

Indian River Central Office, Inc

**INDIAN RIVER CENTRAL OFFICE, INC.
BY-LAWS**

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MISSION STATEMENT

The purpose of the Indian River Central Office (hereafter "IRCO") is to provide AA services within Indian River County, with the primary goal being to carry the AA message to the alcoholic who still suffers. It is the mission of the IRCO to keep groups informed about AA activities (by newsletter and by maintaining a website), answer inquiries for help, provide AA meeting information, maintain an available supply of Conference Approved books and literature, and to provide guidance and support to the IRCO standing committees.

The Indian River Central Office shall function within the meaning and intent of the Twelve Traditions and the Guidelines for Intergroup and Central Offices and other guidelines as set forth by the General Service Office of Alcoholics Anonymous.

The Indian River Central Office is entirely accountable to the groups it serves, and is entirely supported by the voluntary contributions of AA groups within Indian River County.

BY-LAW I
BOARD OF DIRECTORS

SECTION 1: OFFICERS

The Officers of the Indian River Central Office shall be: Chairperson, Vice Chairperson, Treasurer, and Secretary. Together these officers shall constitute the Board of Directors (hereafter, The Board).

SECTION 2: MEETINGS OF THE BOARD

Between regular IRCO meetings of the Group Representatives, The Board may transact business which does not affect established policy or procedure of the Indian River Central Office, keeping full minutes of each of its meetings for presentation at the next regular IRCO meeting of the Group Representatives. The Chairperson may also call meetings of The Board for matters requiring immediate attention. Minutes of such meetings shall also be kept for presentation at the next regular IRCO Group Representatives meeting.

SECTION 3: POLICY AND PROCEDURES COMMITTEE

The Policy and Procedures Committee is an advisory committee which shall be comprised of three members. These members (hereafter "Delegates") include the two most recent past Chairpersons, and one member (appointed by the current Chairperson) with past experience and long term continuous sobriety. The term of the Delegates is to coincide with the term of the current Chairperson. Delegates are encouraged to attend meetings of The Board. They shall attend as non-voting participants, providing experience and continuity as trusted servants as may be needed or required by The Board.

SECTION 4: ADDITIONAL ATTENDEES

The Chairperson may invite a Group Representative or AA member to attend any meeting of The Board.

BY-LAW II
ELECTION OF OFFICERS

SECTION 1: NOMINATING COMMITTEE

In October of each calendar year, during the IRCO meeting, The Board Chairperson shall appoint from the Group Representatives a Chairperson for the Nominating Committee. The Nominating Committee Chairperson shall then select two other members for the Committee. The Nominating Committee shall then have one month to prepare a slate of candidates willing to serve as Officers/Trusted Servants of The Board of Directors.

In November of each calendar year, the Nominating Committee shall submit its report during the IRCO Meeting. Also at this time, the Chairperson of The Board will call for nominations for candidates from the floor.

BY-LAW II
(Continued)

SECTION 2: ELECTIONS

At the IRCO meeting in December, Officers/Trusted Servants shall be elected to fill vacancies on The Board. Existing Officers shall serve until their successors have been installed in January. Election to The Board shall be by ballot of the members of the Group Representatives. A majority of votes cast shall be required to elect. If there is more than one candidate for a position, ballots shall be written. In such cases, the Chairperson shall appoint two tellers whose role it shall be to distribute, collect, count and tabulate the ballots.

SECTION 3: TERM LIMITS/SOBRIETY REQUIREMENTS

Following is a guide for length of terms and qualifications for Officers/Trusted Servants of The Board of Directors:

Table 1

Position	Length of Term	May Succeed Themselves	Length of Continuous Sobriety
Chairperson	1 Year	Two (2) Times	3 Years
Vice Chairperson	1 Year	Two (2) Times	2 Years
Treasurer	2 Years	Two (2) Times	3 Years
Secretary	1 Year	Two (2) Times	2 Years

An officer may move to another position on The Board (to serve in another capacity) after fulfilling the term of their initial elected office. In no case shall an officer remain a member of The Board for more than six years. At six years, a Board member must retire for at least one year before serving again. Filling a vacated position in an unexpired term shall not be counted as either a full or any part of a year.

SECTION 4: VACANCIES

If a vacancy should occur on The Board, the Chairperson shall direct the Nominating Committee to submit a selection of candidates to fill the vacancy during the next regular IRCO meeting following the occurrence of the vacancy. During the IRCO meeting, the Chairperson of The Board will call for nominations for candidates from the floor. The vacancy shall then be filled by a simple majority of votes cast by the Group Representatives.

BY-LAW III
OFFICERS

SECTION 1: CHAIRPERSON

The length of term for the Chairperson shall be one (1) year. There is an opportunity to serve up to three (3) consecutive years, per By-Law guidelines regarding length of term (See Table 1, page 3). Sobriety requirement for this position is a minimum of three (3) years. The Chairperson shall preside over all meetings of the IRCO Group Representatives and the Board of Directors.

The Chairperson shall establish all committees of the Indian River Central Office, as deemed appropriate by the Group Representatives and within the general guidelines of the Mission Statement. The Chairperson shall exercise general supervision over all the affairs of the IRCO. While considered a member of all Committees, the Chairperson shall not be counted in determining a quorum. Contracts and formal documents shall be signed by two officers of the Central Office.

SECTION 2: VICE CHAIRPERSON

The length of term for the Vice Chairperson shall be one (1) year. Sobriety requirement for this position is a minimum of two (2) years. There is an opportunity to serve up to three (3) consecutive years, per By-Law guidelines regarding length of term (See Table 1, page 3). The Vice Chairperson shall serve in the absence of the Chairperson. In the absence of both the Chairperson and the Vice Chairperson, the Treasurer shall serve as the presiding officer.

