

San Lorenzo Valley Fellowship of Alcoholics Anonymous Bylaws

Article I. GENERAL PROVISIONS

Section 1.01 PURPOSES

The San Lorenzo Valley Fellowship of Alcoholics Anonymous, hereinafter referred to interchangeably as The SLV Fellowship or SLVF is a service organization established pursuant to the Ninth Tradition of Alcoholics Anonymous ("AA") to operate on behalf of its participating members of AA in accordance with the Twelve Steps, Twelve Traditions and Twelve Concepts of Alcoholics Anonymous (12x12x12). Our Primary Purpose is to provide and maintain an environment conducive to the sobriety of its Members, and to help other alcoholics to achieve sobriety.

Section 1.02 ORGANIZATION

The principal premises of the SLV Fellowship for the transaction of business is located in the County of Santa Cruz, State of California.

Section 1.03 RESPONSIBILITIES

The principal responsibilities of the SLV Fellowship are to carry the AA message to the alcoholic who still suffers, and to provide and maintain premises for the unique purpose of holding functions of Alcoholics Anonymous, including meetings and other activities [including Meetings and functions of Alanon and Alateen Family Groups] directed by the Membership and in conformity with these bylaws and any lawful amendments thereto, such Policies and Guidelines as may be adopted by the Membership, [the Articles of Incorporation of this Corporation], the Twelve Traditions and Twelve Concepts of Alcoholics Anonymous and the Laws of the State of California. The San Lorenzo Valley Fellowship shall also be responsible to ensure that no other organization, group, or individual shall be granted meeting space or

use privileges of the Fellowship Hall, so as not to threaten the anonymity of the members of the Fellowship.

Section 1.04 STRUCTURE

(a) Business Meeting

The membership of the SLV Fellowship shall meet monthly as a Business Meeting. Any member of AA is welcome to participate in the Business Meeting, although voting privileges are limited to members of the Steering Committee and currently serving Secretaries of the various meetings of the SLV Fellowship. The business of the SLV Fellowship shall be guided by these Bylaws and the Policies, and Guidelines Document and conducted according to the provisions of Robert's Rules of Order.

(b) Annual Meeting

The Business Meeting held in the month of March of each year shall be known as the "Annual Meeting" and shall elect officers and chairs of its standing committees, who also serve ex officio as trustees, and transact such other business as may come before it.

(c) Special ("Emergency") Meetings

Any three or more members of the Steering Committee may call a Special Meeting, with a minimum of one week notice to the Membership, when they believe urgent business warrants doing so. Should less than three Steering Committee seats be currently filled, a unanimous action by remaining Steering Committee members shall be deemed to satisfy this provision.

(d) Notice

The Fellowship Chair, Vice Chair, or Recording Secretary shall place, or cause to be placed, notification of all Business Meetings in the Meeting Secretaries' Binder, and on the Fellowship Notice Board at least one week prior to said Business Meeting. An agenda for the meeting shall be published and placed on the Notice Board no later than 72 hours prior to any Business Meeting.

(e) Quorum

The number of Franchised Members in attendance at any properly noticed Business Meeting shall be deemed to constitute a quorum for that meeting.

(f) Voting

(i) Franchise Holders

Each duly elected Secretary of the SLV Fellowship and all Steering Committee Members of the Fellowship shall be entitled to one vote on any matter before the assembly at a Business Meeting at which *s/he* is in attendance.

(ii) No Proxy

There shall be no provision for "proxy" or "absentee" voting. Members must be present to exercise the Franchise.

(iii) Substantial Unanimity

In keeping with AA principles, it shall be the goal, whenever possible, to achieve Substantial Unanimity among members on any action. The following thresholds must be reached at a minimum for the purposes of conducting Fellowship business

(1) Amendment of these bylaws: two-thirds majority;

(2) Amendment of the Certificate of Incorporation: two-thirds majority;

(3) Amendment to the Policies and Guidelines: two-thirds majority;

(4) Removal of the voting privileges of a Steering Committee Member or other Trusted Servant: three-quarters majority.

NOTE: "Abstentions" may be registered, but shall not be considered for the purpose of achieving the majorities enumerated above.

(iv) Minority Opinion / Right of Appeal

Consistent with long standing AA practice, as memorialized in our Fifth Concept, the opportunity for Minority Opinion to be respectfully heard, and the Right of Appeal by the minority on any action shall be carefully guarded in all proceedings as set forth in the Policies and Guidelines document.

Section 1.05 DURATION

The duration of SLV Fellowship is perpetual: If, however, the Fellowship is dissolved, its assets shall be distributed for one or more tax exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code. Any assets not so distributed shall be disposed of by order of the Court of Common Pleas of the county in which the principal office of the Fellowship is then located, exclusively for such purposes or to such organizations as the Court shall determine, organized and operating exclusively for tax exempt purposes.

