

BYLAWS FOR
AL-ANON SERVICE
CENTER OF NORTHERN
VIRGINIA, INC.

26 July 2014

INDEX

Article I Name
Article II Objectives
Article III Members
Article IV Board of Directors
Article V Steering Committee
Article VI Officers
Article VII Group and District Representatives
Article VIII Standing and Special Committees
Article IX Meetings
Article X Contributions and Support
Article XI Financial Guidelines
Article XII Conflicts of Interest
Article XIII Amendment of Bylaws
Article XIV Indemnification

ARTICLE I - NAME

SECTION 1. The name of the corporation is AL-ANON SERVICE CENTER OF NORTHERN VIRGINIA, INC. The corporation shall hereafter be referred to as the Service Center. Incorporation began in 1973. Incorporation was reinstated in August 1993. Federal Non-Profit Status, 501(c)(3), was granted in 1997.

ARTICLE II - OBJECTIVES

SECTION 1. The objectives of this Service Center are:

- A. To be guided in all activities by the Twelve Traditions, the Twelve Concepts of Service, and the Al-Anon Service Manual, and the Guidelines for Al-Anon Information Services.
- B. To support unity of purpose and the growth of Al-Anon groups in the Northern Virginia Districts: Alexandria, Arlington, Blue Ridge, Bull Run, Fairfax, Falls Church/ McLean, Loudoun, Springfield/Annandale, Piedmont, and Rappahannock.
- C. To cooperate with the Virginia Area Assembly, neighboring Al-Anon and Alateen Information Services, and the Al-Anon Family Group Headquarters,

- Inc. (Al-Anon/Alateen World Service Office, or WSO).
- D. To be a point of contact to help friends and families of alcoholics.
 - E. To act as a clearing house for information of Al-Anon and Alateen meetings and activities by maintaining current lists and making the information available to all Groups and individual members of Al-Anon in print or electronic media.
 - F. To offer help and support to member Groups and individual members when appropriate and requested.
 - G. To provide information and speakers on the subject of Al-Anon to public and private organizations when appropriate.
 - H. To conduct special events in accordance with, and in the advancement of, these objectives as approved by the Service Center Steering Committee and/or Information Service Representatives (AGRs) at the General Service Center Meeting.
 - I. To maintain a Literature Distribution Center.

ARTICLE III - MEMBERS

SECTION 1. Members shall be:

- A. Al-Anon and Alateen groups in Northern Virginia upon their registration with the Virginia Area Group Records Coordinator.
- B. Officers and Coordinators of Committees of the Service Center.
- C. Alternate District Representatives (ADRs) of the member districts. In the absence of an ADR, a District Representative, or district designated representative, may serve with the full rights and privileges of the ADR.
- D. Alternate Group Representatives (AGRs) of the member districts. In the absence of an AGR, a Group Representative, or group designated representative may serve with the full rights and privileges of the AGR.
- E. For voting purposes each group or office gets one and only one vote.

ARTICLE IV BOARD OF DIRECTORS

Virginia state law requires that a corporation have a Board of Directors. The task of the directors is to act as if they own the corporation. The Board is composed of the Chairperson, who is the designated Director of the Corporation, the Treasurer, and the Secretary. The Co-chair, the Alternate Treasurer and the Alternate Secretary are members of the Board in the absence of the primary officer. The Board is assisted by the Steering Committee and meets quarterly at a minimum.

ARTICLE V - STEERING COMMITTEE

SECTION 1. The Steering Committee shall be formed as follows:

- A. The eight (8) elected Service Center Officers: Chairperson, Co-Chairperson, Secretary, Alternate Secretary, Treasurer, Alternate Treasurer, Literature Distribution Center Chairperson, and Alternate Literature Distribution Center Chairperson.
- B. Coordinators and Managers: Public Outreach Coordinator, Group Records Coordinator, Daytime Volunteer Coordinator, Nighttime Volunteer Coordinator, Archives Coordinator, Office Manager, Website Manager, and others as deemed necessary by the chairperson.
- C. Alternate District Representatives. In the absence of the ADR, a District Representative, or a representative designated by the district may serve with the full rights and privileges of the position.

