

FOX VALLEY CENTRAL OFFICE

BYLAWS

Revised: July 27, 2020

Bylaws and Charter

Fox Valley Central Office

The purpose of these bylaws is to officially describe the functions of the Fox Valley Central Office (FVCO) and its relationship to the local groups of Alcoholics Anonymous (AA). These bylaws describe the structure of authority, responsibility and control. They also suggest the parameters by which decisions and actions are made. All of the following bylaws shall only involve this organization. Nothing contained herein may be construed as providing authority, license or approval to interfere, govern or direct the policies, organization or activities of any AA group or the AA service.

These bylaws replace any previously developed bylaws, charter and constitution adopted by the FVCO.

In all its proceedings, the Central Office shall observe the spirit of AA tradition, taking great care; that it never becomes the seat of perilous wealth or power; that sufficient operating funds, plus ample reserve, be its prudent financial principle; that none of its member shall ever be placed in a position of unqualified authority over any of the others; that all important decisions be reached by discussion, vote, and whenever possible, by substantial unanimity; that no committee action ever be personally punitive, or an incitement to public controversy; that though it may act for the service of Alcoholics Anonymous groups in the Fox Valley, it shall never perform any acts of government; and that, like the society of Alcoholics Anonymous, it will always remain democratic in thought and action.

(The above paragraph is adapted from the Third Legacy Manual of AA World Services and cofounder Bill W.'s Twelve Concepts of World Service as adopted by the General Service Conference on April 26, 1962)

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Definitions

AA: Alcoholics Anonymous

FVCO: Fox Valley Central Office

Steering Committee: The group formally charged with watching over and directing the affairs of FVCO. For legal purposes of the corporation, the Steering Committee is one and the same as the “board of directors.”

Group Representatives (Group Reps): AA members chosen by their groups to represent the AA group at the meetings of the FVCO representatives.

Registered Groups: Those Alcoholics Anonymous groups which:

- Express a desire to be a part of FVCO
- Provide a current contact for mailing purposes
- May send a member with voting rights to the representative meetings

Twelfth Step Work: For the purposes of this document, the term “Twelfth Step Work” shall specifically refer to the one-on-one contact between a member of Alcoholics Anonymous and another person, intended to pass on experience and knowledge of the program of Alcoholics Anonymous.

GSO: General Service Office of Alcoholics Anonymous

Article I: Organization

A) Name & Form

The organization shall be named "Fox Valley Central Office, Inc.", hereinafter referred to as FVCO. Legally the organization shall take the form of a not-for-profit (nonprofit) membership corporation duly incorporated in the State of Wisconsin. The legal form notwithstanding, FVCO, in all of its activities, shall abide by the intent and spirit of the Twelve Traditions, the Twelve Concepts and where possible the suggested procedures and limitations suggested by the AA Guidelines for Central or Intergroup Offices.

B) Ownership

FVCO is owned by the collective membership of Alcoholics Anonymous in the direct service area, as defined in Article II, Section C. However, FVCO is not responsible to, nor need answer to, any individual member of Alcoholics Anonymous, except as outlined in this document. Any individual member of Alcoholics Anonymous may attend any meeting or function of FVCO, or visit the Central Office during regular business hours unless currently intoxicated. During regular business hours Group Reps, Committee Members may also inspect all books or records.

FVCO shall gain its authority from and be responsible to the registered groups of its service area. A group of Alcoholics Anonymous may become a member of FVCO by signifying its desire to join, registering with FVCO its name, meeting place, representatives, email address, and telephone numbers. Each group may also signify its members' willingness to accept Twelfth Step referrals by providing a list of members inclined with their phone numbers.

While the FVCO must of necessity depend upon the member groups to provide the financial support of the Corporation, such support is fully voluntary and a matter of conscience and ability of the member group. In no instance shall financial support be construed in any manner, to be a condition of membership.

No member, representative, director or employee of FVCO shall be entitled to or paid any profits, commissions, bonuses or the like. No FVCO representative or Steering Committee member shall receive any form of compensation for his/her duties as outlined.

C) Life Span

FVCO has no planned life span as long as it remains supported by the groups in its service area. FVCO is a service function of the groups of Alcoholics Anonymous, and is not to be held accountable in the same fashion as a for-profit business. FVCO shall be supported by the contributions and activities of its member groups or shall cease to exist. See Article VI for further elaboration.

Article II: Mission

A) Purpose

The Fox Valley Central Office is a volunteer based bookstore that provides recovery information & literature, assists the AA hotline, and supports services to the recovering community.