Section 1.06 WARRANTIES

In all its proceedings, SLV Fellowship observes the spirit of the AA traditions, taking care that the Fellowship never becomes the seat of perilous wealth or power; that sufficient operating funds, plus an ample reserve, be its prudent financial principle; that none of the Trustees, Officers, or Members 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 substantial unanimity; that no SLV FELLOWSHIP action ever be personally punitive or an incitement to public controversy; that although the Fellowship may act in and for the service of AA members, it never perform any acts of government; and that, like the Society of Alcoholics Anonymous of which it is a part, the Fellowship itself will always remain democratic in thought and action.

Article II. MEMBERSHIP

Section 2.01 REQUIREMENTS

The only requirement for membership is a desire to stop drinking.

Section 2.02 DUES

There are no dues or fees for participation in the Fellowship.

Section 2.03 VOTING PRIVILEGES

All Members of Alcoholics Anonymous are welcome to attend any Business Meeting of the Fellowship, but only franchised members shall be entitled to vote (see 1.04a).

Section 2.04 INSPECTION OF RECORDS

Any SLV FELLOWSHIP Member may have reasonable access to the books and records of the Fellowship. Any expenses involved must be paid by the requester except as the SLV FELLOWSHIP may otherwise determine.

Article III. OFFICERS AND TRUSTED SERVANTS

Section 3.01 OFFICERS

The Voting Members will elect the officers set forth below. The officers set forth in this Article of the Bylaws and the Chairs of the Standing Committees set forth in Article IV of the Bylaws are the "Fellowship Officers" and collectively comprise the membership of the "Steering Committee." The Voting Members may also designate such other officers as they may wish to elect from time to time. In the event that an officer of the Steering Committee cannot be present to vote or is

unable to fulfill the term of their elected office, the duly elected co-officer corresponding to his or her position shall serve in their place. In the event that a Steering Committee officer or their co-officer is unable to serve or attend a meeting, the Chair shall temporarily appoint a franchised member of the Fellowship to fill the position.

Section 3.02 **FELLOWSHIP CHAIR**

The SLV Fellowship Chair shall:

- a. Preside over the Monthly Business Meeting and any other Special Steering Committee Meetings he or she may choose to convene;
- b. Set the Agenda for all such meetings, in consultation with the Steering Committee and the Membership, and cause the Agenda to be posted in a prominent place at the fellowship at least 72 hours in advance of such meetings, for the purpose of informing the membership of upcoming business;
- c. Rule on points of procedure that arise under these Bylaws and under the Policies and Guidelines Document;
- d. Fill appointed service position vacancies and, when required, appoint members to fill vacated Offices, under the guidance and constraints imposed by these Bylaws;
- e. Preside over membership voting, in cooperation with the Recording Secretary [i.e., collecting ballots, tallying and posting results of elections and motions, etc.]. In such cases where the Chair or Recording Secretary is standing for election to an office, the Treasurer or another disinterested Steering Committee Member shall perform these duties;
- f. Serve ex-officio as a non-voting member of all standing Committees;
- g. Establish such ad hoc committees as he or she shall deem necessary;
- h. Serve as one of three signers on all Fellowship Bank Accounts;
- i. Serve as custodian of, and carefully preserve, one of three sets of complete copies of Fellowship records, including, but not limited to current Bylaws Business Meeting Minutes, Roster of Officers, and financial records;
- j. Delegate his or her responsibilities, including that of ex-officio member of standing committees, to the Vice-Chair, as he or she deems advisable;

- k. For purposes of any law which requires that a nonprofit corporation have a "President," be considered the "President."

Section 3.03 **VICE CHAIR**

The SLV Fellowship Vice-Chair shall:

- a. Act as Fellowship Chair in the absence of the Fellowship Chair;
- b. Perform such services and responsibilities as the Fellowship Chair shall choose to delegate or assign, including, but not limited to the Chair's position as ex-officio member of the standing committees;
- c. For purposes of any law which requires that a non-profit corporation have a "Vice-President," be considered the "Vice-President."

Section 3.04 **RECORDING SECRETARY**

(a) Minutes

The Recording Secretary is responsible for ensuring that minutes of all Business Meetings are recorded, transcribed and submitted for timely approval, and shall cause a copy to be placed in the Steering Committee binder for all to inspect upon their approval.

(b) Elections

The Recording Secretary works in conjunction with the Chair to post the ballots, collect, tally, and reports the results of elections and motions. If the Chair or Recording Secretary is standing for election to an office, another disinterested Steering Committee member shall perform these duties in regard to that election.

(c) Custodian of Records

The Recording Secretary shall have the responsibility of being the primary custodian of all non-financial records and carefully preserve one of three sets of complete copies of Fellowship records including, but not limited to, current bylaws, business meeting minutes, roster of officers, and financial records. They shall also act as the Fellowship's archivist and in conjunction with the

Recording Secretary's Standing Committee and to the extent possible, shall assemble and maintain an archival history of the Fellowship from its founding to the present day. Such history may include documents compiled by the Officers, agendas, motions, discussions, oral histories, letters, communications with other organizations, and other pertinent documents.

