

Articles of Incorporation Bylaws
including
Operating Procedures
of
Alcoholics Anonymous
in the
Western New York/Niagara Frontier
Intergroup Service Area

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INTRODUCTION

Alcoholics Anonymous on the Niagara Frontier, Inc. (the "Corporation") is a New York not-for-profit corporation formed to serve as the "Intergroup", as hereinafter defined, for Alcoholics Anonymous groups in the eight districts of the Western New York/Niagara Frontier General Service Area of Alcoholics Anonymous (hereinafter referred to as the "Area"). The Intergroup is organized pursuant to the ninth tradition of Alcoholics Anonymous to serve A.A. groups in the Area in accordance with the Twelve Traditions and the Twelve Concepts of World Service of Alcoholics Anonymous. The Intergroup exists to assist A.A. groups in carrying out their common primary purpose: to carry the A.A. message to the alcoholic who still suffers.

ARTICLE I

INCORPORATION; INTERGROUP

Section 1.01 Name and Address of Corporation

A. *Name*

The name of the Corporation is "Alcoholics Anonymous on the Niagara Frontier, Inc." (hereinafter referred to as the "Corporation", the "Intergroup" and/or the "Central Committee"). The foregoing name is also used by the Central Office and various committees for doing business.

B. *Address*

The principal office of the Corporation is its current Central Office: 681 Seneca St., Lower, Buffalo, New York 14210. The Central Committee may change the location of the Central Office to meet the changing needs of the local Fellowship.

Section 1.02 Type of Corporation

The Corporation is a Type B not-for-profit corporation organized under and governed by the laws of the State of New York. Its operations are guided by the New York not-for-profit corporation law, these By-Laws and Operating Procedures and any other written policies as may be approved and adopted by the Central Committee from time to time. The purposes of this Corporation are limited exclusively to charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as amended.

Section 1.03 Intergroup

A. The Corporation serves as the "Intergroup" of the A.A. groups in the Area, as the quoted term is widely used and well understood worldwide in the Fellowship of Alcoholics Anonymous. The Intergroup shall act as a central service, communication and educational entity for all A.A. groups in the Area.

- B. The Intergroup consists of the following:
- the Central Committee, including its standing and special committees or subcommittees all as more particularly set forth in Article IV of these By-Laws;
 - the Steering Committee, as described and delineated in Article III of these By-Laws; and
 - the Central Office as described and delineated in Article V below.

Section 1.04 Purpose(s)

The common purpose of the Central Committee, the Steering Committee and the Central Office, shall be as follows:

- Promote unity in Area groups in accordance with A.A.'s First Tradition.
- Carry the message of Alcoholics Anonymous in accordance with A.A.'s Fifth Tradition.
- Respond to the needs of Area Alcoholics Anonymous groups in accordance with A.A.'s Ninth Tradition.
- Provide a source of information about Alcoholic's Anonymous in accordance with A.A.'s Eleventh Tradition.

ARTICLE II

CENTRAL COMMITTEE

Section 2.01 Purpose(s)

The purpose(s) of the Central Committee are as follows:

- to express the collective group conscience of Alcoholics Anonymous in the Area;
- to reinforce the importance of following A.A.'s traditions;
- to provide a means of communication among the groups;
- to address issues related to the Fellowship of Alcoholic's Anonymous in the Area;
- to establish and operate a Central Office fulfilling the purposes and providing the services of the Central Office as described in Article V of these By-Laws;
- to ratify and authorize the actions of the Steering Committee in its role as the "Board of Directors" of the Corporation in accordance with the provisions of the not-for-profit corporation law of the State of New York; and

- specifically excluded from the purposes and objectives of the Central Committee is the operation of any club, club house or 12 step hall and the endorsement of any public or private projects on alcoholism as outlined in A.A.'s Sixth Tradition.

Section 2.02 Structure and Participation

A. *Membership/Representatives*

The Central Committee shall consist of Representatives of Area A.A. groups who choose to participate in the affairs and the proceedings of the Central Committee by electing, appointing or allowing a volunteer from the group to serve as the Central Committee representative of that group. Any A.A. group in the Area which is not affiliated with any other Central Committee or Intergroup may participate in the affairs and proceedings of this Central Committee by electing, appointing or authorizing a volunteer to serve as the Central Committee representative ("Representative") of that group. In addition, a group may elect, appoint or authorize a volunteer to serve as an alternate Central Committee Representative ("Alternate") of that group. The individual groups shall determine the qualifications and the procedures by which a Representative and an Alternate are elected, appointed or authorized to represent a group.

B. *Voting*

- Each group through its authorized Representative or Alternate shall have one vote on any issue before the Central Committee. Each chairperson of standing committees, with the exception of any ad hoc or specialty committee, within central committee, the financial chairperson, and recording secretary will be considered "voting members" and shall have one vote each on any issue put forth before central committee (that they are present for). While an individual may serve in more than one position that carries a vote, that individual shall nevertheless have only one vote on any issue before the Central Committee, regardless of the number of groups or positions he or she may represent. [revised 11/5/2017]

C. *Withdrawal*

Any A.A. group that participates in the Central Committee may withdraw its active participation in the Central Committee by a group conscience decision. If, after withdrawal, any A.A. group again desires to participate in the Central Committee, the group may do so by group conscious decision.

D. *Services*

Any A.A. group in the Area may avail itself of the services offered by and through the Central Office regardless whether it is an active or inactive Member of the Central Committee.

E. By-Laws

The Executive Secretary shall give every Central Committee Representative and Alternate that registers with the Central Committee a copy of the most current By-Laws. If these By-Laws should be amended, the Executive Secretary shall provide each registered Central Committee Representative and Alternate a complete copy of the amendment or a revised version of the By-Laws containing the amendment(s).

Section 2.03 Officers

A. General

1. The officers of the Central Committee shall consist of the following:
 - Chairperson
 - Co-Chairperson
 - Recording Secretary
 - Financial Chairperson
2. No person may hold more than one office simultaneously with the exception of temporary absences. An officer position may not be held by more than one person.
3. Nominations for these offices shall be made at the Central Committee meeting for the month of November of each year. Elections for these offices shall be held at the Central Committee meeting in December of each year, with elected officers assuming office on January 1st immediately following the December election.

