# By-Laws <br> Of <br> Central Intergroup Office of the Desert 

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Reviewed and current as of March 9, 2023
BY-LAWS OF THE CENTRAL INTERGOUP OFFICE OF THE DESERT, AN INTERGROUP ASSOCIATION, AS AMENDED, ORIGINALLY ADOPTED BY THE GENERAL MEMBERSHIP ASSEMBLY MEETING, FEBRUARY 3, 2000, AT RANCHO MIRAGE, CALIFORNIA.

## ARTICLE I

## A. NAME: CENTRAL INTERGOUP OFFICE OF THE DESERT

## ARTICLE II

## A. THE PURPOSE OF THE CENTRAL INTERGROUP OF THE DESERT, AN INTERGROUP ASSOCIATION IS TO:

A. Unify the efforts of all member groups in the Central Intergroup Office of the Desert.
B. Supply information and literature to any groups of individuals within our scope.
C. Assist in forming new groups or help existing groups in carrying out our purpose; and
D. Help in any way to carry out the sole purpose of Alcoholics Anonymous.

## ARTICLE III

## A. THE TWELVE TRADITIONS OF ALCOHOLICS ANONYMOUS SHALL BE INCORPORATED INTO AND BE A PART OF THESE BY-LAWS:

## THE TWELVE TRADITIONS

1. Our common welfare should come first; personal recovery depends on A.A unity.
2. For our group purpose there is but one ultimate authority - a loving God as He may express Himself in our group conscience. Our leaders are but trusted servants; they do not govern.
3. The only requirement for A.A. membership is a desire to stop drinking.
4. Each group should be autonomous except in matters affecting other groups or A.A. as a whole.
5. Each group has but one primary purpose - to carry the message to the alcoholic who still suffers.
6. An A.A. group ought never endorse, finance or lend the A.A. name to any related facility or outside enterprise, lest problems of money, property and prestige divert us from our primary purpose.
7. Every A.A. group ought to be fully self-supporting, declining outside contributions.
8. Alcoholics Anonymous should remain forever non-professional, but our service centers may employ special workers.
9. A.A. as such, ought never be organized; but we may create special boards or committees directly responsible to those they serve.
10. Alcoholics Anonymous has no opinion on outside issues; hence the A.A. name ought never be drawn into public controversy.
11. Our public relations policy is based on attraction rather than promotion; we need always maintain personal anonymity at the level of press, radio and films.
12. Anonymity is the spiritual foundation of all our traditions, ever reminding us to place principles before personalities.

## ARTICLE IV

## A. AFFAIRS OF THE CENTRAL INTERGROUP OFFICE OF THE DESERT

The power to conduct the affairs of the Central Intergroup of The Desert and Intergroup Association of Alcoholic Anonymous shall be vested in a Board of Directors consisting of ten (10) members.

## B. BOARD OF DIRECTORS

## 1. Responsibilities

a. The Board of Directors shall have the power to conduct, manage and control the affairs of the Central Office; to make rules and regulations consistent with these By-Laws; and to incur indebtedness necessary to carry out the objective of the Central Office and Intergroup. The actions of the Board of Directors shall be by majority vote. A quorum consists of a majority of the then current Board.
b. The Board shall oversee preparation of an annual budget in June of each year by the Central Office Manager and any accountant hired by the Board. The Board shall pass an annual budget in June of each year.
c. The Board of Directors shall meet once a month at Central Office
d. The Board of Directors shall notify the Intergroup body if there are any changes to the regular board meetings or any Special Meeting of the Board.
e. Any two (2) officers, or an Officer and a Board Member, may call a Special Meeting of the Board, notice to be given two (2) days in advance, and the topic of the meeting to be clearly stated.
f. The Board of Directors is responsible for discussing, and responding to, complaints brought to their attention regarding the operations of the office, Intergroup or any sub-committees. Any resulting solution will be presented to the individual(s) at the discretion of the Chair.
g. No Director shall receive money for services rendered as Director.