(d) Official Correspondent

The Recording Secretary shall have the responsibility of acting as the primary correspondent for all official Fellowship business, including writing and answering letters to individuals, businesses and outside agencies and correspondence within AA's structure in consultation with the Chair, Co-chair, Treasurer and other appropriate Steering Committee Officers as needed.

The Recording Secretary shall be ultimately responsible for the content of all official Fellowship correspondence, of announcements, flyers, postings related to elections, and decision and actions taken by the Steering Committee, etc.

- (e) The Recording Secretary shall serve as a member of the Finance Committee and be one of three signers on the Fellowship bank accounts.
- (f) The Recording Secretary shall delegate his or her responsibilities to the Co-Recording Secretary as he or she deems advisable.
- (g) The Recording Secretary *may* concurrently serve as Media Coordinator, if approved by a separate vote of the Steering Committee.

Section 3.05

TREASURER

(a) Maintains Financial Records

The Treasurer maintains the Fellowship's financial records, including a detailed account of receipts and

disbursements, which s/he summarizes and reports to the Membership at each Business Meeting. The Treasurer also maintains the Fellowship's tax returns, if any, and records relating to exemption from taxation of SLV Fellowship as a non-profit entity.

(b) Responsible for Monies

The Treasurer receives contributions on a regular basis and maintains the Fellowship's funds in an account in the name of the SLV Fellowship in such financial institution as the Treasurer, with the consent of the Finance Committee, or in the absence of such standing committee, the Chair and Recording Secretary may designate.

(c) Preservation of Records

The Treasurer maintains and carefully preserves, one of three sets of complete copies of Fellowship records, including, but not limited to current Bylaws, Business Meeting Minutes, Roster of Officers, and financial records; Certificate of Incorporation, the Policies and Guidelines Document, annual reports, and correspondence with government agencies.

(d) Accountability Systems

The Treasurer, in conjunction with the Finance Committee, or in the absence of such standing committee, the Chair and Recording Secretary, shall be responsible for the creation and maintaining of Policies and Procedures, including but not limited to the authorized signatories for checks and other disbursements, to ensure careful accountability to the Membership in the handling of all Fellowship business. The designated signers on the financial account shall be any two of the following: the Treasurer, Chair and the Recording Secretary.

(e) For purposes of any law which requires that a nonprofit corporation have a "Treasurer," be considered the "Treasurer."

Section 3.06**INTERGROUP REPRESENTATIVE**

The Intergroup Representative shall be a member of the Steering Committee and serve as the Fellowship's direct liaison with the Santa Cruz County Intergroup of Alcoholics Anonymous (Central Office). Duties include the following.

- (a) Attendance at all Intergroup Council meetings.
- (b) Report back to SLV Fellowship Business Meetings regarding actions and activities of the Intergroup which may affect or interest Members.
- (c) Seek guidance of the Fellowship's Group Conscience regarding Intergroup matters.
- (d) Exercise the Fellowship's voting franchise at Intergroup Council meetings.
- (e) The Intergroup Representative is a Franchise Member of the Steering Committee.

Section 3.07**GENERAL SERVICES REPRESENTATIVE (GSR)**

The GSR links the SLV Fellowship with the AA service structure as a whole.

The GSR shall:

- a. Represent the voice of the group conscience of the SLV Fellowship, reporting the Fellowship's thoughts to the district committee member and to the delegate, who passes them on to the Conference;
- b. Be responsible for bringing back to the SLV Fellowship news of Conference Actions that affect AA unity, health, and growth;
- c. Attend district meetings;
- d. Attend area assemblies;

- e. Serve as the SLV Fellowship's mail contact with the General Service Office;
- f. Be listed in AA directories as contacts for the SLV Fellowship;
- g. Receive the G.S.O. bulletin *Box 4-5-9* and keep the *SLV Fellowship* abreast of AA activities;
- h. Serve as mail contact with their district committee member and with the area committee;
- i. Supply the District Committee Members with up-to-date SLV Fellowship information, which is relayed to the G.S.O. for inclusion in the directories and for G.S.O. mailings;
- j. Become knowledgeable about material available from G.S.O. [e.g., new literature, guidelines, bulletins, videos, etc.] and will be responsible to pass such information along, where appropriate to the SLV Fellowship;
- k. Become familiar with the Twelve Traditions, Twelve Concepts, the 12x12, AA Comes of Age, Twelve Concepts for World Service, the pamphlets "The A.A. Group", "AA Tradition – How It Developed", "The Twelve Traditions Illustrated", and "The Twelve Concepts Illustrated";
- l. Hold a seat on the SLV Fellowship Steering Committee and attend SLV Fellowship Business Meetings;
- m. Work with the Finance Committee and Fellowship Treasurer to develop practical plans for SLV Fellowship support of G.S.O., such as the Regular Contribution Plan and the Birthday Plan;
- n. Participate in District and Area service meetings, and help with planning for area conventions and the like;
- o. Make reports, following such area meetings and conventions, for the benefit of those who were not able to attend;
- p. Be elected by the SLV Fellowship and serve a two-year term;