B. Chairperson

1. The Chairperson shall serve for a term of one year and shall not be eligible for re-election as Chairperson. The Chairperson shall succeed to that office after having been elected and having served as Co-Chairperson of the Central Committee for one year immediately preceding his or her elevation to the position of Chairperson. *In the event that no qualified candidate is available for chairperson, the Central Committee shall appoint a chairperson by simple majority. (revised May 2016)*
2. The Chairperson shall have the following powers and duties to:
 - preside over all meetings of the Central Committee;
 - limit, debate, in his or her sole discretion on any motion, resolution or issue before the Central Committee. The Chairperson's exercise of his or her discretion in this regard shall be determinative and shall not be subject to any appeal from the floor;
 - be a Member ex-officio of all committees or subcommittees;

- appoint, subject to the approval of the Central Committee, the Chairperson of any ad hoc or special committees;
- direct the formation of temporary Sub-Committees which may from time to time be deemed necessary or advisable by the Chairperson; and
- co-sign all checks drawn on the account(s) of the Central Office.

C. *Co-Chairperson*

1. The Co-Chairperson shall be elected by a simple majority vote of Central Committee Representatives or Alternates present and voting at the meeting designated for the election of officers. Candidates for Co-Chairperson shall be Members of Alcoholics Anonymous having a minimum of five (5) years continuous sobriety immediately preceding the date of the election. The Co-Chairperson shall serve for one year (January through December) in that office. Upon conclusion of the Co-Chairperson's year of service, that individual shall automatically succeed to the office of Chairperson in January.
2. Nominations for the office of Co-Chairperson shall be made at the Central Committee meeting for November every year. The election for this office shall be held at the Central Committee meeting for December also every year. The Co-Chairperson elected each year shall take office in January immediately following the December election.
3. In the absence of the Chairperson, the Co-Chairperson shall perform all duties and assume all responsibilities of the Chairperson until the Chairperson is again able to perform his or her duties or until otherwise directed by the Steering Committee with the approval of the Central Committee.

D. *Recording Secretary*

1. The Recording Secretary shall be elected by a simple majority vote of the Central Committee Representatives present and voting at the meeting designated for the election of officers. Nominees for the office of Recording Secretary shall be Members of Alcoholics Anonymous having a minimum of two (2) years of continuous sobriety immediately preceding the date of the election. The Recording Secretary shall hold office for a one year term (January through December) and shall be eligible for re-nomination and re-election. Nominations for the office of Recording Secretary shall be made annually at the November meeting of the Central Committee. The election for this office shall be held annually at the December meeting and the elected officer shall take office in January.

2. The Recording Secretary shall have the following duties:
 - take the minutes of all proceedings at meetings of the Central Committee;
 - transcribe the minutes and have them available for review prior to the next Central Committee meeting; and
 - transmit to the Central Committee all resolutions or other communications pertaining to the business of the Central Committee.
 - ***In addition to the minutes, the Recording Secretary or his or her designee shall prepare and maintain a separate log of all motions and decisions made by the Central Committee. [revised 11/5/2017]***

E. Financial Chairperson

1. The Financial Chairperson shall be elected by a simple majority vote of Central Committee Representatives or Alternates present and voting at the annual meeting designated for the election of officers. Nominees for the office of Financial Chairperson shall be Members of Alcoholics Anonymous having a minimum of five (5) years continuous sobriety immediately preceding the date of the election. The Financial Chairperson shall serve for a term of two (2) years and shall not be eligible for re-election to the office of Financial Chairperson. Nominations for the office of Financial Chairperson shall be held every two (2) years at the November meeting of the Central Committee. The election for this office shall be held every two (2) years at the December meeting of the Central Committee following the month of nomination and the newly elected Financial Chairperson shall take office in January immediately succeeding the December election.
2. The Financial Chairperson shall have the following duties, powers and/or responsibilities to:
 - be an authorized co-signor of all checks drawn on the accounts of the Central Office;
 - be the direct liaison between the Executive Secretary and the Central Committee;
 - review the income and expenses of the Central Committee on a monthly basis and shall report the same at the Central Committee meeting; and
 - review and sign such reports, statements and instruments as may be required of the "Treasurer" of the Corporation to comply with any laws of the United States or the State of New York, as directed by

the Steering Committee with the approval of the Central Committee.

- F. In the absence of any officer of the Central Committee, the Chairperson may temporarily delegate the duties of any officer to any other officer or any other Member of the Steering Committee.

Section 2.04 Meetings

A. *Schedule*

Meetings of the Central Committee shall be held on the first Sunday of every month at 7:00 p.m., except when a holiday falls on the weekend of a first Sunday. In such cases, the monthly Central Committee meeting shall be held on the second Sunday of that particular month.

B. *Minutes*

The Recording Secretary shall keep minutes of all Central Committee meetings. ***Such minutes shall reflect all business conducted at the Central Committee meeting including material discussion, findings, conclusions and recommendations.*** Copies of the minutes shall be preserved as part of the Central Office record for reference and archival purposes.

C. *Motions, Decisions*

1. In keeping with A.A.'s Third Legacy Procedure as outlined in the A.A. Service Manual. The following will be determined by written ballot:

Elections

All decisions related to personnel matters, (compensation hiring/firing, etc.)

Any matter the Central Committee Chairperson has determined to send back to the groups for further discussion. (See G. below)

All other decisions may be determined immediately by a show of hands or roll call vote.

The Central Committee Chairperson will determine which, on a case by case basis.

Only group Representatives or Alternates may vote as outlined in Section 2.02 – B.

[revised 11/5/2017]

D. *Quorum*

Since the schedule of Central Committee meetings is regular and well known and since the Representatives and Alternates are responsible to attend and participate in the Central Committee meetings on behalf of their respective groups, there shall be no specific percentage or number of groups which shall constitute a quorum. A quorum sufficient to permit a binding vote of the Central Committee shall be deemed to exist at every Central Committee meeting unless, due to extraordinary circumstances such as a snow storm, power failure, etc., attendance at a meeting shall be materially below customary levels. Then, the Chairperson may, in the reasonable exercise of his or her discretion, determine that there is no quorum present. In such an event, all votes shall be tabled until the next Central Committee meeting.

E. *Ties, Proxies and Absentee Ballots*

Proxies or absentee ballots shall not be used for any vote or election at a Central Committee meeting. The Chairperson of the Central Committee shall be permitted to vote only in the event of a tie.

F. *Minority Opinion*

Whenever a motion is carried or defeated the Representatives, Alternates, or voting member who voted in the minority shall have an opportunity to be heard. Following the expression of the minority opinion, any Representatives, Alternates, or voting member present may move for a re-vote. The results of any such re-vote shall be final. *[revised 11/5/2017]*

G. *Responsibilities and Duties Reserved for the Groups*

In keeping with the Second and Third Concepts of World Service, the Chairperson shall determine which motions or decisions shall be voted on immediately and which motions or decisions shall only be voted upon after the Representatives or Alternates take the motion or issue back to their respective groups for further discussion, except for the following items which always shall be brought back to the groups for discussion and group conscience before the Central Committee can vote:

- approval of amendment(s) to these By-Laws; and
- significant, substantial or material changes in the Policies or Operations of the Intergroup.