## 2. Election Procedures and Eligibility of Directors

a. The Manager of Central Office is a member of the board.
b. Members of the Board shall be nominated and elected at the last Intergroup meeting of the year.
c. Board members shall be elected to serve (2) full years of service
d. No Board member shall serve more than two consecutive (2) year terms. However, after a two year interruption in service, said former Board member can be elected or appointed to the Board again.
e. A Director shall automatically be removed from office for loss of sobriety, unexcused lack of attendance at three (3) board meetings in one year or by any conduct which is deemed by a three quarters (3/4) vote of Intergroup to be detrimental to the welfare and best interest of the corporation.
f. Board vacancies occurring during the year shall be filled by appointment by the remaining members of the Board, with approval of Intergroup at the next meeting. Said appointee shall serve out the term of the vacated position but shall be eligible for re-election at the end of that term.
g. In the event that no replacement can be found that meets the criteria above, the board may appoint a prior Board member that has served within the last two years.
h. No person shall be eligible as a Director, until they have had a minimum of two (2) years of continuous sobriety.
i. To be eligible as a Director, a person must have been an Intergroup Representative from a Coachella Valley or adjacent A.A. group for six months and must have attended at least four Intergroup meetings AND be present at the December election meeting. If no group representative is eligible to serve, a former board member may be nominated, elected and serve another term.
j. To be eligible as a Director, it is strongly suggested that the individual participate in at least one volunteer shift at the office or have other experience in the day-to-day operations.
k. The new Board shall meet as soon as practical for organization purposes after election and to elect current Officers.

## C. THE FOLLOWING OFFICERS SHALL BE ELECTED BY AND FROM THE TEN (10) MEMBERS OF THE BOARD:

1. Chairman
2. Vice-Chairman
3. Treasurer
4. Secretary

## D. DUTIES OF OFFICERS

1. The chairman shall:
a. Conduct meetings and preserve order.
b. Enforce the provisions of these By-Laws.
c. Be ex-officio member of all committees.
d. Have a minimum of five (5) years of sobriety.
e. The chair has no vote, however, in the event there is not a full 10 member board, the chair may vote to break a tie.
2. The Vice-Chairman shall:
a. Assist the Chairman in the discharge of his duties and perform said duties in and during the absence, sickness or vacation of the Chairman.
b. In the absence of the Vice-Chairman, the Treasurer will perform those duties.
c. In the event a vacancy occurs in the office of the Chairman, act as Chairman for the un-expired term.
d. Have a minimum of five (5) years of sobriety.
3. The Treasurer shall:
a. See that adequate bookkeeping records are currently maintained.
b. Have a financial report at each Intergroup meeting and shall at all times keep the Board informed of the financial condition.
c. When directed by the Board, two members of the Board other than the Treasurer shall conduct an audit of the Treasurer's books.
d. Have a minimum of five (5) years of sobriety.
4. The Secretary shall;
a. Record the proceedings of all meetings of the Board of Directors and Intergroup and perform such duties as are required in conducting the affairs of both bodies.
b. Read the minutes of the previous Board and Intergroup meetings at the respective meetings.
c. Have a minimum of two (2) years of sobriety.
5. Term of Officers of the Board:
a. Officers of the Board shall serve for an initial term of one (1) year.
b. Any individual who has served as an officer of the Board shall be eligible to serve one (1) additional term in the same position if so selected by a majority of those Board members present at the Board meeting where the election is conducted.

## ARTICLE V

## FINANCES

A. An independent bookkeeper will be responsible for maintaining the office finances and work in conjunction with the Office Manager. The bookkeeper will arrange for annual review of internal controls and prepare state and federal tax returns. The bookkeeper will report all financial activities to the Board. Tax returns must be filed within 90 days of end of fiscal year.
B. Upon dissolution of this association, after paying or adequately providing for the debts and obligations of this association, the remaining assets shall be distributed as follows:

1. Sixty percent $(60 \%)$ to the Alcoholics Anonymous World services, Inc., New York, N.Y. which has established its tax-exempt status under Section 501(C)(3) of the Internal Revenue Code.
2. Forty percent (40\%) to Mid-Southern California Area Assembly.
C. No part of the net earnings of this association shall ever inure to or be for the benefit or be distributable to its members, trustees, officers, or other private persons, except that the association shall be empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the except purposes for which it was formed. Notwithstanding any other provisions of these articles, the association shall not carry on any other activities not permitted to be carried on by an association except from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954.
D. The Central Office may advance "seed money" or "start-up funds" to any fund raising activity from which the Central Office is a beneficiary and may include events in the Coachella Valley where a board member maintains regular liaison with the event's planning committee, and reports plans and progress to the board. The amount advanced should then be entered in the financial records an in the Desert Lifeline monthly "Income and Expenses" report as a separate line item reflecting advances and return payments against those advances.
E. A "prudent reserve" equal to six (6) months operating expenses shall be maintained by the Central Intergroup Office of the Desert and their Board of Directors.

## ARTICLE VI <br> PARLIMENTARIAN

Any board member or past board member may act as parliamentarian of the Board, or of Intergroup, when directed by the Chairman of the Board.

## ARTICLE VII <br> AMENDMENTS AND ADDITIONS

Amendments and additions or deletions of these By-Laws shall be presented to the Board of Directors in writing. The Board cannot vote on acceptance or rejection of the proposal but may offer a recommendation to the Intergroup when that body considers the proposed changes or additions. A notice that amendments, additions or deletions are up for adoption shall be put in the next newsletter and will be put up for adoption at the following regular Intergroup meeting. Amendments, additions or deletions must be approved by a two-thirds (2/3) vote of those Intergroup representatives attending the meeting at which the vote is taken.

## ARTICLE VIII

Robert's Rules of Order shall be used as a guide in conducting all meetings.

# Robert's Rules of Order <br> Modify by the Twelve Traditions and <br> Adapted for the General Service Conference Area 47 Assembly 

## What are Robert's Rules of Order?

They are set of guidelines for conducting business first written in 1876. Clubs, organizations, associations and conventions generally utilize Robert's Rules for business meetings.

## Why are Robert's Rules Important?

These guidelines allow everyone to be heard so this group can make decisions without confusion. This version of Robert's Rules have been modified to fit the needs of Area 47. Today, Robert's Rules of Order are the basic meeting operation for AA at the District, Area, Regional and National level, so it's important that everyone know these basic procedures. They should not be utilized in a way to stifle full discussion of an issue. We use these guidelines, but keep in mind that they must occasionally give way to the 12 Traditions.

## Moving to Motion:

A motion is a proposal that the entire membership take action or a stand on an issue. Only members that can vote on motions may make motions. Motions cannot be made when any other motion is on the floor. Original motions yield to subsidiary motions such as amendments.

## 1) Obtain the floor by raising your hand.

a) Wait until the last speaker has finished. Always wait until the Chairperson recognizes you.
2) Make Your Motion.
a) Speak in a clear and concise manner. It is sometimes helpful to write out your motion before saying it.
b) Always state a motion affirmatively. Say, "I move that we ..." rather than, "I move that we do not ..."
c) Avoid personalities and stay on your subject.
3) Second the Motion.
a) Another member will second your motion or the Chairperson will call for a second.
b) If there is no second to your motion it is lost.
c) It is generally not advisable to second a motion to simply get on with the discussion. The better course is to wait for the motion to fail without a second and then make a new motion. This avoids the problem of having to overly amend a motion that is not effectively worded in the first place.
4) The Chairperson States Your Motion.
a) The Chairperson will say, "It has been moved and seconded that we ..." Thus placing your motion before the membership for consideration and action.
b) Once your motion is presented to the membership by the Chairperson it becomes "assembly property," and must follow the amendment procedure (below) to be modified.
5) The Motion is Discussed.
a) The time for you to speak in favor of your motion is at this point in time, rather than at the time you present it. The mover is always allowed to speak first.
b) All comments and debate must be directed to the Chairperson.
c) The membership then either discuss and debate your motion, or may move directly to a vote.
d) Any member may speak on a motion, but should wait until other speakers are finished before taking the microphone for a second time.
e) The mover may speak again only after other speakers are finished, unless called upon by the Chairperson.
6) Putting the Question to the Membership.
a) The Chairperson asks, "Are you ready to vote on the question?" If there is no more discussion, a vote is taken.
b) Alternately, a members states "I call the vote" at the microphone.
i) Calling the question requires a second and requires a simple majority to pass.
ii) This action is not debatable.
iii) The person calling the question must be recognized and speak in turn, calling the question out of turn, interrupting those who have been waiting to speak, is out of order and does not have to be recognized by the Chair.
iv) The person calling the question may not address the motion prior to calling the question.