Co-General Service Representative:

The Co-GSR shall:

- a. Be elected at the same time as the GSR;
- b. Attend district and area meetings when the GSR is unable to do so;
- c. Assist, participate, and share in the responsibilities of the GSR.
- d. Attend district and area meetings with the GSR when feasible.
- e. Perform all the duties and functions of the GSR when the GSR is unable to do so or is incapacitated for a time.
- f. Replace the GSR for the balance of his term in such cases as the GSR resigns, is removed from office, or is no longer able to serve.

Section 3.08 MEETING SECRETARY COORDINATOR

Shall be responsible for:

- (a) Maintaining an accurate schedule of Fellowship meetings, and the duly elected Meeting Secretaries responsible for them, including the date they assumed the meeting and the date their six-month commitment is up.
- (b) Scheduling and conduct of regular "Secretary Workshops" to ensure Meeting Secretaries are familiar with the Fellowship's organizational structure and Procedures and Guidelines, and their duties and responsibilities as Trusted Servants of the Membership.
- (c) Ensuring that all Meeting Secretaries meet the criterion outlined in the Policies and Guidelines and that all scheduled meetings have a duly elected secretary.
- (f) Posting a record of Meeting Secretary attendance at Steering Committee monthly meetings.

- (g) Accounting for and distributing all Fellowship keys for trusted servants (i.e. duly elected Steering Committee Officers and Meeting Secretaries).

Section 3.09 *ONLINE MEETING SECRETARY COORDINATOR*

The suggested requirement is six months sobriety. The Online Meeting Secretary Coordinator shall:

- (a) Create a schedule of online meetings and update for accuracy and consistency.
- (b) Maintain an accurate schedule of Fellowship meetings, and the duly elected Meeting Secretaries responsible for them, including the date they assumed the meeting and the date their six-month commitment is up.
- (c) Schedule and conduct regular "Secretary Workshops" to ensure Meeting Secretaries are familiar with the Fellowship's organizational structure and Procedures and Guidelines, and their duties and responsibilities as Trusted Servants of the Membership.
- (d) Work with the Media Coordinator to ensure that meetings are uploaded to BLF website and intergroup site.
- (e) Post a record of Meeting Secretary attendance at Steering Committee monthly meetings.
- (f) Refer secretaries to benlomondfellowship.org for current meeting announcements.
- (g) Assist meeting secretaries with log in and password issues.
- (h) Assist secretaries with technical issues.
- (i) Attend Steering Committee meetings and reports on status of Online Meetings.
- (j) Be elected by the Steering Committee for a one-year term.

Section 3.10 MAINTENANCE COORDINATOR

Shall be responsible for the oversight and facilitation of all maintenance, upkeep and improvements to the facilities and grounds of the SLV Fellowship and the safety and well being of its members, including:

- (a) Maintenance and upkeep of the interior and exterior of the building including the outside deck, parking area and landscaping.
- (b) Ensure the premises and all improvements meet all local, state and federal safety and building code standards and regulations.
- (c) Ensuring the beginning and completion of all improvements approved by the Steering Committee.
- (d) The Maintenance Coordinator may delegate his or her responsibilities to the Co-Maintenance Coordinator as he or she deems advisable. He/she will work in conjunction with their respective committee and is responsible for the facilitation and oversight of the duties listed above but is not personally responsible for making the actual repairs and upkeep themselves.
- (e) The Maintenance Coordinator and their committee shall coordinate closely with the Treasurer to ensure clarity regarding budget for expenditures and a detailed accounting of expenditures.

Section 3.11 ACTIVITIES COORDINATOR

The Activities Coordinator shall be responsible for organizing in a timely manner Alcathons, potlucks, fundraisers, dances, and such other social and educational events as the Membership may deem appropriate in conformance with the 12 Traditions of Alcoholics Anonymous.

- a) Plan and coordinate in a timely manner the dates of activities and events, offering programs and support for recovery on holidays and occasions when it is likely needed most by the Fellowship.
- b) Coordinate and provide service and volunteer opportunities for the members of the Fellowship to ensure adequate staffing and support of events.
- c) Obtain and secure in a timely manner all required leases, permits, insurance, rentals, etc.
- d) Ensures events are advertised at the Fellowship and at Intergroup when appropriate.
- e) The Activities Coordinator and their committee shall coordinate closely with the Treasurer to ensure clarity regarding budget for expenditures and a detailed accounting of expenditures for all events.

Section 3.12 SUPPLIES COORDINATOR

The Supplies Coordinator shall be responsible for the ordering and stocking of sundry supplies for the general maintenance, upkeep and normal operation of the Fellowship meeting hall, its furnishings and equipment, parking areas and grounds.

