

**BYLAWS**

**OF THE**

**CHATTANOOGA AREA CENTRAL OFFICE**

ADOPTED October, 08 2018  
Amended January 14, 2019

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# BYLAWS OF THE CHATTANOOGA AREA CENTRAL OFFICE

(Amended January 14, 2019)

## PREAMBLE

*General Warranties of the Central Office: In all its proceedings, the Central Office shall observe the spirit of A.A. 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 the Central Office Members 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 action ever be personally punitive, or an incitement to public controversy; that though the Central Office may act for the service of Alcoholics Anonymous Groups in GA District 15A, TN Districts 7, 80, 81, 82, 83, and 84, it shall never perform any acts of government; and that, like the society of Alcoholics Anonymous which it serves, the Central Office itself will always remain democratic in thought and action.*

(The above is adopted from the A.A. Service Manual of A.A. World Services and A.A. Co-founder Bill W's Twelve Concepts for World Service as was unanimously adopted by the 1955 Conference and was updated by the 1968, 1969, 1975, and 1978 Conferences. This adaptation of copyrighted A.A. material has been approved by the General Service Board.)

## Statement of Purpose

The purpose of the Chattanooga Area Central Office (herein after Central Office) shall be to provide communication and cooperation among the AA Groups in the Greater Chattanooga Area and to serve as a means of contact for the suffering alcoholic, the alcoholic's family and the public at large. It is understood that the Twelve Steps, Twelve Traditions, and Twelve Concepts of Alcoholics Anonymous are always the Central Office's paramount guiding principles. All decisions made by the Central Office, the Central Office Committee and the diverse groups associated with the Central Office, shall conform in essence with these principles whenever possible, with ultimate responsibility to preserve the integrity and intent of these principles through appropriate review and approved procedures.

Specifically excluded from the objectives of the Central Office are: (1) the operation of any club, clubhouse or drying out place, and (2) the endorsement of any public or private projects on alcoholism.

## **Article I: Authority and Functions**

### **Section 1.1: Source of Authority**

“Service centers usually have no authority on their own account; they derive it from the participating groups. Central Offices are essentially A.A. service entities, ‘directly responsible to those they serve,’ as described in Tradition Nine. Local group representatives reflect the groups’ conscience in the service center operations.”—*Reprinted from A.A. Guidelines—Central or Intergroup Offices, pg 2 with permission of A.A. World Services, Inc.*

### **Section 1.2: Functions**

The basic services of the Central Office should include, but are not limited to: (1) handling A.A. inquiries, (2) providing a conveniently located office to facilitate Twelfth Step work, (3) providing a central location for exchange of information among A.A. groups, (4) serving as a clearinghouse for A.A. literature, (5) helping groups with "special needs services" whenever possible, (6) publishing and distributing up-to-date meeting lists, (7) publishing and distributing an A.A. bulletin or newsletter, (8) organizing and managing an A.A. answering service for Twelfth Step calls, and (9) maintaining a website with an up-to-date meeting schedule and information on upcoming events in accordance with GSO guidelines.

### **Section 1.3: Accountability**

The Central Office Committee is responsible for the administration and oversight of the Central Office, and should exercise its “Right of Decision” in all matters under its purview. However, the Central Office Committee shall ever bear in mind the spirit of Concept III-

“This “Right of Decision” should never be made an excuse for failure to render proper reports of all significant actions taken; it ought never be used as a reason for constantly exceeding a clearly defined authority, nor as an excuse for persistently failing to consult those who are entitled to be consulted before an important decision or action is taken.”—*Reprinted from Twelve Concepts for World Service, pg 14 with permission of A.A. World Services, Inc.*

## **Article II: Central Office Committee**

### **Section 2.1: Membership**

The Central Office Committee shall consist of the following members:

Chairperson, Vice-Chairperson, Secretary, Treasurer, Office Manager, Volunteer Coordinator, Newsletter Chairperson, two Members-at-Large (see Section 2.7), and one District Representative from each of the Districts served by the Intergroup (see Preamble).

Officers of the Central Office Committee shall consist of the Chairperson, Vice-Chairperson, Secretary, and Treasurer.

Each member, except the Chairperson, of the Central Office Committee shall have a voice and vote in all business of the Central Office. As per section 3.4, the Chairperson will not have a vote at either Intergroup or Central Office Committee meetings except in the event of a tie. In this situation, the Chairperson will serve as the tie-breaking vote.

### **Section 2.2: Purpose**

The purpose of the Central Office Committee shall be the management of the day-to-day affairs of the Central Office.

### **Section 2.3: Meetings**

(1) The Central Office Committee may elect to meet as a separate body at regular intervals or at such times deemed necessary in order to carry out the responsibilities of the Committee. Central Office Committee meetings will be open to any interested A.A. member, but only Central Office Committee members vote at committee meetings. (2) The minutes of all Committee Meetings will be made available at or before the next Central Office Committee Meeting.