B) Services

FVCO is organized to provide, but not limited to, the following services:

1. Weekday business hour technical support, standards, training, staffing, and guidance for the AA Hotline and support for its coordinator.
2. A bookstore to make recovery literature and other materials conveniently available at a fair price.
3. Communications regarding social, personal and spiritual information which does not qualify for the district newsletter. Communication sources are, but no limited to, a website, a bi-monthly newsletter, email account, and telephone service. FVCO specifically not to engage in any of the following:

FVCO is specifically not to engage in any of the following:

1. Attempt to govern, coerce, direct or otherwise interfere with the activity of any AA group.
2. Engage or attempt to engage in any activities designed to create a separate existence for FVCO apart from being supported by its member groups
3. Solicit funds or contributions from any individuals or organizations other than AA groups and their members, still suffering alcoholics and the families of alcoholics throughout the Fox Valley.
4. Accumulate reserves of money exceeding 6 months expenses for no good stated AA purpose.

C) Service Area

Any AA group in the Fox Valley area may register with, send a group representative to, and/or contribute to FVCO. The headquarters and principle office of FVCO is in Outagamie County.

Article III: Group Representatives

A) Representation

Each member AA group is encouraged to elect or appoint one member to represent it at FVCO representative meetings. An alternate may also be elected and attend, however, under no circumstances may any group have more than one voice or vote at meetings of the representatives. No one person may represent more than one group. In addition, a person on the Steering Committee of FVCO may be a group representative, but will only be allowed one vote on an issue and must state who they are representing for that specific vote.

B) Duties and Responsibilities

The primary function of the group reps is to develop, design, guide, vote on, and implement improvements in the services provided by FVCO.

All matters of policy are strictly reserved to the membership. Neither the Steering Committee nor employees of FVCO are empowered to act on major issues which would affect AA either locally or as a whole without consulting the member groups except in times of grave emergency.

The representatives of the groups to FVCO are responsible for the final oversight of the activities of the office although they do not exercise any direct control over the day to day operations. Group Reps through the powers of election, recall and the ability to influence their respective groups to contribute or not to the FVCO, control and maintain the actions of the office and Steering Committee.

In addition, the representatives are responsible for the relationship of FVCO to individual AA members and the groups. FVCO representatives may and are encouraged to take on various projects. Such activities may include committees, social activities, and special service projects.

Representatives can make the greatest impact through service on committees, which will develop the specific activities which fulfill the FVCO mission.

C) Meetings

The representatives will meet quarterly to decide issues, engage in activities and to hear the report of the Steering Committee of FVCO. FVCO and its Steering Committee shall attempt to maintain the regular time and place for these meetings so as to become customary.

Meetings will be held the 4th Monday in January, April, July, and October of each year, with the October meeting considered the "Annual Meeting", where steering committee members are elected. The exact time and location of each meeting should be announced at the Member's Meeting immediately preceding it.

A quorum for business shall consist of representatives of at least 25% of registered member groups as of that date.

The Chairperson of the Steering Committee of FVCO or his/her designee shall chair these regular meetings without a vote except in matters requiring a tie break. All duly chosen representatives of registered AA groups shall have both a voice and vote at these meetings.

Steering Committee members may attend Group Rep meetings, but they will be given a voice only. Other AA members and third parties may be given permission to speak by the chairperson of the meeting. All issues shall be decided by majority vote of those members present. Voting by proxy shall be permitted when presented to the chair in writing prior to the beginning of the meeting.

The representatives shall be responsible for taking minutes and providing a permanent copy to the Chairperson of the Steering Committee to be put on file.

The order of business at these meetings shall be as follows:

1. The chair shall call the roll to determine if a quorum is present. If so,
2. The chair shall open the meeting, read the minutes from the last meeting, and then give a report of the activities and finances of the FVCO office. Written copies of the minutes of the previous meetings of both the representatives and the Steering Committee and a treasurer's report provided by the Office Manager shall be available to each representative. These reports shall include the amount of contributions made, expenses, literature sales, amount and location of all reserves, assets purchased and number of "Twelfth Step" referrals made.
3. The chair shall ask for and discharge any old business.
4. The chair shall report on all committee recommendations and their disposition.
5. The chair shall ask for items of new business.
6. The chair shall present any issues or business which the Steering Committee needs to address to either the representatives or the groups themselves.

Representatives will generally vote at the time a vote is called. All voting will be a verbal roll call vote.

If a majority of the representatives present believe a group conscience is appropriate, the vote shall be tabled until the next Group Rep meeting to enable the representative's time to discuss with their groups. A vote shall take place in the next Group Rep meeting in consideration of the group conscience.