## 7) Voting on a Motion:

At the discretion of the Chair one of three methods of voting will be used:

1. By Voice - The Chairperson asks those in favor to say, "Aye," those opposed to say "no", and ask for any abstentions. The only reason to abstain from the vote is if you could personally gain or profit from the motion. Any member may move for an exact count.
2. By a Show of Hands -- Each member raises their hand until all hands are counted. This method is used for counting dissenting votes also.
3. By Ballot -- Members write their vote on a slip of paper; this method is used when secrecy is desired, such as during elections of committee members. (Please see Third Legacy voting in your service manual for further instructions.)

## Minority Opinion

The minority opinion is very important to AA and helps to preserve our Traditions.
Following a vote, the Chairperson will ask to hear from the minority opinion. The Chairperson can choose how many minority opinions will be heard. The purpose is to persuade even one person from the majority to change their opinion and move for reconsideration.
a) If any member who voted on the prevailing side of the question raise their hands the request to reconsider a vote is considered made and seconded and discussion resumes on the matter as if the original vote had not taken place.
b) This is not discussion, and no rebuttal by a member of the majority is allowed.
c) If the motion that is being reconsidered is not debatable, then the motion to reconsider is not debatable.
d) A matter may be reconsidered only once. Motions to reconsider or table cannot be subject to a motion to reconsider.
e) Motions to reconsider must be made at the same meeting at which the vote being reconsidered was taken.

## Amending a Motion:

When a motion requires change before approval, a motion to amend the motion may be made.
a) A "friendly" amendment is suggested to the person making the motion and accepted by him. The Chairperson will then restate the question with the amendment included and discussion on the amended motion continues.
b) A "formal" motion to amend is done by inserting, adding, deleting or changing the motion. For example, if the motion is to allocate $\$ 500.00$ to some task, and the discussion indicated the assembly thought that amount was too much, a member could amend the motion by saying "I move to change the motion from $\$ 500.00$ to $\$ 250.00$."
c) Formal motions to amend must be seconded.
d) If seconded, discussion of the motion to amend takes precedence over the main motion and the discussion then focuses on the amendment.
e) Once the assembly votes on the amendment, the discussion of the main motion resumes.

## Tabling a Motion:

Tabling a motion has the effect of removing the motion from further consideration at that time, and postpones it to such time in the future when it is taken off the table.
a) A motion to table requires a second.
b) Motions to table are not debatable.
c) Motions to table require a simple majority to pass.
d) If the matter is to be postponed to a specific time, then the appropriate motion is not to table, but to postpone until \{date\}.

## Point of Order

It is the duty of the Chairperson to enforce the guidelines of the Assembly. It is the right of each member of the Assembly who notices a shift from these guidelines to bring the problem the Chair's attention by calling "Point of Order".
a) The Chair may stop discussion that does not follow the guidelines of the Assembly without calling "Point of Order". An explanation of the guideline will be provided before discussion on the motion continues.
b) Any member may call "Point of Order" from the Assembly floor.
c) The discussion stops and the Chair will address the guideline question before continuing.
d) The Chair may request the assistance of a member to act as the Parliamentarian of the group by suggesting an interpretation of these guidelines to the Chair.
e) A decision is made on the rule or guideline by the Chairperson and discussion is resumed.