H. *Order of Business/Agenda of Central Committee Meetings*

Unless otherwise directed by the Chairperson, the order of business at a regular meeting of the Representatives of the Central Committee shall be as follows:

1. Opening Prayer
2. Reading of the Twelve Traditions
3. Determination of the presence of a quorum
4. Approval of Minutes of the last meeting
5. Envelope System
6. Steering Committee Report
7. Financial Report
8. Treatment Committee Report
9. Corrections Committee Report
10. Screeners Report
11. Central Office Report
12. New Frontiers Newsletter Report
13. Convention Report
14. Public Information Committee Report

15. Education & Participation Report
16. Internet Presence Report
17. GSA Liaison
18. Ad Hoc Committee Reports
19. Courtesy Reports: GSA, Archives, CPC
20. Re-Cap
21. 7th Tradition
22. Old Business
23. New Business
24. Adjournment – Closing Prayer

Section 2.05 Legal Authority

The legal authority and ultimate responsibility for managing the Intergroup rests with the Central Committee. However, subject to the Central Committee's ultimate responsibility to manage and approve all official actions of the Intergroup and the Corporation, the Steering Committee shall perform delegated duties and provide analysis, guidance, recommendations, advice and counsel to the Central Committee, all as more particularly set forth in Article III of these By-Laws. The Central Committee may delegate certain legal compliance responsibilities to the Executive Secretary and/or may authorize an officer of the Central Committee to perform such duties.

ARTICLE III

STEERING COMMITTEE

Section 3.01 Purpose and Duties

The Steering Committee shall have the duty to advise the Central Committee on all aspects of the management of the property, affairs and business concerns of the Intergroup as well as compliance with all applicable statutes and regulations of the State of New York and in a manner consistent with these By-Laws. Such duties shall include, without limitation, ensuring the Intergroups compliance with federal, state and local laws, protecting the Intergroups assets and ensuring the financial viability of the Central Office, allocating the resources in the best interests of the Intergroup such that the Central Committee functions and the Central Office operates in accordance with the Twelve Traditions and Twelve Concepts of World Service of Alcoholics Anonymous.

Section 3.02 Additional Duties

- A. The Steering Committee shall provide analysis, advice and counsel on matters as requested by the Central Committee Chairperson and/or the Executive Secretary of the Central Office when, because of time and/or other considerations, such matters cannot be brought to the Central Committee.
- B. The Steering Committee is responsible and authorized to act in place of the Central Committee in emergency situations.

- C. The Steering Committee shall oversee the whole of Alcoholics Anonymous in the Area and consider whether the actions, policies, the manner of conducting meetings by groups or actions of individual A.A. Members could have an effect on local groups or Alcoholics Anonymous as a whole, as guided by the Twelve Traditions of Alcoholics Anonymous.
- D. The Steering Committee shall follow through on various tasks, matters and/or issues as directed by the Central Committee.
- E. The Steering Committee shall provide summaries and reports and shall otherwise make suggestions and/or recommendations to the Central Committee.
- F. The Steering Committee shall serve as the confidential contact and liaison with the Executive Secretary of the Central Office. Such personal and confidential communication will ensure that the Executive Secretary may air his or her complaints and concerns without fear of reprisal and that the performance of the Executive Secretary may be confidentially evaluated.

Section 3.03 Members, Qualifications, Term and Elections

A. *Members*

The Steering Committee shall be comprised of twelve (12) Members (the “Members”), as follows:

- the Chairperson of the Central Committee;
- the Co-Chairperson of the Central Committee;
- the Financial Chairperson of the Central Committee;
- the Executive Secretary of the Central Office; and
- one elected Member from each *Zone* (*) of the Western New York/Niagara Frontier General Service Area as follows:

<i>Zone 1</i>	Buffalo West
<i>Zone 2</i>	North Erie County
<i>Zone 3</i>	South Buffalo & East
<i>Zone 4</i>	South East
<i>Zone 5</i>	Niagara County
<i>Zone 6</i>	Southwest
<i>Zone 7</i>	Buffalo East
<i>Zone 8</i>	Northeast Erie

- (*) A map showing the current delineation of the *Zone* boundaries is attached to these By-Laws as Appendix II. Appendix II also contains a current listing of the names of the groups in each *Zone*. This list shall be updated whenever a new group is formed or an existing group no longer meets.

B. *Qualifications*

A Member of the Steering Committee must be a Member of Alcoholics Anonymous whose home group is within the *Zone* he or she is elected to represent. The individual must also have at least three (3) years of continuous sobriety before the effective date of his or her term as a Member.

C. *Term and Election*

1. Chairperson, Co-Chairperson and Financial Chairperson - The Chairperson, Co-Chairperson and the Financial Chairperson of the Central Committee shall serve as Members of the Steering Committee during their respective terms as officers of the Central Committee.
2. Executive Secretary - The Executive Secretary shall be a Member of the Steering Committee throughout the term of his or her employment as the Executive Secretary of the Central Office.
3. Zone Members - The term of the Members elected from the 8 *Zone* 's shall be two (2) years commencing on January 1st following his or her election and ending on December 31st of the second year of service.

- Members representing the following *Zone* 's shall be elected to terms beginning in years ending in an *EVEN* number:

<i>Zone 2</i>	North Erie County
<i>Zone 3</i>	South Buffalo & East
<i>Zone 7</i>	Buffalo East
<i>Zone 8</i>	Northeast Erie

- Members representing the following *Zone* 's shall be elected to terms beginning in years ending that end in an *ODD* number: :

<i>Zone 1</i>	Buffalo West
<i>Zone 4</i>	Southeast
<i>Zone 5</i>	Niagara County
<i>Zone 6</i>	Southwest

4. In the spirit of service rotation, Members may not be re-elected to two (2) consecutive terms on the Steering Committee. However, a Member once having completed and served his or term may again be nominated and re-elected as a Member after an absence of at least one year from the Steering Committee.
5. Members of the Steering Committee (from *Zone* 's) shall be selected or elected by the Central Committee Members of the groups within the particular *Zone* in such manner as they shall determine.

D. *Resignation*

Any Member of the Steering Committee may resign at any time by giving his or her written resignation to the Chairperson or the Executive Secretary. The resignation will take effect at the time specified in the written notice and unless

specifically requested in the resignation notice, the acceptance of the resignation shall not be necessary to make it effective.

E. *Removal*

A Member who loses his or her sobriety or does not attend three (3) consecutive monthly Steering Committee meetings or an aggregate of five (5) or more meetings in a calendar year shall forfeit his or her privilege to serve on the Steering Committee and shall automatically be removed as a Member.