Article IV: Steering Committee

A) Structure

The Steering Committee shall consist of at least four members whose specific purpose is to manage and guide the activities of FVCO. All of the positions shall be elected positions.

B) Functions

In general, the Steering Committee functions include but are not limited to the following:

1. Ensure that the bylaws, policies and procedures are adhered to.
2. Ensure that all activities abide by the intent and spirit of the Twelve Traditions, the Twelve Concepts and where possible the suggested procedures and limitations suggested by the AA Guidelines for Central or Intergroup Offices.
3. Consider, evaluate and present proposals to the representatives other ways and means of improving and expanding services.
4. Review and approve all office procedures.
5. Review and approve all vendors and materials carried in the bookstore.
6. Establish pricing guidelines which meet a reasonable balance between covering overhead expenses and offering a fair retail price.
7. The Office Manager shall also see that a report of the finances of FVCO is available for review by the Steering Committee and Group Representatives.
8. Bring to the attention of the groups via their representatives matters arising from the operation of FVCO which may affect AA.
9. Set hours of operation of the office, taking into account the desires of the representatives and the resources available.
10. Appoint and maintain oversight over an Office Manager and Volunteer Manager while these are volunteer positions.

C) General Limits

The Steering Committee is not empowered to act on major issues which would affect AA either locally or as a whole without consulting the member groups except in times of grave emergency.

D) Major Policy Issues

All major policy issues, except those noted in C) above, will be brought to the Group Reps for vote through the Steering Committee. Any two registered group reps or steering committee members may initiate a vote regarding policy change by submitting the proposed motion in writing at a regularly scheduled meeting of the Steering Committee.

The steering committee will discuss the proposed change and adopt a recommended position based on majority vote. In cases of ties, the motion is to be considered tabled until the next meeting. A second tie will be considered neutral and will be presented to the Group Reps as such.

The secretary of the steering committee will prepare the motion in writing. Once approved, the motion will become an agenda item for the next regularly scheduled meeting of group reps.

The chair shall present the motion, along with the recommendation of the Steering Committee under New Business. After discussion, a vote will be taken. In cases where the majority endorses the Steering Committee recommendation or the Steering Committee vote is a tie, a simple majority of those present will prevail.

E) Terms and Rotation

Each Steering Committee member shall serve for two years. Elections shall be held every other year in October for Steering Committee members to begin their term on January 1 of the next year. The committee shall try to stagger the terms of its members so as to create a continuity of experienced members comprising the committee.

The spirit of rotation shall govern the issue of service on the Steering Committee, with ex-committee members actively seeking qualified new members to fill vacancies rather than filling vacancies themselves. Members may serve two consecutive terms on the Steering Committee, but then must sit out one term before being considered for election.

In cases of vacancies on the Steering Committee due to resignations, dismissals, etc., the remaining Steering Committee shall appoint a successor to serve the remainder of the unfulfilled term. This appointment shall be placed before the next meeting of the representatives and approved by simple majority. Should the representatives reject this appointment, an election shall be held according to the procedures in Section E of this article.

F) Elections of Steering Committee Members

Candidates for the Steering Committee shall be alcoholics who have been sober for at least one year, are willing to give a two year commitment. Members shall be nominated and elected by the FVCO Representatives and Steering Committee Members by majority vote. General Elections shall be held every odd year in October with a combination of the Group Rep and Steering Committee Meetings.

G) Offices and Duties

The Steering Committee and Group Reps shall elect a chairperson, vice-chairperson, secretary, office manager, volunteer coordinator, and media coordinator. None shall serve longer than two years in the same officer capacity.

Chairperson shall:

- 1) Prepare agenda for and lead all committee meetings.
- 2) Prepare agenda for and lead the meetings of the FVCO representatives.
- 3) Serve as final assurance that all activities of the committee are in adherence to these bylaws, the spirit of the AA Traditions and Concepts and any applicable state and local requirements.
- 4) Be responsible for distributing all meeting notices.

Vice-Chairperson shall:

- 1) Chair Steering Committee and FVCO representative meetings in the Chairperson's absence.
- 2) Prepare a monthly report for the FVCO liaison.

Secretary shall:

- 1) Be responsible for keeping written minutes of all Steering Committee meetings. These minutes shall be kept permanently in the FVCO office and emailed to all Steering Committee members. The minutes will record attendance at meetings and business transacted.
- 2) Prepare, in clear and concise language, all motions to be brought to the group reps for vote.