SECTION 2. The duties of the Steering Committee members shall be:

- A. To attend Steering Committee meetings.
- B. To plan for workshops and special events.
- C. To authorize expenditures in excess of \$1000.00.
- D. To refer all matters arising in the Steering Committee meeting which require discussion and action on the part AGRs to the next General Service Center Meeting.
- E. To recommend suitable candidates for elected positions as per Article V Section 6 that are, or will be, unfilled.
- F. To report committee activities to the general membership during the General Service Center Meetings.

SECTION 3. The Steering Committee meetings will concurrently be Board of Director meetings providing the three members of the Board of Directors, or their alternates, are in attendance.

ARTICLE VI - OFFICERS

SECTION 1. The eight (8) elected officers of the Service Center shall be: Chairperson, Co-Chairperson, Secretary, Alternate Secretary, Treasurer, Alternate Treasurer, Literature Distribution Center Chairperson, and Alternate Literature Distribution Chairperson.

SECTION 2. The Officers shall be elected by the Alternate Group Representatives (AGRs) assembled from a slate offered by the Nominating Committee at the General Service Center Meeting held in the beginning of the last year of the scheduled term. Nominations will also be taken from the floor.

SECTION 3. The term for each elected office is three (3) years.

SECTION 4. Any member of an Al-Anon group in the Northern Virginia Al-Anon area is eligible for elected office and for appointment as chair of a standing committee.

SECTION 5. The duties of the elected officers shall be:

A. CHAIRPERSON -

To preside at all regular and special meetings of the Service Center and Steering Committee; to be responsible for the administration of the Service Center; to form or dissolve committees as needed; to appoint chairpersons of all Standing and Special Committees; to appoint an active or past member of the Steering Committee as Chairperson of the Nominating Committee; to maintain contact with the Standing and Special Committees, to sign checks when neither the Treasurer nor the Alternate Treasurer is available, and to work closely with the Virginia Area World Service Committee.

B. CO-CHAIRPERSON -

To assist the Chairperson in the administration of the Service Center, as delegated. The Co-Chairperson acts as Chairperson and is a member of the Corporate Board of Directors in the absence of the Chairperson.

C. SECRETARY –

To record and distribute proceedings of General and Steering Committee Meetings of the Service Center to the Chairperson and the Service Center office; to be responsible for notices and correspondence to members of the Service Center and the Steering Committee; to provide correspondence at the request of the Chairperson; to maintain any changes to the Bylaws and distribute a copy to the Officers, Steering Committee members, and General Service Center Meeting members; to provide and be responsible for a sign-in sheet for those attending Steering Committee and General Service Center Meetings. The Secretary is a member of the Corporate Board of Directors and election to this office constitutes election to the Board of Directors.

ALTERNATE SECRETARY -

To assume duties in the absence of the Secretary; to assist the secretary as requested. The Alternate Secretary is a member of the Corporate Board of Directors in the absence of the Secretary.

D. TREASURER -

To be responsible for the receipt, deposit and accounting of all Service Center funds, deposits to be made into an account under the name, Al-Anon Service Center of Northern Virginia, Inc. in such bank as may be designated by the Steering Committee; to maintain accurate records of all transactions; to provide receipts for contributions; to prepare an annual report of the treasury; to prepare a list of all individual and Group contributions; to prepare a budget for the Service Center to be approved by the Steering Committee, and voted on by the Group and District Representatives at the General Service Center Meeting held in the last quarter of the year; to reimburse expenses incurred by members of the

Steering Committee in the implementation of Service Center business; to prepare all financial and tax reports required to ensure legal compliance. The Treasurer will serve as Corporate Agent. The Treasurer is a member of the Corporate Board of Directors and election to this office constitutes election to the Board of Directors.