F. *Vacancies*

If any Member of the Steering Committee should resign or be removed during their term, the Central Committee Representatives of the *Zone* represented by the resigned or removed Member shall elect, as soon as is possible and practicable, a qualified candidate to fill the vacancy for the remainder of the existing term. A Member who has been elected to serve for the remainder of an existing term shall be eligible for re-election for the next following full two (2) year term for that *Zone* provided that the remainder of the existing term served is less than one year.

G. *Senior Members*

Members of the Steering Committee who are serving the second year of their term shall be referred to as "Senior Members".

Section 3.04 Officers

A. *Officers*

The Steering Committee shall have two officers: the Steering Committee Chair and the Steering Committee Secretary.

1. **Chair** – The Members of the Steering Committee who will be Senior Members for the upcoming year shall be eligible to be candidates for Chair for the upcoming year. At the Steering Committee meeting in December of each year, the Chair for the upcoming year shall be elected from among the eligible candidates by the majority vote of the Steering Committee. The term of the new Chair shall commence on January 1st immediately following his or her election.

A former Chair of the Steering Committee who has rotated off of the Steering Committee may again be eligible to serve as Chair when he or she again becomes a Senior Member if that individual is re-elected to serve on the Steering Committee following the required one year absence between terms.

2. **Secretary** - The Secretary shall be a Member of the Steering Committee serving either the first or second year of his or her term on the Steering Committee. Once elected, the Secretary shall serve as Secretary until the end of his or her term as a Member of the Steering Committee. At the

January meeting of the Steering Committee where a Secretary's term has just ended following his or her rotation off of the Steering Committee, the Secretary shall be elected by majority vote of the Steering Committee. Except as set forth in the next subsection, any Member of the Steering Committee shall be eligible to be elected to serve as Secretary. Once elected, the Secretary shall commence his or her duties immediately.

- B. The Chairperson and the Financial Chairperson of the Central Committee and the Executive Secretary of the Central Office shall not be eligible to serve as officers of the Steering Committee.

Section 3.05 Meetings and Voting

A. *Schedule*

The Steering Committee shall meet every month prior to each Central Committee meeting at the time designated by the Executive Secretary. Meetings of the Steering Committee shall be "closed" meetings.

B. *Quorum*

Attendance by Members constituting at least two thirds (66.66%) of the then serving Members of the Steering Committee shall constitute a quorum. If there is a vacancy on the Steering Committee at any time when the determination of a quorum must be made, the vacant Member's seat shall not be counted in calculating the percentage required to constitute a quorum. The vote of the majority of Members present at any meeting where there is a quorum shall decide on an issue or authorize any action to be taken by the Steering Committee. The Co-Chairperson of the Central Committee shall be a Member of the Steering Committee and shall be permitted to attend and participate in all meetings of the Steering Committee but the Central Committee Co-Chairperson shall not have a vote on issues or actions to be decided by the Steering Committee. The Central Committee Chairperson, the Central Committee Financial Chairperson, the Executive Secretary of the Central Office and all elected Representatives of each of the eight (8) *Zone* 's shall be entitled to one vote on any issue or action to be decided by the Steering Committee.

- C. The Executive Secretary of the Central Office shall not have a vote on any issue or action related to or in connection with his or her compensation or the evaluation of his or her job performance.

Section 3.06 Miscellaneous

- A. When a Member cannot attend a Steering Committee Meeting, that Member should appoint an Alternate Representative from his or her *Zone* who has at least three (3) years of continuous sobriety to represent him or her at the meeting.
- B. When new Members are elected to the Steering Committee, the Steering Committee Secretary shall provide such Member with all available background material and information concerning the Steering Committee and its work as soon as possible after an election and before his or her first meeting so that the

new Member can become familiar with what the Committee is working on and what is expected of him or her.

ARTICLE IV

COMMITTEES

Section 4.01 Standing Committees

- A. The Standing Committees of the Central Committee as set forth in this Article will perform the duties set forth below and such additional duties as the Central Committee may assign. The Standing Committees are as follows:
1. Treatment Committee
 2. Public Information/Cooperation with the Professional Community Committee
 3. Corrections Committee
 4. Envelope System Committee
 5. Afterhours/ Screeners/Twelve (12) Step Committee
(Amended 8/8/11)
 6. Convention Committee
 7. Ad-Hoc Committees
 8. GSA/CC Liaison
 9. Education & Participation
 10. Internet Presence

Section 4.02 Responsibilities of the Standing Committees to the Central Committee

Each Standing Committee of the Central Committee, except the Convention Committee, shall have the following general responsibilities to the Central Committee as follows:

- Provide minutes of each Committee meeting to be recorded in the Central Office;
- Keep the Central Committee Representatives informed about the Committee's activities, concerns and needs through monthly reports at the Central Committee meeting; and
- Notify the Steering Committee immediately and in detail concerning any situation that could have an adverse legal or financial consequence to the Central Committee.

Section 4.03 Qualifications of Committee Members

Eligibility for election or appointment as Chairperson of any Standing Committee shall require a minimum three (3) years of continuous sobriety, unless a longer period is specified herein. In keeping with the Traditions and the spirit of rotation, it is suggested that all Committee members periodically rotate out of their service positions.

“All time requirements [are to be] subject to overrule by a simple majority of the body” [revised 10/2/2016]

Section 4.04 Treatment Committee

- A. The purpose of the Treatment Committee is to coordinate the work of individual Alcoholics Anonymous members and groups who are interested in carrying our message of recovery to alcoholics who are hospitalized, committed or otherwise detained in treatment institutions.
- B. The Treatment Committee shall consist of a Chairperson, and Officers as the Committee deems appropriate and “at large” members.
- C. Officers shall be elected internally. The Chairperson shall be elected for a term of two (2) years. The Chairperson shall be required to have three (3) years of continuous sobriety. All other officers shall meet such sobriety requirements as the Committee may specify.
- D. The duties and responsibilities of the Treatment Committee are as follows:
 - Take regular A.A. meetings into facilities.
 - Encourage group participation in treatment facility meetings.
 - Provide a liaison between treatment facility meetings and A. A. groups.
 - Coordinate the temporary contact list.

Section 4.05 Public Information/Cooperation with the Professional Community Committee (PI/CPC)

A. *Purpose*

The purpose of this Committee shall be to develop, maintain and implement an appropriate public information program for the purpose of carrying the message of Alcoholics Anonymous to the still suffering alcoholic. In keeping with the A.A. Traditions, programs and activities adopted or undertaken by this Committee shall be based upon a concept of attraction rather than promotion.