- a) Maintain a current inventory of supplies on hand and be able to provide a detailed report upon request.
- b) Purchase or cause to purchase supplies necessary for the normal operation of the Fellowship.
- c) Work closely in conjunction with their respective committee and the Treasurer to provide a detailed accounting of all expenditures.
- d) Coordinate closely with the Treasurer to ensure clarity regarding budget for expenditures.
- e) Shall periodically research alternative sources for supplies in order to keep costs at a competitive minimum.

- f) The Supplies Coordinator and their committee shall coordinate closely with the Treasurer, Activities and Maintenance Coordinators and their committees to ensure the smooth operation of the Fellowship and its events for all events.

Section 3.13 MEDIA COORDINATOR

The suggested requirement is six months sobriety. The Media Coordinator shall:

- (a) Manage bulletin board and benlomondfellowship.org site content including events, Intergroup, General Service, etc., and place announcements in the secretary binder, as appropriate.
- (b) Solicit written reports from Steering Committee meeting members to post online and on bulletin boards at the fellowship, and in the secretary binder, as appropriate.
- (c) Link information from Intergroup and General Service to the website.
- (d) Post information about open steering committee positions to the website.
- (e) Be elected by the Steering Committee for a one-year term.

Section 3.14 ELIGIBILITY

Any member of the SLV Fellowship is eligible for service as a Fellowship Officer provided that he or she meets the qualifications for the particular office, which are as follows:

- (a) Fellowship Chair, Recording Secretary, and GSR and their co-officers shall have achieved a minimum of two years of continuous sobriety.
- (b) Treasurer shall have a minimum of five years of continuous sobriety.

(c) All other SLV Fellowship Offices enumerated in this Article: a minimum of one year of continuous sobriety with exception to the online meeting secretary coordinator, media coordinator, and co-positions of activities coordinator, literature coordinator, supplies coordinator, and maintenance coordinator, which are eligible with 6 months or more continuous sobriety.

(d) No person may hold more than one Franchised Fellowship Office at a time, except in the case of combined Standing Committee Chairs, as provided in Section 4.01.c., and the Recording Secretary, as provided in Section 3.04.g.

(e) Any Officer suffering an interruption in sobriety is encouraged to promptly admit it and shall be deemed to have vacated his or her Office. S/he shall be replaced by their respective co-officer. In the case of an interruption in sobriety of the co-officer, a new co-officer shall be replaced in a special election or by appointment (see Section 3.01).

Section 3.15 ***TERMS OF OFFICE***

The term of office for all Fellowship Officers is one year with the exception of the GSR. No person may hold the same Office for more than two consecutive full terms. The GSR's term shall be consistent with such guidelines as may be issued from time to time by AA's GSO and shall last for a period of two years.

Section 3.16 ***ELECTIONS***

Elections shall be held at the Annual Meeting in March using a Modified Third Legacy procedure as specified in the Policies and Guidelines document.

Section 3.17 ***VACATED OFFICES***

When a vacancy exists for a Fellowship Officer position which is ordinarily filled through election that position shall be filled by the positions co-Officer. In the event the vacated position is that of a co-officer then the position shall be filled through a "Special Election". Should less than six months remain in the term, the Fellowship Chair, in consultation with the Steering Committee may, at his or her

discretion, call a Special Election *or* appoint a Member to fill out the unexpired term. All appointments are subject to ratification by a simple majority of the Franchised Membership at the next regularly scheduled Business Meeting. Should the Members decline to ratify an appointment, the Chair may call for a Special Election or opt to leave the Office vacant.

Section 3.18 ***TRUSTEE***

The Fellowship recognizes that some laws regarding incorporation may require that a non-profit corporation have trustees. It is the will of the SLV Fellowship that the Voting Members, not the Trustees, exercise the power to govern the Fellowship, that the Trustees as such have no governing power, and that Bylaws adopted by the Voting Members may not be altered or repealed by the Trustees. For purposes of compliance with such legal mandates, the Fellowship Officers are ex officio Trustees of the SLV Fellowship and shall be listed as such on the annual reports.

Section 3.19 ***REMOVAL OF AN OFFICER***

Any Officer may be removed from office by a vote of three-fourths of the Franchised Members provided the Business Meeting to consider such removal has been properly and prominently noticed for a minimum of 10 calendar days prior to its occurrence. If an Officer does not attend or report at three consecutive business meetings, they may be removed from office at the fourth business meeting.

Section 3.20 ***ADDITIONAL DUTIES***

The Voting Members may assign other duties besides those set forth in these Bylaws to any of the Officers by simple majority vote.

Section 3.21 ***COMPENSATION***

No person shall receive compensation for his or her service as Officer or Trustee. However, the voting Members may elect to reimburse out-of-pocket expenses should they deem it appropriate and consistent with 12x12x12.

Section 3.22

EXECUTION OF DOCUMENTS

Contracts, agreements, and engagements may be executed on behalf of the SLV Fellowship by those Officers designated by resolution of the Franchised Members to sign them.