E. ALTERNATE TREASURER -

To assume duties in the absence of the treasurer; to assist the Treasurer as requested. The Alternate Treasurer is a member of the Corporate Board of Directors in the absence of the Treasurer.

F. LITERATURE DISTRIBUTION CENTER (LDC) CHAIRPERSON -

1. To efficiently order, process, inventory, distribute, and document the sale of Conference Approved Literature (CAL);
2. To coordinate and provide CAL services as necessary to Alateen, member groups, outreach, the Service Center, Area, district and support Group events as requested;
3. To advise member groups on the content, usage, and the process for ordering CAL;
4. To engage the Virginia Area Literature Coordinator and the WSO to ensure the Service Center is kept abreast of new CAL and new procedures;

G. Alternate Literature Distribution Center Chairperson -

1. To assist the LDC Chair as requested.
2. To assume the duties the LDC Chair; in the absence of the Chair.

SECTION 6. Vacancies may occur by resignation or removal from office

A. An Officer may resign from the Service Center by written notice to the Steering Committee.

B. An Officer who fails to meet the responsibilities of his or her respective office may be removed from said office by the Board of Directors.

C. The Steering Committee shall recommend a replacement Officer for the remainder of the scheduled term. At the next General Service Center meeting, the eligible voting members shall vote on the acceptance of the permanent replacement. A temporary replacement shall be at the discretion of the Board of Directors.

ARTICLE VII – ALTERNATE GROUP AND ALTERNATE DISTRICT REPRESENTATIVES

SECTION 1. Alternate Group Representatives (AGRs) and Alternate District Representatives (ADRs) serve as representatives to the Service Center.

SECTION 3. The Duties of the ADR as pertains to the Service Center are:

- A. To attend all Steering Committee meetings of the Service Center.
- B. To vote at Steering Committee meetings.

- SECTION 4. The duties of the AGR, as pertains to the Service Center, are:
- A. To attend all General Service Meetings of the Service Center.
 - B. To vote at General Service Center meetings.

ARTICLE VIII - COMMITTEES

SECTION 1. Committees will include: Public Outreach, Office Management, , Daytime Volunteers, Nighttime Volunteers, Directory/Group Records, Website Manager and Archives, Special Committees may be appointed by the Chairperson, with the consent of the Steering Committee, for some specific event or function to which they shall confine their activities. Such committees shall be automatically dissolved when they have discharged their function.

SECTION 2. Coordinators of Committees shall be appointed by the Service Center Chairperson to serve concurrently with the term of the Service Center Chairperson. Coordinators of Special Committees shall serve for the time deemed necessary by the Service Center Chairperson.

SECTION 3. Any member of an Al-Anon group in the Northern Virginia Al-Anon area is eligible for membership on a committee and for appointment as chair of a committee.

SECTION 4. Members of each Standing and Special Committee shall be appointed by the Committee Chairperson.

SECTION 5. Each Committee Chairperson shall be responsible for the job description and guidelines for that committee.

SECTION 6. Vacancies may occur by resignation or removal from office.

- A. A committee chairperson may resign by notification to the Steering Committee.
- B. A committee chairperson who fails to attend to the responsibilities of the Committee may be removed from office by majority vote of the Steering Committee. Written notice of a motion for removal shall be given to the committee chairperson prior to the motion being made, seconded, and carried.
- C. The Service Center Chairperson shall appoint a replacement at the earliest possible moment.

SECTION 7. The PUBLIC OUTREACH COMMITTEE shall:

- D. Provide Speakers and materials for the use of groups in the Northern Virginia area as requested whenever feasible.

- E. Coordinate Public Information activities in Northern Virginia; provide speakers, and materials whenever feasible for public and private organizations.
- F. Make individual members, Groups, and Districts aware of various Public Information projects, and request and encourage their participation.
- G. Maintain contact and cooperation with the Virginia Area Public Outreach Coordinator and the WSO.
- H. Initiate avenues of communications to the professional community.

