.

- a. The Web Subcommittee – is responsible for maintaining and updating the Central Office Website and assuring that the content and operation of the site conforms to the policies and guidelines established for same.
(See “Official Website Guidelines”)
- b. In addition, it shall be the responsibility of the Web Subcommittee to establish and oversee a Central Office Computer Use Policy and enact guidelines to define that policy and assure it is adhered to.

2. The following guidelines shall apply to the above committees/subcommittees:

- A. Members will be appointed by each committee/subcommittee chairperson.
- B. The scheduled locations and times of meetings will be published in the newsletter and announced at COR meetings.
- C. Chairpersons shall assure that a report on the work of the committee is made at each monthly Steering Committee and COR membership meeting.
- D. Central Office activities must be brought before the Steering Committee for approval before event arrangements are finalized.
- E. All expenses must be approved in advance by the Steering Committee; amounts in excess of \$250.00 also require approval by a majority of the COR’s voting at a regularly scheduled membership meeting.
- F. Additional policy guidelines to be observed in the conduct of committee business may be established from time to time by the Steering Committee and/or the CORs.

ARTICLE XV **AMENDMENTS**

Amendments to these By-Laws may be made by an affirmative vote of two-thirds of the Central Office Representatives membership, present and voting, provided the amendment was proposed for consideration at the previous regular monthly Central Office Representative meeting.

ARTICLE XVI **DISBURSEMENT PLAN**

In the event of the closure of the Acadiana Central Office, any remaining assets/funds will become the property of the La. State Area Assembly.