Article IV.

COMMITTEES

Section 4.01

STANDING COMMITTEES

- (a) The Standing Committees of the SLV Fellowship are set forth in this Article. They have the duties set forth below and such additional duties as the Voting Members may assign to them.
- (b) Each Standing Committee Chair is a Fellowship Officer, with all duties and obligations associated therewith, and shall be prepared to submit a report on committee status and activities at each regularly scheduled Business Meeting.
- (c) In the event the Fellowship Officer corresponding to the Chair of a Standing Committee is vacant, the Chair shall fill the position according to the provisions of section 3.12, or may elect to combine the duties of two or more Standing Committees, and the offices of Committee Chairs, for a specified period of time not to exceed two years, or elect to leave a Committee Chair post unfilled.
- (d) The Fellowship Chair or Vice Chair is an ex-officio member of all Standing Committees. Either the Fellowship Chair or Vice Chair, but not both, can act as an ex-officio member of a Standing Committee.

Section 4.02

FINANCE COMMITTEE

The Finance Committee shall comprise the Treasurer, Chair, Vice-Chair and such other Fellowship Members as these officers may designate from time to time. The Committee shall be responsible for oversight and assistance to the Treasurer as required to ensure accountability

and effective discharge of responsibilities. The Finance Committee shall work in close collaboration with the Chairs of the Supplies, Maintenance, Literature, Activities committees and other Officers to ensure that adequate and detailed inventories and expenditure reports are kept and provided, to the Finance Committee and Steering Committee at their request.

Section 4.03 RECORDING SECRETARY COMMITTEE

The Recording Secretary Committee shall comprise the Recording Secretary Coordinator Chair, co-chair and such volunteers or appointed committee members as s/he may deem necessary.

- a) Maintain the Steering Committee binder, including up-to-date copies of the bylaws, approved Steering Committee minutes, Robert's Rules of Order, etc.

- b) Maintain copies of all non-financial records and carefully preserve one of three sets of complete copies of Fellowship records including, but not limited to, current bylaws, business meeting minutes, roster of officers and financial records.

- c) In conjunction with the Meeting Secretary Coordinator, assist the Recording Secretary in maintaining the Meeting Secretary Binder and all bulletin/announcement boards, including overseeing all announcements.

- d) Assist the Recording Secretary in assembling and maintaining an archival history of the Fellowship from its founding to the present day. Such history may include documents compiled by the Officers, agendas, motions, discussions, oral histories, letters, communications with other organizations, and other pertinent documents.

Section 4.04 MEETING SECRETARY COORDINATION COMMITTEE

The Meeting Secretary Coordinator Committee shall comprise the Meeting Secretary Coordinator Chair, co-chair and such volunteers or appointed committee members as s/he may deem necessary, shall be responsible for ensuring that the "hand of AA", through the SLV Fellowship, is "there for the alcoholic who still suffers." Duties include the following:

- (a) Maintaining an accurate schedule of Fellowship meetings, and the duly elected Meeting Secretaries responsible for them including the date they assumed the meeting and the date their six-month commitment is up.
- (b) Scheduling and conduct of regular "Secretary Workshops" to ensure Meeting Secretaries are familiar with the Fellowship's organizational structure and Procedures and Guidelines, and their duties and responsibilities as Trusted Servants of the Fellowship.
- (c) Ensuring that all Meeting Secretaries meet the criterion outlined in the Policies and Guidelines and that all scheduled meetings have a duly elected secretary.
- (d) Posting a record of Meeting Secretary attendance at Steering Committee monthly meetings.
- (e) Work in conjunction with the Meeting Secretary Coordinator to ensure that the Meeting Secretary Binder is updated in an accurate, timely and concise manner.

Section 4.05

MAINTENANCE COMMITTEE

The Maintenance Committee, through its Chair, shall be responsible for cleaning and maintenance of and making Steering Committee approved improvements to the Fellowship meeting hall, its furnishings and equipment, parking areas and grounds. The Maintenance Chair shall coordinate closely with the Finance Committee to ensure clarity regarding budget for expenditures and a detailed inventory and accounting of expenditures.. General housecleaning and upkeep shall be done on a regularly scheduled basis- at least once every two weeks, or more often, as required.

All proposed donations of fixtures, furniture, or equipment should be handled by the Maintenance Committee and its Chairperson, or such

member of the committee as the Committee Chairperson may delegate for that role, in consultation with the SLV Fellowship Chairperson. In determining whether to accept donations of furniture or large fixtures or equipment, those charged with considering donations shall consider:

- a. The condition of the piece;
- b. Its genuine usefulness to the Fellowship;
- c. Ease of transport into the Fellowship Hall;
- d. Plan for removal of the replaced furniture, fixture, or equipment.