SECTION 8. The OFFICE MANAGER shall:

- A. Administer the Al-Anon Service Center office.
- B. Maintain a current database of persons willing to receive 12th step calls with the assistance of DRs/ADRs.
- C. Maintain all files, bulletin board items and other communications pertinent to the Service Center.
- D. Purchase and maintain all needed office supplies.
- E. Maintain a petty cash box and submit petty cash reports as required by the treasurer.
- F. Purchase and maintain a daily log book.
- G. Expedite solutions to problems arising in physical location of the Service Center office concerning repairs and replacements.
- H. Maintain the Service Center office's space and equipment in good order.

SECTION 9. The DAYTIME VOLUNTEER COORDINATOR shall:

- A. Enlist volunteers to operate the Service Center.
- B. Provide guidelines and training for all daytime volunteers.
- C. Distribute meeting directories as requested.
- D. Coordinate with the nighttime Volunteer Coordinator for holiday coverage of the telephones.

SECTION 10. The NIGHTTIME VOLUNTEER COORDINATOR shall:

- E. Enlist volunteers to provide phone coverage.
- F. Provide training and guidelines for all nighttime volunteers.
- G. Provide updated directories for all nighttime volunteers.
- H. Coordinate with Daytime Coordinator on holiday coverage of telephones.

SECTION 11. The DIRECTORY/GROUP RECORDS COMMITTEE shall:

- A. Make available for distribution Meeting Directories for public and private organizations and the general public, as needed, in cooperation with the Virginia Area Assembly and the other Standing Committees.

- B. Maintain a Service Center roster consisting of current names, addresses, and telephone numbers of Officers, Standing Committee Chairpersons, DRs, ADRs, GRs, and ISRs; to provide said Roster to members of the Steering Committee, to the Secretary, and to the Group Records Chairperson of the Virginia Area Assembly.
- C. Provide a desk copy of the updated Meeting Directory for the Daytime Volunteers.

SECTION 12. The WEBSITE MANAGER COMMITTEE shall:

Administer and maintain a Service Center website delivering the message of Al-Anon and providing information about Al-Anon to the public by:

- i. Ensuring continued ownership of the Al-Anon domain name for the Service Center.
- ii. Acquiring and maintaining web hosting services through service providers as needed.
- iii. Operating the website in accordance with the "Guideline for Al-Anon Web Sites (G-40)."
- iv. Safeguarding and maintaining the personal anonymity of all members in accordance with the Eleventh Tradition.
- v. Posting and updating meeting lists, a calendar, service opportunities, literature request forms, and other pertinent outreach information.
- vi. Coordinating with the Virginia Area Web Coordinator to ensure consistency of practices.
- vii. Facilitating the use of the website for public outreach to include providing links to other relevant sites.

SECTION 13. The ARCHIVES COORDINATOR shall:

- A. Coordinate Archives activities in the Northern Virginia Service Center area to include liaison between the Virginia Area World Service Committee and the Northern Virginia Districts and Groups.
- B. Collect, preserve and maintain Al-Anon/Alateen historical materials of member groups.
- C. Collect, preserve and maintain memorabilia pertaining to the Northern Virginia Service Center.

ARTICLE IX - MEETINGS

SECTION 1. Steering Committee Meetings of the Service Center shall be:

- A. Held prior to the General Service Center Meetings at least once a quarter.

- B. The simple majority of Steering committee members in attendance at Steering Committee meetings shall pass the vote.

SECTION 2. Regular General Meetings of the Service Center shall be

- A. Held quarterly.
- C. The simple majority of meeting members in attendance at the General Meetings of the Service Center shall pass the vote.

SECTION 3: Unless otherwise determined by the Chairperson, the agenda for all Steering and General Meetings of the Service Center shall be as follows:

- A. Calling of roll;
- B. Approval of minutes;
- C. Report of Treasurer;
- D. Committee reports and communications;
- E. Elections (if such action is scheduled for such meetings);
- F. New Business.

