

Napa Valley Intergroup Association of Alcoholics Anonymous, Inc.

Bylaws

PREAMBLE

In solemn affirmation of the letter and the spirit of the Twelve Steps and Twelve Traditions and placing all our activities under the direction of a higher power, the groups of the Napa Valley have joined to form an incorporated Intergroup Association-Central Office. These bylaws and constitution serve to fulfill our legal obligation as an incorporated association, but more importantly to serve as a guide to our successors.

TABLE OF CONTENTS

Title page and Preamble

Article one- Purpose of Napa Valley Intergroup Association (NVIA)

Article Two- Principal Office

Article Three- Membership

- 3.1 Members
- 3.2 Group Representatives and Alternate Group Representatives
- 3.3 Member Group Voting
- 3.4 Representatives' Terms of Office

Article Four

- 4.1 Regular Meetings
- 4.2 Steering Committee Meetings
- 4.3 Special Meetings
- 4.4 Quorum
- 4.5 Voting Rights
- 4.6 Rules of Order

Article Five- Officers

- 5.1 **NVIA** Officers
- 5.2 Terms of Officers
- 5.3 Limitation of Term
- 5.4 Vacancies
- 5.5 Qualifications
- 5.6 Election of Officers

Article Six-Committees

- 6.1 Steering Committees
- 6.2 Central Office Advisory Board (**COAB**)
 - a. Term
 - b. Elections
 - c. Responsibilities
 - d. **NVIA** Relations to **COAB**
- 6.3 Standing & Special Committees

Article Seven - No Compensation

Article Eight-Amendments

ARTICLE ONE PURPOSE

- 1.1 The purpose of the Napa Valley Intergroup Association, hereinafter referred to as **NVIA**, shall be to carry the intent and spirit of the A.A. Fellowship as exemplified in the books Alcoholics Anonymous, Twelve Steps and Twelve Traditions, AA Comes of Age, and other AA Conference approved literature.

ARTICLE TWO PRINCIPAL OFFICE

- 2.1 Principal office of the **NVIA** shall be in the State of California, the county of Napa, and the city of Napa.

ARTICLE THREE MEMBERSHIP

- 3.1 Membership in **NVIA** will consist of all Alcoholics Anonymous groups in Napa County desiring to participate. Each such AA group shall be known as a “member AA group.”
- 3.2 Each member AA group may elect a Group Representative and an Alternate Group Representative to represent the member AA group at all regular and special meetings of **NVIA**. It is suggested that each representative have at least one (1) year continuous sobriety.
- 3.3 Each member AA group shall have one vote at all **NVIA** meetings. Each member AA group’s vote shall be cast by its group representative, except in the event of the absence of the group representative, in which event said member AA group’s vote may be cast by its Alternate Group Representative.
- 3.4 The term of office of a Representative of a group shall be one (1) year, with the option to be elected one (1) additional term.

ARTICLE FOUR MEMBERSHIP MEETINGS

- 4.1 Regular meetings of the **NVIA** shall be held on the second Saturday of each month.
- 4.2 Special meetings of **NVIA** may be called upon two (2) weeks written notice to member AA groups by the Chairperson of **NVIA**, by a majority of the **NVIA** officers, or by ten percent (10%) of the member AA groups.
- 4.3 The member AA group representatives present at any regular or special meeting of the membership shall constitute a quorum.
- 4.4 Group representatives, Officers and Committee Chairpersons shall each have one vote at the regular meetings of **NVIA**.
- 4.5 Meetings shall be conducted by “Chairperson’s Rules” – that is, by parliamentary procedure, as informed by AA’s 12 traditions.

ARTICLE FIVE OFFICERS

- 5.1 The **NVIA** officers shall be a Chairperson, Vice-Chairperson, Secretary and Treasurer. They shall discharge all the duties of these offices.
- 5.2 The term of office for the Chairperson, Vice-chairperson, Secretary and Treasurer shall be one (1) year.
- 5.3 The Chairperson, Vice-chairperson, Secretary and Treasurer may succeed themselves to one (1) year successive term in the same office.