A quorum to conduct Central Office Committee business shall consist of five members or in case of an emergency, when the Chairperson, Treasurer and Office Manager are present, they may act as a quorum. Decisions so made will be reviewed, altered or approved at the next Committee meeting where a quorum of five members is present.

### **Special Meetings**

A special Central Office Committee meeting may be called by a simple majority vote of the Central Office Committee, or by the Chairperson upon being apprised of a matter of major importance. In this case the Secretary will immediately issue proper notification of the special meeting to all Central Office Committee members. Proper notification shall consist of contact by telephone, email, and/or written notices mailed at least two (2) weeks prior to the date of the meeting.

### **Section 2.4: Duties and Responsibilities**

The Central Office Committee shall be responsible to see that the following duties are carried out: (1) organizing and maintaining an effective A.A. telephone answering service and an up-to-date Twelfth Step list for Twelfth Step calls after closing hours, (2) receiving and reviewing applications of candidates interested in applying for an opening in the Office Manager position, and submitting the names and rationale of those applicants to the Intergroup for approval, (3) reporting to the Intergroup concerning all matters that greatly affect the operation of Central Office or the Intergroup as a whole, (4) producing an effective and up-to-date job description for the Central Office Manager's position, and (5) conducting the annual performance reviews of the currently serving Office Manager.

Vacated offices in the Central Office Committee shall be appointed by the Chairperson with the approval of a quorum of the voting members present at the next Intergroup meeting. Persons so appointed shall serve until the next election date.

**Section 2.5: Formation of**

To form and maintain a Central Office Committee, the Intergroup shall elect from those persons meeting the necessary qualifications a Chairperson, Vice-Chairperson, Secretary, and Treasurer,. Additionally, it is suggested that each District served by the Intergroup shall have a District Representative to serve on the Central Office Committee.

**Section 2.7: Members-at-Large**

The Central Office Committee will include two Members-at-Large, one of which to be the outgoing Chairperson if they are willing and able to serve. It is the responsibility of the Members-at-Large to (1) attend and participate in Central Office Committee meetings, and (2) make his/her experience serving on the Committee available to the Central Office Committee. The second member is appointed by the current Chairperson

**Article III: Chairperson and Vice-Chairperson**

**Section 3.1: Qualifications**

Any present or immediate past member of the Intergroup may be eligible to be elected as Chairperson or Vice-Chairperson of the Central Office Committee. Other qualifications shall include: (1) a suggested two or more years sobriety, (2) the time, energy, and willingness to serve the Central Office for a two-year term, and (3) a background in A.A. service at the level of the Group or District, or on the Intergroup.

**Section 3.2: Elections**

A Chairperson and Vice-Chairperson shall be elected in the manner prescribed in Article IX of these Bylaws in odd numbered years during the regular Intergroup meeting in November and shall take office in January of the following year. Should a currently serving Group Representative be elected as Chairperson or Vice-Chairperson it is suggested that he/she resign as Group Representative enabling that group to elect a new Representative, thus insuring that all groups are equally represented.

**Section 3.3: Term of Service**

The Chairperson and Vice-Chairperson shall serve a two-year term subject to recall by the Intergroup which he/she serves. If a vacancy occurs during a Chairperson's term of office the Vice-Chairperson shall become the Chairperson and a new Vice-Chairperson shall be elected. Any person elected to fill a vacancy shall serve only to the conclusion of that two-year term. That person would then be eligible to be elected to a subsequent two-year term of his/her own.

**Section 3.4: Duties and Responsibilities—Chairperson**

It shall be the responsibility of the Chairperson to: (1) plan and prepare the agenda and to conduct the meetings of the Intergroup and Central Office Committee, (2) call special

meetings of the Intergroup as referenced in the Special Meetings section of the Bylaws of the Chattanooga Area Intergroup, or special meetings of the Central Office Committee as referenced in Section 2.4 of these Bylaws, (3) appoint ad-hoc committees as necessary, upon approval by a simple majority vote of the Intergroup, to help carry out the functions and activities of the Intergroup, (4) be one of the co-signers on all bank accounts, and (5) communicate to the Office Manager all direction and advice coming from the Central Office Committee including the findings of the committee relative to the performance reviews.

The Chairperson will not have a vote at either Intergroup or Central Office Committee meetings except in the event of a tie. In this situation, the Chairperson will serve as the tie-breaking vote.

### **Section 3.5: Duties and Responsibilities—Vice-Chairperson**

The responsibilities of the Vice-Chairperson are: (1) to assist, participate, and share in the responsibilities of the Chairperson, and (2) to assume all of the duties and responsibilities of the Chairperson in that person's absence.