SECTION 4. Special Meetings

- A. Special Meetings may be called by the Chairperson or at the written request of five (5) or more members from either the Steering Committee or the General Service Committees, or from a combination thereof.
- B. Special Meetings shall be called by notice to each member at least ten (10) days before that meeting, except for emergencies. Notice shall state the purpose of the meeting and that shall be the only business conducted at that time.
- C. The simple majority of voting members present shall pass the vote.

SECTION 5: Timely Notice of Meetings

Timely notice of upcoming meetings shall be provided.

ARTICLE X - CONTRIBUTIONS AND SUPPORT

SECTION 1. Contributions to the Service Center shall be given by member groups or individuals within Al-Anon in accordance with Tradition Seven.

SECTION 2. Income may also be obtained from projects or activities that are authorized by the General Service Center Meeting.

SECTION 3. Bequests and Donations

- A. Bequests and donations from a non Al-Anon member in the name of a deceased Al-Anon member shall be governed by the needs of the Service Center as determined by the Steering Committee taking into consideration the guidelines and

resolutions of the Virginia Area Assembly, and the World Service Organization

- B. Bequests and donations from an Al-Anon member in the name of a deceased Al-Anon member will be accepted and disbursed according to the donor's wishes, and the needs of the Service Center as determined by the Steering Committee taking into consideration the guidelines and resolutions of the Virginia Area Assembly and the World Service Organization.

SECTION 4. Operating income comes from donations from member Groups, individual donations, and Service Center sales.

SECTION 5. The acceptance of bequests, or other gifts, from any other source, shall be in accordance with the Traditions of Al-Anon.

SECTION 6. The Service Center shall not act as a trustee for any trust fund.

ARTICLE XI - FINANCIAL GUIDELINES

SECTION 1. A proposed budget will be presented by the Steering Committee at the last General Service Center meeting of each year for a vote.

SECTION 2. A prudent reserve will be authorized not to exceed one (1) year's operating expenses.

SECTION 3. Outside of the Prudent Reserve, except for certificates of deposit and savings accounts which help hold the Prudent Reserve, money can also be set aside for specifically defined capital investments such as office equipment.

SECTION 4. The Service Center will operate as a business abiding by all Federal, State, and Local requirements. Insurance will be maintained for the Service Center and its activities.

SECTION 5. The non-profit status, which applies to the Service Center, does not cover individual Groups within the Northern Virginia Districts. Each Group is autonomous and the Service Center has no control over their financial affairs nor does it have any say on how they conduct their business.

SECTION 6. No debt shall be incurred and no continuing financial obligation entered into outside of the approved budget unless the budget is amended at a special General Service Center meeting.

SECTION 7. The Treasurer, the Alternate Treasurer, and the Chairperson are authorized to sign Service Center checks.

ARTICLE XII CONFLICTS OF INTEREST

Whenever a District, Group, Committee, Officer, or representative has a financial or personal interest in any matter coming before the Steering Committee or the General Assembly, this person shall a) fully disclose the nature of the interest and b) withdraw from discussion, lobbying, and voting on the matter.

Any transaction or vote involving a potential conflict of interest shall be approved only when a majority of disinterested voting members present determine that it is in the best interest of the corporation to do so. The minutes of meetings at which such votes are taken shall record such disclosure, abstention and rationale for approval.

ARTICLE XIII - AMENDMENT OF BYLAWS

SECTION 1. These Bylaws may be amended and /or repealed in whole or in part at any regular General Service Center Meeting by an affirmative vote of two-thirds (2/3) of the members present after being presented at the previous Steering Committee meeting and passing there by a simple majority.

ARTICLE XIV INDEMNIFICATION

Each individual serving or having served as an Officer, or office volunteer or both, of the Corporation shall be indemnified in the circumstances and to the full extent permitted by law, against any and all costs, expenses and financial consequences of whatever nature, including legal fees actually incurred in connection with any action, suit or legal proceeding of any kind in which such an individual is a defendant by reason of serving or having served as an Officer or Volunteer, or both, of the corporation.