B. *Term/Election*

Officers shall be elected internally and shall meet such sobriety requirements as the Committee may specify. The Chairperson shall be elected for a term of two (2) years.

C. *Responsibilities/Duties*

The responsibilities and duties of the Public Information/Cooperation with the Professional Community Committee are to:

- provide assistance in matters related to alcoholism as needed or requested, to professional groups, organizations, associations, institutions or individuals;

- initiate and/or provide upon request, lectures, speakers, and discussion groups: or any other educational or informative activity or program that may be deemed to be of assistance to the professional community; and
- offer programs designed to attract suffering alcoholics to the program of Alcoholics Anonymous, including but not limited to making appearances and distributing information at health fairs and alcohol awareness programs, soliciting and making media releases or announcements designed to create a public awareness of the availability of the program of Alcoholics Anonymous.

Section 4.06 Corrections Committee

A. Purpose

The purpose of the Corrections Committee shall be to carry the message of Alcoholics Anonymous to still suffering alcoholics who are incarcerated in correctional institutions or otherwise detained.

B. Term/Election

Officers shall be elected internally and shall meet such sobriety requirements as the Committee may specify. The Chairperson shall be elected for a term of two (2) years.

C. Responsibilities/Duties

The responsibilities and duties of the Corrections Committee are as follows:

- Encourage attendance at regularly scheduled meetings.
- Supply information and literature at meetings.
- Conduct A.A. meetings in prisons and correction facilities.

Section 4.07 Envelope System Chairperson

- A. The Envelope System was established to allow A.A. members to directly contribute monies to help defray the costs of operating the Buffalo Central Office, which in turn helps carry the message. Anonymity is kept.
- B. The Chairperson is responsible each month to record and keep records of contributions and to send out receipts and year end statements.
- C. The Committee is responsible to get information out to the membership on what the Envelope System is and how they may join.

Section 4.08 Nightwatch – Twelfth (12th) Step Committee (Amended 8/8/11)

- A. The purpose of this committee is to recruit, train and oversee those A.A. groups or groups of A.A individuals who have volunteered to man the phone after normal business hours of the Central Office of Buffalo.
- B. The Phone Committee shall consist of no less than three members of A.A.
- C. The officers shall be elected internally and shall meet such sobriety requirements as the Phone Committee may specify as necessary. The Chairperson shall be elected for a term of 2 years and shall be required to have at least 2 years of continuous sobriety.
- D. The duties of and responsibilities of the Phone Committee are:

1. Develop and continually update training/information manuals with the assistance of the Office Administrator.
2. Recruit A.A. groups and or individuals to man the phone after normal office business hours.
3. Train these individuals as to their responsibilities, procedures, and requirements.
4. Promote and oversee the 'Night Watch' so as to make certain that the hand of A.A that is extended through our phones are always that of an A.A. member. (*Amended 8/8/11*)

Section 4.09 GSA Liaison

A. Purpose

The purpose of the GSA Liaison is to attend meetings between Central Committee and the General Service Area and convey information between the two bodies.

B. Term/Election

Liaison shall be elected to a 1 year term requirement of 3 years sobriety.

Section 4.10 Convention Committee

A. *Purpose*

The purpose of the Convention Committee is to plan, organize and host the annual Buffalo Fall Convention.

B. *Buffalo Fall Convention*

The purpose of the Buffalo Fall Convention is as follows:

- Carry the A.A. message by means of panels, speakers and special events.
- Foster fellowship through entertainment activities.
- Encourage communication and understanding between A.A. and the Al-Anon and Al-Ateen programs, which, though separate from Alcoholics Anonymous, exist to serve the family members and associates of alcoholics.

C. *Structure of the Convention Committee*

The composition of the Convention Committee is as follows:

1. A Chairperson, a Co-Chair, a Treasurer, a Co-Treasurer and a Secretary, and
2. The Sub-committee Chairpersons, the Sub-committee's Chairs-Elect and Members.

D. *Terms of Service and Rotation of Service*

1. Chairperson: The Chairperson serves for a term of one year. Once a person has served as Chairperson of the Convention, they may not, in the future, serve again as Chairperson of the Convention Committee. A past Chairperson may serve as a member of a Convention Sub-committee and may also act in an advisory capacity to the current Chairperson.
2. Co-Chair: The Co-Chair serves for a term of one year. The Chair-Elect is nominated for this position by the Central Committee, each year rotating in consecutive Districts. The Chair-Elect becomes the following year's Chairperson. To be eligible for the position of Co-Chair a nominee must have a minimum of ten (10) continuous years of sobriety.
3. Treasurer: The Treasurer serves for a term of one year.
4. Secretary: The Secretary is appointed to one year terms of service by the Convention Chairperson.
6. Sub-committee Chairpersons: Sub-committee Chairs serve for a term of one year.
7. Sub-committee Chairs-Elect: Sub-committee Chairs-Elect are appointed to a one year term of service by the Convention Chairperson and the Chair-Elect with recommendations of the Committee membership.

E. *General responsibilities of the Convention Committee to the Central Committee*

1. Provide minutes of each Convention Committee meeting.
2. Keep the Central Committee informed of the Committee's progress toward their established timeline of events.
3. Notify the Steering Committee fully and immediately concerning any situation which could have an adverse legal or financial consequences to the Central Committee.

F. *Specific Financial Responsibilities of the Convention Committee to the Central Committee*

1. The finances of the Convention Committee are completely subsidiary to the Central Committee and shall be included in all Central Committee financial reporting.
2. The Convention Treasurer will make available any and all financial records

as may be required by the Central Office Executive Secretary and Financial Chairperson.

3. The Convention Treasurer will provide to the Central Committee and Executive Secretary, at the conclusion of the Convention, a summary report of all Convention financial transactions.
4. After reserving "Seed Money" for the next year's Convention, any surplus shall be deposited to the Central Office general operating account.

G. *Responsibilities of the Central Committee to the Convention Committee*

1. Provide a separate Convention Committee checking account for the purpose of conducting the Committee's day to day financial operations.
2. Provide guidance to the Convention Committee regarding legal and tax compliance issues.
3. Make available all Central Committee resources (including not-for-profit privileges) to assist the Convention Committee.

Section 4.10 Nominating and Elections

Nominations for Convention Co-Chair shall take place at the Central Committee meeting held in the month of April. The election for this office shall take place at the Central committee meeting held in the month of May.