In order to avoid burdening the SLV Fellowship Steering Committee needlessly with decisions concerning such matters, the decision on such donations should be handled whenever possible, within the committee and in consultation with the Fellowship Chair. However, in such cases where there is uncertainty on any of these points, or disagreement within the Maintenance Committee, or between the Committee Chair or his delegate and the Fellowship Chair, the parties are urged to bring the matter before the entire Steering Committee for consideration. In such cases, a photograph of the piece or pieces in question ought to be provided.

Section 4.06 ***SUPPLIES COMMITTEE***

The Supplies Committee, through its Chair, shall be responsible for the ordering and stocking of sundry supplies for the general maintenance, upkeep and normal operation of the Fellowship meeting hall, its furnishings and equipment, parking areas and grounds. The Supplies Committee shall also be responsible for a detailed accounting of supplies on hand and provide detailed reports of their accounting to the Steering Committee at their request. The Supplies Chair shall coordinate closely with the Treasurer to ensure clarity regarding budget for expenditures and a detailed inventory and accounting of expenditures.

Section 4.07 ***ACTIVITIES COMMITTEE***

The Activities Committee, consisting of the Activities Coordinator and a co-chair and volunteers recruited from the Membership as needed, shall be responsible for organizing Alcahons, potlucks, fundraisers and such other educational or social events as the Membership may deem appropriate in conformance with the 12 Traditions of Alcoholics

Anonymous. The Activities Coordinator shall coordinate closely with the Treasurer to ensure clarity regarding budget for expenditures and a detailed inventory and accounting of expenditures, The Activities Coordinator shall coordinate closely with other Officers and Chairs of the Maintenance, Literature, and Supplies Committees to ensure that activities are supportive and not disruptive of the SLV Fellowship's Primary Purpose.

Section 4.08 LITERATURE COMMITTEE

- (e) The Literature Committee, through its Chair, shall be responsible for obtaining and maintaining an appropriate inventory of conference approved pamphlets, meeting schedules, chips and books. Pamphlets and meeting schedules shall be distributed without charge. Books will be sold at cost. The Literature Chair shall coordinate closely with the Treasurer to ensure clarity regarding budget for literature and a detailed inventory and accounting of expenditures, and ensure that price lists are current and easily available.

Section 4.09 BYLAWS COMMITTEE

The Bylaws committee shall be comprised of the Vice Chair, or if the Vice Chair is unavailable, the Recording Secretary or such other Steering Committee member as may be appointed by the Chair, and at least two other members of the Fellowship. The committee shall meet bi-annually, with sufficient time prior to the Annual Meeting, to review and suggest revisions to the SLV Fellowship Bylaws at their discretion.

Section 4.10 AD HOC COMMITTEES

The Fellowship Chair, or a two-thirds majority of the Steering Committee, may create ad hoc committees to stand for a period of no more than two years. The Chair, in consultation with the Steering Committee and Membership defines the duties assigned to each such committee. The Voting Members may assign additional duties to the ad hoc committees. Each such committee should have at least three members. The Fellowship Chair shall appoint a committee chair. Ad hoc

committee chairs report monthly to the Business Meeting. Ad hoc committee chairs and members are not SLV Fellowship Officers and do not relinquish their eligibility to hold or stand for Fellowship Office after the termination of the ad hoc committee.

Article V. POLICIES AND GUIDELINES

Section 5.01 POLICIES

A "policy" is any principle, plan, or course of action adopted by the Assembly to supplement the Bylaws. Policies may be adopted by two-thirds majority vote of the Franchise Members present at any properly noticed business meeting.

Section 5.02 GUIDELINES

A "guideline" is in the nature of a tradition, suggestion or rule of thumb for the actions or deliberations of the SLV Fellowship, its Committees, Officers, Trustees, or Members. The 12x12x12 embodies guidelines for all actions and deliberations of the Fellowship. Additional guidelines may be added by a three-fourths majority vote of the Members present at any properly noticed business meeting.

Section 5.03 POLICIES AND GUIDELINES DOCUMENT

The Recording Secretary maintains and updates the Official Policies and Guidelines Document, which includes such policies and guidelines as may be adopted from time to time by the Members. The policies and Guidelines Document is maintained with other Fellowship documents, and shall be available for review by any interested Member.

Article VI. FINANCIAL MANAGEMENT

Section 6.01 ENTERING INTO CONTRACTS

The Voting Membership at any properly noticed SLV Fellowship Business Meeting may, by resolution, authorize any officer or agent of the Fellowship to enter into any contract or execute and deliver any instrument in the name of, or on behalf of The Fellowship, and such authority may be general or confined to specific instances. Unless so authorized, no officer, agent or member shall have any power or authority to bind the SLV Fellowship by any contract or engagement or to pledge its credit or to render it liable pecuniarily for any purpose or in any amount.