Office Manager shall:

- 1) Be responsible for the review of the monthly financial statement and present to the Steering Committee to verify that the accounting procedures of the office manager are accurate.
- 2) Order literature & supplies, price store items, pay rent and bill, collect donations, and maintain a balanced checking account.
- 3) Discuss current and proposed expenditures so all Steering Committee members are aware of financial status.

Volunteer Coordinator shall:

- 1) Maintain and update a list of all volunteers at the FVCO

- 2) Schedule volunteers on Mon-Fri shifts for the FVCO
- 3) Replace volunteers that have attendance or other issues that affect the FVCO as a whole

Media Coordinator shall:

- 1) Update, maintain, and manage the FVCO website including answering questions on the website's contact form
- 2) Coordinate with the Office manager to make sure all website related fees are paid in a timely manner
- 3) Create and distribute an online newsletter every 2 months that includes articles about FVCO, a brief summary of FVCO finances, prior meeting minutes, and free advertising for any recovery related fliers.

H) Meetings of the Steering Committee

The Steering Committee shall meet monthly on the second Monday of each month to review the activities of the FVCO office, review and approve its finances, and consider motions for policy change. All duly elected Steering Committee members shall have both a voice and a vote. Other interested parties may attend the meetings and may speak with consent of the chairperson of the meeting.

The order of business at regular meetings shall be as follows:

1. Minutes of previous meeting reviewed and approved.
2. Minutes of previous FVCO Group Representative meeting reviewed if applicable.
3. Previous month's financial statement.
4. Office Manager's Report.
5. Volunteer Manager's Report.
6. Committee Chair Reports.
7. Old Business.
8. New Business.

A quorum for business shall consist of three Steering Committee members present. Duly formed and discussed motions may be passed with simple majority votes. In cases of ties, the motion is to be considered tabled until the next meeting.

The Steering Committee shall establish spending oversight for the Office Manager for literature and accessory purchases. A summary of all expenditures must be presented to the Steering Committee and the next meeting of the Group Representative.

Special meetings of the Steering Committee may be called by the chairperson. The chairperson shall contact all committee members and seek a time and place most convenient to the majority of members. The secretary his/her substitute shall record all business discussed or transacted and the minutes shall be made a part of the formal record.

I) Removal and Recall

Any Steering Committee member who misses three consecutive regular committee meetings shall automatically be considered as resigning from the committee. In addition, any member of the Committee who relapses by becoming intoxicated at any time during his/her term is also automatically dismissed.

Article V: Contributions and Support

While realizing that there are no dues or fees in AA, if the aims of FVCO are to be carried out, FVCO must strive to become self supporting by the contributions of both money and effort by the member groups and by individuals in the AA program.

All funds and property received by or coming into the custody of FVCO belong to and are trust funds and property of FVCO, to be expended only for purposes authorized and only in accordance with the 12 Traditions of Alcoholics Anonymous, and/or the bylaws as appropriate.

All funds of FVCO shall be deposited under the name of FVCO in banks or depositories, with the exception of small amounts of petty cash for operations, and all withdrawals from such accounts shall be made only by checks or like instruments. Only financial institutions insured by Federal Agencies shall be used.

Should FVCO be unable to fulfill its intended purposes because of the lack of contributions and/or active representation of its membership groups, FVCO shall liquidate its assets, pay its commitments and send any remaining balance of funds to Appleton AA Hotline and GSO on an equal basis. FVCO shall maintain a prudent reserve equal to three month's expenses, based on an average of the previous 12 month. The average shall be calculated in January of each year.

Article VI: Bylaw Amendment and Change

None of the bylaws listed in this document may be modified or changed by the action of the Steering Committee. Suggestions for changes, modifications and clarifications may be initiated by the Steering Committee or by two FVCO group representatives.

At the next regular meeting of the representatives, the proposed change will be announced to the representatives. If a simple majority of representatives approve, the proposed change may be scheduled for a vote of approval and adoption at the next regular representative meeting. In the interval, the proposed change shall be announced on the FVCO website, and emailed to all member groups.

At the meeting, a written vote shall be taken with ballots identified by group. The Steering Committee shall then vote its proxies and the results counted. A vote of 67% or more is required to adopt the proposed change. The results (including the name of the group and vote of the representative present) shall be made a part of the formal minutes.

Voted unanimous approval by Steering Committee on 4/11/2020

Voted unanimous approval by Group Representatives on 7/27/2020

Bylaw Amendments Adopted on 7/27/2020


Steering Committee Chairperson Andrew Tepolt 8/31/2020
(print) Date


Office Manager JAMES GREGORI 9/4/2020
(print) Date


FVCO Group Representative Secretary Mary Massart 9/8/2020
(print) Date