Section 4.11 Education and Participation Committee

1. The purpose of this committee is to foster and encourage group participation in the Buffalo Area Central Committee and to provide training to facilitate participation.
2. The Education and Participation Committee shall consist of not less than three members of A.A.
3. Officers shall be elected internally and shall meet such sobriety requirements as the committee may specify. The chairperson shall be elected by the committee for a term of two (2) years.
4. The duties and responsibilities of the Education and Participation Committee are:
A-To foster participation and membership in the Intergroup.
B-To welcome new members of the Voting Body of the Central Committee (§2.02b), and to provide them with information regarding the structure and operations of the Central Committee.
C-To establish and conduct educational and informational sessions for group secretaries and treasurers, Central Committee Representatives, and others as appropriate. *[revised 11/5/2017]*

Section 4.12 Internet Presence Committee

A The purpose of this committee is to administer, maintain and where appropriate moderate all versions of the Central Committee's internet presence. This includes, but is not limited to, the buffaloany.org website and domain, email, Facebook, and any other internet based communications media used by the committee and Central Office.

B. The Internet Presence Committee shall consist of not less than three members of A.A.

C. Officers shall be elected internally and shall meet such sobriety requirements as the committee may specify. The chairperson shall be elected by the committee for a term of two (2) years.

D. The duties and responsibilities of the Internet Presence Committee are:

1. To insure the Central Committee's internet presence is using the best possible technology and services at the best cost possible.

2. To facilitate the best possible communication to members while remaining within the 12 Traditions and the By-Laws of the Central Committee.

3. The committee will appoint a "Webmaster" to oversee the buffaloany.org website. The webmaster will be an AA member with sobriety requirements determined by the committee and with a background in needed technologies.

4. The committee and webmaster will periodically review the hosting contract and technology used by the buffaloany.org website and implement changes as needed to maintain the best possible website and experience for users and maintainers.

5. The committee will implement and maintain an email system based on the buffaloany.org domain so that the chairs of each standing committee, the Central Office, and other entities as needed, will have permanent email addresses assigned to the position. This will create consistent communication channels for AA members and visitors to use for contact. A continuity of communication will be maintained by passing access to them as committee chairs and other entities rotate through the positions.

6. The committee will oversee other methods of communication as they come into use. This includes the existing Facebook group, but will expand that responsibility to other media as needed.

7. The Internet Presence Committee will review all new proposed internet technologies or media (i.e Twitter, Slack, etc.) and provide feedback to the general body as part of any discussions prior to voting on implementation. **[revised 10/5/2018]**

Section 4.13 Special Committees

Upon recommendation of the Central Committee, the Chairperson of the Central Committee may form special Committees to address issues of limited scope. In the event that a special Committee is formed, the Chairperson of the Central Committee will appoint a Chair, and provide a summary of the scope of work to be addressed by the Committee. The Committee will function until the scope of work is met and be dissolved upon presenting recommendations to the Central Committee.

ARTICLE V

CENTRAL OFFICE

Section 5.01 General

A. *Purpose*

The Central Committee has established and shall maintain a Central Office for the following purposes:

1. To carry the message of Alcoholics Anonymous to the still suffering alcoholic.
2. To serve as the primary point of contact in person, by telephone or over the Internet for those seeking recovery, needing help and/or desiring information about the recovery program of Alcoholics Anonymous
3. To serve as a referral resource for those seeking recovery to sober Members of Alcoholics Anonymous willing to carry the message
4. To serve as a business office for the transaction of all business related to Alcoholics Anonymous within the Western New York/Niagara Frontier Intergroup general service Area.
5. To maintain an inventory of A.A. conference approved literature for groups and individuals within the Area.

Section 5.01:A5: Policy: Literature Credit Extended to Groups of Buffalo Central Office (Amended 8/8/11)

Group is 30 days past due on their literature bill they could not get any more literature until their bill is current. Excerpt found on page 16 of "Excerpts from past minutes timeline".

1.1 Literature sales credit will only be extended to the registered groups of Buffalo Central office listed in the hard copy schedule.

1.2 Only registered groups in good credit standing with no outstanding invoices will be given literature up to the current approved limit. This includes mailed literature.

1.3 A monthly report is to be submitted by the Executive Secretary/Financial Chair at the Steering Committee to include outstanding invoices over 30 days (includes weekends) by group.

1.4 It is the responsibility of the Executive Secretary to advise all persons who volunteer at the Buffalo Central Office of this policy. (Amended 8/8/11)

6. To serve as a clearing house for information and to facilitate communication among groups in Alcoholics Anonymous including, without limitation, to assemble and maintain up-to-date schedules of meetings of Alcoholics Anonymous in the Area and to distribute the same both in hard copy and posted on the Central Office's website.

7. To circulate announcements and information concerning A.A. groups in the Area to foster and promote unity in Alcoholics Anonymous in the Area by means of a bulletin.
8. To assist the editor of the local New Frontiers publication.

B. *Location*

The Central Office shall be located in rented space as determined by the Central Committee.

C. *Staff*

The Central Office shall employ a paid Executive Secretary and any and other supplementary help as may be deemed necessary from time to time by the Central Committee.

Section 5.02 Executive Secretary

A. *Qualifications*

The individual elected and employed as the Executive Secretary of the Central Office shall be an Area member of Alcoholics Anonymous having no less than ten (10) years of continuous sobriety. Other qualifications such as prior work experience, skill set, temperament, communication skills, etc. shall be determined by the Steering Committee.

B. *Selection*

The Executive Secretary and other employees of the Central Office shall be elected by a simple majority vote of the Central Committee Representatives and all other voting members, with the exception of the standing executive secretary, present and voting at a Central Committee meeting designated for the election of the staff member. The term of employment of the Executive Secretary and other employees, if any, shall continue until terminated by the resignation of the employee, interruption of sobriety, dismissal for cause by the Central Committee, or, in the case of a temporary employee, the conclusion of the temporary assignment. [revised 11/5/2017]

C. *Specific A.A. Related Duties*

The Executive Secretary shall have the following A.A. related duties:

1. Carry A.A.'s message of recovery to the Alcoholic who still suffers and to interested non-alcoholics in person and/or by telephone.
2. Greet individuals who come to the Central Office, determine their needs and provide advice and counsel in accordance with established A.A. principles.