Section 6.02 ACCOUNTABILITY FOR DISBURSEMENT OF FUNDS

Execution and/or disbursement of checks, drafts, promissory notes, orders for the payment of money, and other evidence of indebtedness of The Fellowship shall be authorized by 2 persons. These persons shall be the Treasurer and one (1) of the following: The Fellowship Chair, Vice Chair or Recording Secretary. In the event of the inability of the Treasurer to act, a substitute shall be authorized to assume the duties of the Treasurer as is provided in Article III, Section 3.12 of these Bylaws.

Section 6.03 DEPOSIT OF FUNDS

All funds of the SLV Fellowship shall be deposited at regular intervals to the credit of The Fellowship in such banks, trust companies, or other depositories as the Steering Committee may select.

Article VII.

OPERATION

It is envisioned that, at some future point, the SLV Fellowship will likely find it desirable and useful to register for operation as a charitable and educational non-profit corporation under Internal Revenue Code ("IRC") section 501(c)(3). At such time as application for same should go forward, the provisions in this Article shall automatically be made a part of these Bylaws.

Section 7.01

NOT A BUSINESS CORPORATION

The SLV Fellowship will issue no shares of stock. No dividends will be paid. None of the income or assets of the Fellowship may be distributed to the Members, Trustees or Officers except for adequate consideration following full disclosure and approval of the two-thirds majority of Voting Members. No Member of the Fellowship has any vested or proprietary right, interest or privilege in the assets, property, functions or activities of the SLV Fellowship.

Section 7.02

TAX EXEMPT STATUS

The SLV Fellowship is restricted to charitable and educational purposes as those terms are defined in Internal Revenue Code ("IRC") section 501(c)(3). These purposes are set forth in the General Provisions of these Bylaws and in the Certificate of Incorporation. The Officers are authorized and directed to maintain the Fellowship's tax exempt status on the state and federal levels.

Section 7.03

RESTRICTION ON ACTIVITIES

The SLV Fellowship shall not carry on propaganda or otherwise attempt to influence legislation or participate in any political campaign. Notwithstanding any other provision of these Bylaws, the Fellowship shall not carry on any other activities not permitted to be carried on by a corporation exempt from income tax under IRC section 501(c)(3) or by a corporation, contributions to which are deductible under IRC section 170(c)(2).

Section 7.04**NOT A PRIVATE FOUNDATION**

The SLV Fellowship is not a private foundation as it receives broad support from the members of its Fellowship. If, however, the Fellowship is found to be a private foundation, then it shall comply with all rules relating to private foundations necessary to preserve its tax exempt status. In particular, the SLV Fellowship (1) shall distribute its income for any tax year at such time and in such manner as to avoid the tax on undistributed income imposed by IRC 4942; (2) shall not engage in any act of self-dealing as defined in IRC 4941 (d); (3) shall not retain any excess business holdings as defined in IRC 4943(c); (4) shall not make any investments in such manner as to subject it to tax under IRC 4944; and (5) shall not make any expenditures as defined in IRC 4945(d). All references to the IRC include any corresponding section of future tax codes.

Article VIII.**INDEMNIFICATION****Section 8.01****INDEMNIFICATION**

The SLV Fellowship shall indemnify each current and former Officer and Trustee from liability for acts within the course of his or her service to the Fellowship to the full extent permitted by law.

Section 8.02**WAIVER OF LIABILITY**

A current or former trustee or officer shall not be personally liable to the SLV Fellowship or its members for damages for breach of *any* duty owed to the Fellowship or its members, except in cases of receipt by such person of an improper personal benefit.

Article IX.**AMENDMENTS**

Section 9.01

TWO THIRDS VOTE REQUIRED

These Bylaws *may* be amended or replaced and new Bylaws *may* be adopted by a two-thirds vote of a quorum of the Voting Members. A two-thirds vote is also required to amend or replace the Certificate of Incorporation.

Section 9.02

EFFECTIVE DATE OF AMENDMENTS

Amendments are effective on a date specified by the Voting Members but not later than three months after the date of approval of the amendment by the Voting-Members.

Article X.

PRECEDENCE

These Bylaws supersede all previous Bylaws and amendments. These Bylaws contain all amendments as adopted by the SLV Fellowship Members inclusive until April 1, 2001.

Article XI.

DEFINITIONS USED

As used by these Bylaws:

- (a) The present tense includes the past and future tenses, and the future tense includes the present tense.
- (b) In all cases where person is used it shall be understood to be gender neutral.
- (c) The singular number includes the plural, and the plural number includes the singular.
- (d) The word "shall" is mandatory and "may" is permissive.

Article XII. SEVERABILITY

If any section, phrase, sentence, portion, or application of these Bylaws is, for any reason, held invalid, or unconstitutional by any Court of competent jurisdiction, such portion or application shall be deemed a separate, distinct, and independent provision, or application, and such holding shall not affect the validity of the remaining portions or applications thereof.

Respectfully submitted,

Bylaws Committee:
Jeffrey C., Recording Secretary
Cora W., Co-supplies Coordinator
Jesse C., Acting Chair

July 28, 2010

** Thanks to Eugene S. and other members at large for their contributions to this document.*

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