

**BYLAWS OF
NORTH SOLANO INTERGROUP
OF
ALCOHOLICS ANONYMOUS**

ARTICLE I. OFFICES

Principal Office

Section 1.01. The principal office of the Corporation for its transaction of business is located in the City of Vacaville, County of Solano, State of California.

Change of Address

Section 1.02. The Board of Directors is hereby granted full power and authority to change the principal office of the Corporation from one location to another in the, County of Solano, State of California. Any such change shall be noted by the Secretary in these Bylaws, but shall not be considered an amendment to these Bylaws.

ARTICLE II. MEMBERSHIP

Classification of Member

Section 2.01. Membership shall consist of one (1) Delegate (alcoholic member) from each affiliated group.

How Selected

Section 2.02.

- (a) All A.A. groups wishing to affiliate shall be enrolled by notice in writing to the Intergroup office. The rolls are to be left open for any A.A. group that may ask for affiliation.
- (b) Each A.A. group, regardless of size, will name one (1) Delegate (alcoholic member) and one (1) Alternate Delegate (alcoholic member) to the Intergroup Committee, who will serve at the discretion of the Group they represent.
- (c) The Intergroup office shall be kept advised in writing of the names and addresses of each Delegate and each Alternate Delegate.

Term of Office

Section 2.03. The Delegates shall serve a term of office not exceeding a two (2) year period.

Non-Liability of Member

Section 2.04. A member of the Corporation shall not solely, because of such membership, be personally liable for the debts, obligations or liabilities of the Corporation.

ARTICLE III. MEETINGS

Place

Section 3.01. The registered Delegates shall meet monthly at a time predetermined by the membership at the principal office of the Corporation. (Added)

Special Meetings

Section 3.02.

- (a) Special Meetings may be called by consensus of the Board of Directors, or by written petition of twenty percent (20%) of the Delegates currently on the roll at the time of the presentation of the petition.
- (b) Notice shall be given to the membership by placing such notice in the official newsletter of the Corporation at least two (2) weeks prior to the date set for said meetings.

Quorum

Section 3.03. A quorum of twenty percent (20%) of the registered Delegates is required for any official action.

Conduct of Meetings

Section 3.04. All meetings of the Intergroup shall be conducted in the spirit of the Twelve Traditions of Alcoholics Anonymous.

Voting

Section 3.05. In matters of policy or practice, the following will be entitled to one (1) vote each: Chairman, Alternate Chairman, Secretary, Treasurer, Directors and Delegates (or Alternate Delegates, in the absence of the Delegate).

ARTICLE IV. DIRECTORS

Number

Section 4.01. The Corporation shall have (7) Directors, including four (4) Officers. Collectively the Directors shall be known as the Board of Directors. It is suggested that the Directors have one (1) year of sobriety and Officers two (2) years of sobriety.

Term of Office

Section 4.02. The term of office shall be one (1) calendar year commencing with the first Delegate Meeting in January.

Number of Titles

Section 4.03. The Officers of the Corporation shall be: Chairman, Alternate Chairman, Secretary, Treasurer and such other officers with such titles and dates as shall be determined by the membership.

Elections

Section 4.04. Election of Officers and Directors shall be by a vote of the Delegates at the November meeting of the Corporation. Said vote shall be by the "Third Legacy" as outlined in the A.A. Service Manual or in a manner as determined by a majority of the Delegates just prior to the election. Should vacancy occur during a term of office, said vacancy shall be filled by a majority vote of the remaining members of the Board.

Meetings

Section 4.05.

- (a) Regular meetings of the Board of Directors shall be in January, March, June, September and December on a date and time to be determined by the Board.
- (b) A special meeting of the Board may be called by the Chairman, Alternate Chairman, Secretary or any other two (2) Directors.
- (c) All meetings of the Board shall be held at the principal office of the Corporation.

ARTICLE V. OFFICERS, DIRECTORS AND COMMITTEES

Responsibilities

Section 5.01. The responsibilities of the Officers shall be in accordance with the spirit of the Twelve Traditions and the Twelve Concepts of Alcoholics Anonymous, always bearing in mind the primary purpose for which the Corporation has been established.

- (a) The Chairman shall have general supervision for conducting the business of the Corporation, subject to control by the majority of the Directors. He shall preside at the meetings of the Board of Directors and the membership.
- (b) The Alternate Chairman shall perform all responsibilities of the Chairman in his absence and such other duties as designated by the Chairman.
- (c) The Secretary shall keep a record of the proceedings of the meetings of the Board of Directors and the membership, and such other records that are necessary in fulfilling the responsibilities for which the Corporation is formed.
- (d) The Treasurer shall be bonded when such bond is required and shall receive and safely keep all funds of the Corporation and deposit them in the bank or banks as may be designated by the Board of Directors.

The Treasurer shall disburse such funds only upon written signature of any two (2) officers of the Corporation, not of the same household and in accordance with any procedure mandated by the Board.

The financial status of the Corporation shall be audited annually in a manner and by the persons determined by a vote of the membership.

Section 5.02.

- (a) Officers and Directors shall be faithful in the performance of their duties or the resignation from office will be called by the Board. Unexcused absence from two (2) membership meetings or two (2) Board meetings or any combination thereof, shall precipitate the automatic resignation of said Officer or Director.
- (b) Committee Chairmen shall be faithful in the performance of their duties or the resignation will be called by the Board upon the recommendation of the Intergroup Chairman

Standing Committees

Section 5.03. The Standing Committees shall be, but not limited to the following:

- (1) Answering Service
- (2) Newsletter
- (3) Literature
- (4) Events
- (5) Office Manager
- (6) Meeting Schedules
- (7) Archives
- (8) Marathon Meeting Coordinator
- (9) Meetings On Wheels

All Committee Chairmen shall be selected by the Intergroup Chairman and such appointments shall become official upon submission of the names to the membership and the approval thereof.

ARTICLE VI. CORPORATE RECORDS, REPORTS AND SEAL

Keeping Records

Section 6.01. The Corporation shall keep accurate and correct records of accounts and minutes of the proceedings of its members. The Corporation shall also keep a record of its members, giving their names and addresses. The minutes shall be kept in written form or in any other form capable of being converted into written form.

Section 6.02. The Corporation shall notify each member annually of the member's right to receive a financial report pursuant to Corporations Code Section 8321(a), except where the Corporation does not have more than one hundred (100) members or more than ten thousand dollars

(\$10,000.00) in assets at any time during the fiscal year, on the written request of a member, the Board shall promptly cause the most recent annual report to be sent to the requesting member.

The annual report shall contain, in appropriate detail, the following:

- (1) An operating statement as of the end of such fiscal year;
- (2) A statement of the place where the names and addresses of the current members are located; and
- (3) Any information concerning certain transactions and indemnifications required by Corporations Code 8322. The annual report shall be accompanied by any report thereon of independent accountants or, if there is not such a report, the certificate of any authorized officer of the Corporation that such statements were prepared without audit from the books and records of the Corporation.

Annual Statement of Certain Transactions & Indemnifications

Section 6.03. The Corporation shall furnish annually to its members a statement of any transaction or indemnification described in Section 6322(d) and (e) of the Corporation Code, if such transaction or indemnification took place, Such annual statement shall be affixed to and sent with the annual report described in Section 6.02 of these bylaws