3. Take telephone inquiries and handle those in a similar manner.
4. Project an atmosphere of friendliness, understanding and empathy while also acting business-like and efficient.
5. Maintain a current list of current Twelfth (12th) Step volunteers with information as to their availability and exercise sound judgment concerning geographical location, age, sex, etc. Assign a Twelfth (12th) Step volunteer to contact the still suffering alcoholic when required in accordance with A.A. principles.
6. Maintain an active rapport with all groups in the Area.
7. Project a professional image to the public as the principal representative of the Central Office at all times.
8. Attend conferences, outside meetings and seminars on alcoholism in the immediate area, when doing so does not interfere with carrying out duties in the Central Office. The Executive Secretary may act in an advisory capacity when asked, but only in compliance with the Eleventh Tradition.
9. Maintain a current file of group meeting places and mailing addresses in order to facilitate correspondence. Maintain a current schedule of group meetings, addresses and times along with a running list of schedule changes, additions and deletions. Revise printed schedules semi-annually (summer and winter) and arrange for printing of schedules.
10. Maintain running list of information for the Central Office mid-month bulletin; compile and edit information for the bulletin; arrange for the typing and copying thereof and mail the same to all groups in the Area as well as to the editor of the New Frontiers.
11. Maintain a current bulletin board of such A.A. information and notices for the benefit of visitors to the Central Office.
12. Maintain a file of all issues of the New Frontiers.
13. Attend all Central Committee meetings in his or her official capacity. Assist the Financial Secretary in counting the collection.
14. Record groups represented at the Central Committee meeting. Prepare the Central Office Report for the Central Committee including, but not limited to the following: (i) a monthly financial report showing receipts, expenses and current balance; (ii) a log of calls showing a breakdown of A.A. calls, PIC calls, Al-Anon and Al-Ateen calls, etc.; (iii) report on the number of visitors to the Central Office; and (iv) number of requests for literature, references to other agencies and other requests for information.
15. Maintain a seat on the Steering Committee with the right to vote and attend all Steering Committee meetings.

16. Create & publish the New Frontiers
17. Keep all information received and held in the Central Office strictly confidential.
18. Maintain a running inventory of literature; record and track sales and project and replenish inventory; keep abreast of new and pertinent A.A. literature; order and stock new items of general interest; and re-order literature from the General Service Office, P.O. Box 459, New York, NY, as well as Hazelton.

D. *Administrative, Financial and Clerical*

The Executive Secretary shall perform the following additional duties:

1. Check the answering service each morning for a report of the previous night's calls and follow-up appropriately.
2. Log all incoming calls.
3. Handle all mail inquiries and respond appropriately in accordance with sound business practices.
4. Maintain a running inventory of office supplies and place orders as needed.
5. Handle all money sent into the office and post to the proper accounts, i.e. General Operating Account, Hospital Account, etc.
6. Receive money from the Envelope System Chairperson and deposit the same.
7. Prepare an Annual Financial Statement for presentation to the Central Committee.
8. Specifically maintain the following separate bank accounts:
 - General Operating Account
 - Convention Account - maintaining an annual opening balance of \$2,000 ("Seed Money") for the new Convention Chairperson
 - Hospital Account – group contributions for the purpose of buying cigarettes and other items needed in hospital work.
 - Institution Account
9. Write checks on all accounts and maintain an accurate running balance in each account. Except for the specific account for the Convention, all checks must have two signatures, i.e. they shall be signed by any two of the following persons: the Executive Secretary, the Financial Secretary and the Chairperson of the Central Committee. For the Convention account, all checks must have two signatures, i.e. they shall be signed by any two of the following persons: the Convention Chairperson, the Executive Secretary and the Convention Treasurer.

10. Pay all expenses involved in the operation of the Central Office, i.e. rent, utilities, supply vendor's invoices, payroll checks, etc.
11. Prepare all Federal and State tax returns and other forms which are required by law, for example, State Labor Board forms, State Unemployment Insurance forms, Withholding Tax forms, Federal Tax Return form 941, reporting actual withholding tax figures quarterly and deposit estimated tax monthly on the Form 941 Deposit form.
12. Reconcile checkbook registers with bank statements once a month.
13. Perform all clerical duties in connection with the operation of the Central Office unless clerical help is available.

E. *Compensation and Performance Evaluation*

1. Compensation - The Compensation of the Executive Secretary shall be determined by the Central Committee taking into account the recommendation of the Steering Committee
2. Performance Evaluation - The Steering Committee shall evaluate the performance of the Executive Secretary once a year on such criteria and performance characteristics deemed relevant by the Steering Committee. A written summary of the evaluation shall be prepared by the Steering Committee and placed in the Executive Secretary's confidential personnel file. The details of the evaluation shall remain confidential.

The Steering Committee shall prepare and orally present a general summary of the Executive Secretary's evaluation to the Central Committee. If the confidential evaluation reveals serious concerns or areas of unsatisfactory performance, the Steering Committee shall report the same to the Central Committee.

F. *Benefits*

1. Vacation - The Executive Secretary shall have paid vacation as follows:
 - 1 week after one (1) year of continuous service
 - 2 weeks after two (2) years of continuous service
 - 3 weeks after five (5) years of continuous service

Vacation weeks may be taken consecutively or intermittently. The Executive Secretary shall use his or her best efforts to provide the Steering Committee with at least two (2) weeks advance notice of when he or she intends to be absent from the Central Office for vacation.

2. Sick Leave - After six months of continuous service, the Executive Secretary shall be entitled to two weeks of paid sick leave per year for any illness, hospitalization, etc. Sick leave shall not be accumulated and shall not be carried over from year to year. Any sick leave not used in a

particular year shall remain unused and the Executive Secretary shall become entitled a new two weeks available sick leave as of January 1st of each year.

3. Holidays – the following are paid holidays upon which the Central Office is closed, the Executive Secretary shall not be required work and he or she shall be paid their regular salary:
 - New Year's Day
 - a ½ day on Good Friday (office to close at noon)
 - Memorial Day
 - July 4th
 - Labor Day
 - Veteran's Day
 - Thanksgiving Day
 - Christmas Day
4. *Health Insurance* – the Executive Secretary shall be paid medical/healthcare coverage.

G. *Temporary Replacement*

1. Compensation - Any temporary help authorized by the Central Committee due to the vacation or illness of the Executive Secretary shall be paid the prevailing minimum wage rate.
2. Qualifications – Qualifications for a paid temporary replacement for the Executive Secretary shall be the same as are required for the Co-Chairperson (and Chairperson) of the Central Committee.

Section 5.03 Central Office Clerical Duties

A. *General*

Depending on resources and workload, the Central Committee may authorize the employment of a person to perform clerical duties. This clerical employee may be full-time or part-time, temporary or permanent, as determined by the Central Committee.

B. *Specific Clerical Duties*

1. All typing relating to the operation of the Central Office.
2. Operate office machines, adding machines, copy machines, etc.
3. Maintain familiarity with postal rates and post office procedures.
4. Answer telephones and follows through on inquiries or direct them to the Executive Secretary, if available.
5. Greet persons entering the office, determine their needs and follows through accordingly.

6. Inventory office supplies and re-order supplies at the direction of the Executive Secretary.
7. Generally perform the duties of the Executive Secretary in his or her absence, except for matters of an executive or administrative nature. Such matters should be referred to the Steering Committee whenever possible.