- 5.4 In the event of death, resignation, or inability to act as an officer, the **NVIA** shall elect a successor in the same manner as the original officer was elected except as follows: In the event of a vacancy in the office of Chairperson, the Vice-chairperson shall succeed to that office and a vacancy shall then be created in the office of Vice-chairperson.
- 5.5 The term of sobriety suggested for the:
- a. Chairperson, Vice-chairperson, and Treasurer is a minimum of four (4) years.
 - b. Secretary and Registrar is a minimum of three (3) years.
- 5.6 The officers shall be elected by the **NVIA** group representatives at the regular meeting of **NVIA** in January of each year. Election of each officer shall be by the Third Legacy Procedure.

ARTICLE SIX COMMITTEES

- 6.1 The **NVIA** Representatives acting as a committee of the whole may elect to provide for appointment of advisory and administrative committees as it sees fit. It shall determine or provide for the determination of their duties and functions. The term of any such appointment shall not exceed one year.
- 6.2 There shall be a standing committee of the **NVIA**, to be known as the Central Office Advisory Board, hereinafter referred to as **COAB**. This Committee shall consist of the Chairperson and the Treasurer of **NVIA** and three (3) other individual AA members having sound business or professional backgrounds, at least five years sobriety, and substantial AA service experience. These individuals need not be members of **NVIA**. Traditionally, the senior member, excluding the Intergroup officers acts as a chairperson of the **COAB**.
- a) The term of office for the non-NVIA officers shall be to eighteen (18) month, with the option to be elected to one (1) additional term. Terms of office shall be staggered so there will never be completely new **COAB** members at any one time. A member filling an incomplete term shall be eligible for re-election if the incomplete term is six (6) months or less. Vacancies in the **COAB** shall be filed by the **NVIA**. A **COAB** member may be replace upon failure to attend more than two (2) consecutive Board meetings, unless such absence has been notified to and accepted by the Chairperson of the **COAB**.
 - b) The three (3) **COAB** members will be elected by the **NVIA**. The **NVIA** will select a nominating committee of three (3) members of the **NVIA**, which shall be a standing committee of **NVIA**, elected at the regular meeting in February of each year. In April and October of each year, the Nominating Committee will present to **NVIA** qualified individuals available to serve on the **COAB**. Election will be by simple majority vote at that meeting.
 - c) The responsibility of the **COAB** shall be to set the policy, procedures, regulate the affairs, and to oversee the operations of the **COAB** and the Intergroup Central Offices. The **COAB** shall advise the **NVIA** on matters affecting its status as a non-profit organization. The **COAB** shall establish office manager/controller position(s) and volunteer list of individual AA members willing to staff the Intergroup Central Office. Any personnel /volunteer problems shall be directed to the **COAB** Chairperson. The **COAB** members may attend all meetings of the **NVIA** and may participate in all discussions.

- d) The **NVIA** will be expected to afford a reliable cross section of AA opinion. While the **COAB** shall have the authority and responsibility outlined in these by-laws, the **NVIA** may, by three-fourths (3/4) vote of the representatives present, overrule any action taken by the **COAB**, provided at least forty-five (45) days' notice of any proposed overruling shall be given to all member AA groups. Such a vote by **NVIA** shall be binding on the **COAB**. It will be further understood that, as a matter of tradition, a two-thirds (2/3) vote of all the **NVIA** members present and voting at a regular meeting may bring about a reorganization of the **COAB** or the Intergroup Central Office, if or when such reorganization is deemed essential provided that at least forty-five (45) days' notice of any proposed reorganization shall be given to all member AA groups. Under such proceedings, the **NVIA** may request resignations, may nominate new **COAB** members, and may make other necessary arrangements.
- 6.3 All other standing or special committees shall be created by **NVIA**, which shall prescribe the term, define the responsibilities, and elect the chairperson of each committee (examples: Newsletter / Communications, Activities, and Group relations Committee). Elections shall be at the regular meeting in February of each year. Election will be by simple majority vote.

ARTICLE SEVEN NO COMPENSATION

- 7.1 No members of the **NVIA**, **COAB** as well as any volunteers shall receive any compensation from any source for their services.

ARTICLE EIGHT AMENDMENTS

- 8.1 These By-laws may be amended at any regular monthly meeting of the **NVIA** or at any special meeting, provided however that forty-five days written notice shall be given to all member AA groups setting forth verbatim the language of the existing By-law(s) to be amended and the language of the proposed amendments(s). Any By-law change must be approved by two-thirds (2/3) vote of all member A.A. group representatives present at the regular monthly meeting or the special meeting.