When acting as the Chairperson, the Vice-Chairperson will not have a vote at either Intergroup or Central Office Committee meetings except in the event of a tie. In this situation, the Vice-Chairperson will serve as the tie-breaking vote.

## **Article IV: Secretary and Treasurer**

### **Section 4.1: Qualifications**

Any present or immediate past member of the Intergroup may be eligible to be elected as Secretary or Treasurer of the Central Office Committee. Other qualifications shall include: (1) a suggested two or more years sobriety, (2) the time, energy, and willingness to serve the Central Office in these positions, and (3) a background in A.A. service at the Group or District level, or on the Intergroup.

### **Section 4.2: Elections**

A Secretary and Treasurer shall be elected in the manner prescribed in Article IX of these Bylaws in odd numbered years during the regular Intergroup Meeting in November and shall take office in January of the following year. Should a currently serving Group Representative be elected as Secretary or Treasurer it is suggested that he/she resign as Group Representative enabling that group to elect a new Representative, thus insuring that all groups are equally represented.

### **Section 4.3: Term of Service**

The Secretary and Treasurer shall serve a two-year term subject to recall by the Intergroup which he/she serves. If a vacancy occurs during term of office, an election shall be held at the next regularly scheduled Intergroup meeting following the announcement of any qualified candidate's decision to stand for the position. Any person

elected to fill a vacancy shall serve only to the conclusion of that two-year term. That person would then be eligible to be elected to a subsequent two-year term of his/her own.

**Section 4.4: Duties and Responsibilities—Secretary**

It shall be the responsibility of the Secretary to: (1) take and keep minutes of all meetings of the Intergroup and Central Office Committee, (2) keep an up-to-date list of all provided Intergroup Representatives, their addresses and phone numbers, and notify members of upcoming meetings and events, (3) type, copy, distribute and keep records of all proposed and/or approved amendments to these Bylaws in the manner prescribed in Article X, and (4) provide digital copies of all records to the Office Manager on a timely basis.

**Section 4.5: Duties and Responsibilities—Treasurer**

It shall be the responsibility of the Treasurer to: (1) perform a monthly review of and help to maintain accurate financial records of all contributions to and expenditures of Central Office, (2) make regular monthly financial reports to the Intergroup, (3) be responsible for all required bank accounts and to be one of the co-signers thereon, (4) submit an annual financial summary at the regular February meeting of the Intergroup, and (5) when occasional projects or events occur, separate lines shall be maintained for expenditures and income. At the conclusion of these events or within one month, these lines will be integrated into the regular financial report.

**Article V: Volunteer Coordinator**

**Section 5.1: Qualifications**

The qualifications shall include: (1) a suggested two or more years sobriety, (2) the time, energy, and willingness to serve the Central Office in this position, (3) a background in A.A. service at the Group or District level, or on the Intergroup, and (4) background as a Central Office Volunteer.

**Section 5.2: Selection**

A Volunteer Coordinator shall be selected by the Central Office Manager pending approval by the Central Office Committee.

**Section 5.3: Term of Service**

The Volunteer Coordinator shall serve a two-year term subject to recall by the Central Office Committee. Any person selected to fill a vacancy in the Volunteer Coordinator position shall serve only to the conclusion of that two-year term. That person would then be eligible to be selected for a subsequent two-year term of his/her own.

**Section 5.4 Duties and Responsibilities**

It shall be the responsibility of the Volunteer Coordinator to: (1) maintain a current and accurate 12 step call list, (2) maintain a current and accurate roster of volunteers and coordinate the weekly schedule, (3) recruit, onboard, and train volunteers as needed, and (4) coordinate monthly after hours phone commitments with the respective districts.

## **Article VI: Newsletter Chairperson**

### **Section 6.1: Qualifications**

The qualifications shall include: (1) a suggested two or more years sobriety, (2) the time, energy, and willingness to serve the Central Office in this position, and (3) a background in A.A. service at the Group or District level, or on the Intergroup.

### **Section 6.2: Selection**

A Newsletter Chairperson shall be selected by Central Office Manager pending approval by the Central Office Committee.

### **Section 6.3: Term of Service**

The Newsletter Chairperson shall serve a two-year term subject to recall by the Central Office Committee. Any person selected to fill a vacancy in the Newsletter Chairperson position shall serve only to the conclusion of that two-year term. That person would then be eligible to be selected to a subsequent two-year term of his/her own.

### **Section 6.4: Duties and Responsibilities**

It shall be the responsibility of the Newsletter Chairperson to: (1) compile and prepare items for the monthly newsletter in compliance with GSO and local guidelines, (2) publish digital copies of the newsletter for distribution, and (3) provide the Office Manager with digital copies of the newsletter.