C. *Qualifications*

An individual hired to perform clerical work at the Central Office shall have a minimum of ten (10) years of sobriety and shall have such education, work experience and skills as are determined to be relevant in the judgment of Executive Secretary and the Central Committee.

ARTICLE VI

MISCELLANEOUS PROVISIONS

Section 7.01 Indemnification

- A. To the fullest extent now or hereafter permitted by law, the Corporation shall indemnify an Indemnified Party, as said term is hereinafter defined, who is made or threatened to be made a party to any action or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that the Indemnified Party serves or served the Corporation in any authorized capacity, from and against judgments, fines, amounts paid in settlement and reasonable expenses, including attorneys fees actually and necessarily incurred as a result of any such action or proceeding, or any appeal therein, if such Indemnified Party acted in good faith for a purpose which he or she reasonably believed he or she was authorized to carry out and which he or she reasonably believed to be in and not opposed to the best interests of the Corporation and, in criminal actions or proceedings, in addition, which he or she had no reasonable cause to believe that his or her conduct was unlawful.
- B. For purposes of this section an "Indemnified Party" includes the Executive Secretary, any other employees of the Central Office, any officer of the Central Committee, any officer and/or Member of the Steering Committee, any group Representative by virtue of being a group Representative to the Central Committee, and any officer or member of any Committee or Subcommittee acting in their capacity as such employee, officer, Member, Representative, as authorized by these By-Laws or as authorized by action of the Central Committee.
- C. The Intergroup is hereby authorized to purchase and maintain insurance on behalf of any Indemnified Party, insuring them to the extent permitted by law against any personal liability asserted against or incurred by them as more fully set forth in subsection A. above.

Section 7.02 Conflicts of Interest with the Intergroup – Conflict of Interest Policy

A. *Conflict of Interest Policy*

This Conflict of Interest Policy (“Policy”) is designed to assist the Central Committee and the Steering Committee to identify situations that present potential conflicts of interest and provide the Intergroup with procedures to follow in the event of a Conflict of Interest. All capitalized terms are defined in Subsection B of this Policy.

B. *Definitions*

“Conflict of Interest” is any circumstance described in Subsection C below.

“Responsible Person” is any person serving as a member or officer of the Steering Committee or the Central Committee.

“Family Member” is a spouse, parent, child or spouse of a child, brother, sister or spouse of a brother or sister of a Responsible Person.

“Material Financial Interest” is a financial interest of any kind which, in view of the circumstances, is substantial enough that it would or reasonably could affect a Responsible Person’s or Family Member’s judgment with respect to transactions to which he or she or any entity to in which he or she has a material ownership interest is a party.

“Contract” or “Transaction” is any agreement or relationship involving the sale or purchase of goods, services or rights of any kind, the providing or receipt of a loan or grant or establishment of any other type of pecuniary relationship by the Corporation. The making of a gift to the Corporation is not a Contract or Transaction.

C. *Conflict of Interest Defined*

For purposes of this Policy, the following circumstances shall be deemed to create a Conflict of Interest:

- A Contract or Transaction between the Corporation and a Responsible Party or Family Member.
- A Contract or Transaction between the Corporation and an entity in which a Responsible Person or Family Member has a material Financial Interest.
- A Responsible Person accepting gifts, entertainment or other favors from any individual or entity that does or is seeking to do business with the Corporation under circumstances where it might be inferred that such action was intended to influence or possibly would influence the Responsible Person in the performance of his or her duties.

D. *Procedures*

1. Prior to the Central Committee's action on a Contract or Transaction involving a Conflict of Interest, the member or officer having a Conflict of Interest and who is in attendance at the Central Committee meeting where such Contract or Transaction is being considered, shall disclose all facts material to the Conflict of Interest. Such disclosure shall be reflected in the minutes of the meeting.
2. If such person does not plan to attend the meeting at which he or she has reason to believe that the Central Committee will act on a manner in which such person has a Conflict of Interest, he or she shall disclose to the Central Committee Chairperson all facts material to the Conflict of Interest. The Central Committee Chairperson shall report the disclosure at the meeting and the disclosure shall be reflected in the minutes of the meeting.
3. A person who has a Conflict of Interest shall not participate in or be permitted to hear the Central Committee's discussion of the matter except to disclose material facts and to respond to questions. Such person shall not attempt to exert his or her personal influence with respect to the matter either at or outside the meeting.
4. The person who has the Conflict of Interest may not vote on the Contract or Transaction and shall not be present in the meeting room when the vote is taken. Such person's ineligibility to vote shall be reflected in the minutes of the meeting.
5. In the event it is not entirely clear that a Conflict of Interest exists, the individual with the potential conflict shall disclose all the circumstances to the Central Committee Chairperson who shall determine whether there exists a Conflict of Interest that is subject to this policy.

E. *Confidentiality*

Each responsible person shall exercise care not to disclose confidential information acquired in connection with such status or information the disclosure of which might be adverse to the interests of the Corporation.

Section 7.03 Central Committee Records

A. *Access*

Any member of Alcoholics Anonymous in the Area may have reasonable access to the records and documents (including financial) of the Central Committee. The requester must pay any expenses involved except as the Central Committee may otherwise determine.

B. *Fiscal Year*

The fiscal year of the Corporation shall be the calendar year.

Section 7.04 Term and Autonomy

The Corporation shall be perpetual and its activities shall be continuing from year to year. The Intergroup is autonomous in all matters and is not subject to or subservient to any individual Alcoholics Anonymous group or Alcoholics Anonymous as a whole.

Section 7.05 Effective Date

These By-Laws shall become effective on the date upon which the Central Committee approves them.

Section 7.06 Amendments to the By-Laws

- A. Any proposed amendment of any part of these By-Laws shall be submitted in writing and signed by a Member of the Central Committee at any regular Central Committee meeting and shall thereupon be ordered tabled for consideration and voted on at the next monthly meeting of the Central Committee.
- B. A notice and copy of the proposed amendment(s) clearly stating the article(s) and section(s) to be amended shall be sent to all groups registered with the Central Committee.
- C. A motion to amend these By-Laws shall be made and approved at a regularly scheduled meeting of the Central Committee.
- D. **These By-Laws may be amended by a three-fourths majority of the Central Committee's Representatives and voting members present and eligible to vote at a regular Central Committee meeting. [revised 11/5/2017]**
- E. All approved amendments to these By-Laws shall be incorporated into a revised edition of the By-Laws. The cover page of each edition of the By-Laws shall include a statement "As approved on (insert date)" with the words "Revision (insert revision letter such as A, B)" directly below the statement. The last Section in the last Article of the By-Laws shall list all revisions by revision letter, date approved and an indication of the Sections that were added, deleted, revised or renumbered.