## **Article VII: Office Manager**

### **Section 7.1: Qualifications**

Any persons having the professional skills required for the job is eligible to be elected to the position of Office Manager. Qualifications for the position should include: (1) a suggested two or more years continuous sobriety for A.A. members, (2) a basic knowledge of the operations and functions of an A.A. Central Office, and (3) the communication, public relations, and office skills required by the position.

### **Section 7.2: Elections**

The Central Office Manager will be selected based on qualifications by the Central Office Committee and presented to Intergroup for approval prior to hiring.

### **Section 7.3: Term of Service**

An Office Manager shall serve an indefinite number of terms until such time employment is terminated. Any person elected to fill a vacancy in the Office Manager's position shall serve an indefinite number of terms until such time employment is terminated. When any person acting as Office Manager is terminated, the decision for termination will be presented to Intergroup.

#### **Section 7.4: Duties and Responsibilities**

It shall be the duty of the Office Manager to: (1) manage the day-to-day functions and operations of the Central Office with the help and direction of the Central Office Committee, and (2) perform all duties that are listed in the job description for the Office Manager's position. The Office Manager shall also be one of the co-signers on all bank accounts. *In keeping with the guidelines of G.S.O., the Central Office Committee should always be mindful that authority and responsibility are related and that no responsibilities should be assigned to the Office Manager without also giving commensurate authority.*

#### **Section 7.5: Performance Review**

(1) The Central Office Committee shall conduct an annual performance review of the Central Office Manager every November, or at more frequent intervals as deemed necessary by the Central Office Committee. Intergroup members may provide feedback to the Central Office Committee concerning the Central Office Manager's performance prior to the annual review. It shall be the duty of the Intergroup Committee Chairperson to communicate the findings of all such reviews to Intergroup and the Office Manager. It is suggested that all such reviews be done, insofar as possible, in a positive and constructive manner with the purpose of helping the Central Office to better meet the needs of the Groups it exists to serve. (2) If the Office Manager disagrees with any part of the evaluation, he/she shall be allowed to submit a written response to the evaluation. The Office Manager's written response will be filed with the evaluation, in the Central Office files.

#### **Section 7.6: Compensation**

Insofar as the income of the Central Office shall allow, the Office Manager shall be fairly compensated at a rate of pay approved by a vote of the Intergroup. All proposals not originating from the Central Office Committee that are brought before the Intergroup concerning changes in the rate of pay or number of hours worked shall be tabled and referred to the Central Office Committee for further consideration. The Central Office Committee will present an informed recommendation to the Intergroup at the next regularly scheduled meeting.

### **Article VIII: Financial Guidelines**

#### **Section 8.1: Support of Central Office**

It shall be the goal that all functions of the Central Office be financed primarily by the contributions of its groups, A.A. members, and secondarily from the sale of literature, related items, and such occasional activities as may be authorized by the Intergroup. To conform with the general practice of Alcoholics Anonymous and the Twelve Traditions, donations may only be accepted from A.A. members, A.A. groups A.A. meetings, or A.A. special events (see "Self-Support: Where Money and Spirituality Mix" F-3).

## **Article IX: Voting Guidelines**

### **Section 9.1: Quorum Defined**

At any regular meeting or special meeting held upon proper notification, a quorum of at least five (5) eligible voting members must be present, two of which must be a Central Office Committee officer, for conducting the regular and ordinary business of the Central Office Committee. To conduct the regular and ordinary business of the Central Office Committee, a simple majority vote of those Central Office Committee members present and eligible to vote shall be sufficient for a motion to pass. Voting on all extraordinary and important matters shall require a 2/3 majority vote. Extraordinary matters requiring the above mentioned voting requirements shall include, but not be limited to (1) voting out of office any member of the Central Office Committee, and (2) amending the Bylaws.

### **Section 9.2: Vote to Table**

Important decisions affecting the groups served by Central Office, or affecting A.A. as a whole, may be tabled for thirty (30) days by a simple majority vote of those present and discussed at the next regular scheduled Central Office Committee meeting.

## **Article X: Amending These Bylaws**

### **Section 10.1: Amending Bylaws**

These Bylaws may be amended at any time by a 2/3 majority vote of the Intergroup members present when the following provisions have been met: (1) a copy of the proposed amendment has been made available to all members of the Intergroup at their regular meeting one month prior to the vote, and (2) that the Central Office Committee has furnished a copy (digital and/or paper) of the proposed amendment(s) to all groups who have provided contact information to the Secretary, and whose Intergroup Representative was not present at the aforementioned meeting. All amendments to these Bylaws shall be typed and copied by the Secretary of the Intergroup, and a copy of all amendments shall be attached to each of the two (2) permanent copies and one (1) digital copy of these Bylaws which are to be stored in a safe and secure location accessible to the members of the Intergroup.

**Amendment**

**Date**

Adopted

October, 08 2018