SECTION 3: TREASURER

The length of term for the Treasurer shall be two (2) years. Sobriety requirement for this position is a minimum of three (3) years. The Treasurer may serve up to six (6) consecutive years, per By-Law guidelines regarding length of term (See Table 1, page 3). The Treasurer shall be responsible for making bank deposits, paying all bills, and maintaining good standing of all financial accounts. All checks shall bear his or her signature. In the Treasurer's absence, checks may be signed by Signatories that are listed on the bank account registration. The Signatories shall include the Treasurer and the current Chairperson.

The Treasurer shall also serve on the Corporate Documents Committee, taking the action indicated on all Key Calendar Dates and providing documentation to maintain accurate record keeping associated with the Corporate Documents Committee. The Treasurer shall update the Bank Account Registration (for Signatories) each December, following the Election of Officers.

SECTION 4: SECRETARY

The length of term for the Secretary shall be one (1) year. Sobriety requirement for this position is a minimum of two (2) years. There is an opportunity to serve up to three (3) consecutive years, per By-Law guidelines regarding length of term (See Table 1, page 3). The duties of the Secretary shall include but not be limited to: 1) maintain corporate minutes of all proceedings of the IRCO, 2) notify members of all meetings, and 3) keep a roll call of meeting attendees.

BY-LAW IV
INDIAN RIVER CENTRAL OFFICE MEETINGS

SECTION 1: FREQUENCY OF MEETINGS

Regular IRCO meetings of the Group Representatives shall be on the second Thursday of each month at the Newport Club at 7:00pm. A Group Representative (or the designated alternate for the Group Representative) may represent only one group for the purposes of attendance. In the absence of their designated Group Representative, a Committee Member may stand in for their home group for the purposes of attendance (and voting), and their group will be counted as being present. Any attendee may collect information, HOWs, and Where and When's for distribution to an absent Group Representative.

SECTION 2: QUORUM COUNT

Fifty-one (51%) percent of the Group Representatives listed on the roll call sheet shall constitute a quorum. Group Representatives not present for three consecutive meetings will not be included in the quorum count.

SECTION 3: VOTING PARTICIPANTS

Voting Participants shall consist of Group Representatives, or a designated alternate in their absence. Each Group Representative shall be entitled to one vote. There shall be no voting by proxy. In the event of a tie, the Chairperson shall vote.

SECTION 4: ORDER OF THE IRCO MEETING.

- a. Roll call
- b. Secretary's Report
- c. Treasurer's Report
- d. Committee Reports
- e. Chairperson Remarks
- f. Elections
- g. Unfinished business
- h. New business

SECTION 5: COMMITTEES

Committees shall be formed on a permanent or on a temporary basis in order to serve the needs and responsibilities of the IRCO. A committee may consist of one or more persons. Such committees shall be approved by the Board of Directors and the Group Representatives. The responsibilities for each committee shall be determined and supported by The Board of Directors. Committee Chairpersons are required to attend the Central Office business meeting each month or to send a designee to report on their behalf. The Chairperson of any committee unable to fulfill this responsibility will be declared vacant after 3 consecutive absences from the monthly meeting.

SECTION 6: ADDITIONAL ATTENDEES

Any member of Alcoholics Anonymous may attend the Indian River Central Office Meeting, but does not have the capacity to vote.

BY-LAW V
AMENDMENTS

SECTION 1: PROCEDURE

These by-laws may be amended by a two-thirds majority vote at any regular meeting of the Group Representatives provided that the proposed amendment(s) were presented in writing no later than the last previous meeting.

**INDIAN RIVER CENTRAL OFFICE
BY-LAW AMMENDMENTS**

Revision	Date	Page	Description
1	Feb 1984	4	BY-LAW III Section 6- Changed Annual Meeting from second Thursday in February to second Thursday in December.
2	Oct 1989	2	BY-LAW I Section 1- Two months before the Annual Meeting, the Chairman will appoint from the Board of Delegates a Nominating Committee which shall prepare a slate of candidates willing to serve on the Steering Committee. One month before the Annual Meeting, the Nominating Committee shall submit its report. Also at this time, nominations from the floor shall be made. At the Annual Meeting, members shall be elected to fill the vacancies on the Steering Committee. They shall serve for one year or until their successors have been installed.
3	Dec 1995	4	BY-LAW III Section 2- Fifty percent of the Delegates shall constitute a quorum.
4	Oct 2006	2	BY-LAW I Section 2- Members of the Steering Committee may succeed themselves as follows: Chairman: two times Vice Chairman: two times Treasurer: two times Secretary: five times An officer may move to another position on the Steering Committee after fulfilling the term of their initial elected office and serve in another capacity. In no case shall an officer remain a member of the Steering Committee for more than 6 years. At 6 years, a Steering Committee member must retire for at least one year before serving again. Filling a vacated position in an unexpired term shall not be counted as either a full or any part of a year.
5	Oct 2006	4	BY-LAW III Section 4- Committee Chairpeople are required to report to the Central Office Committee each month. A Committee Chairperson who is unable to fulfill this responsibility will be dismissed after 3 consecutive absences from the monthly meeting. In the event of a Alternate Chair, he/she will move into the vacated position of Chair. Otherwise another candidate or volunteer will be allowed to fill the position.
6	May 2010	1-5	By-Law 1, Section 1: changed Secretary's "may succeed themselves" from 5 times to 2 times. Revisions were also made to incorporate gender-neutral terms, current practice terminologies, and to correct grammatical errors and retype. Issues pertaining to grammar included minor punctuation omissions, with an occasional need to restructure sentences. There were three Sections of the By-Laws (By-Law III, Section 4; and By-Law IV, Sections 5 and 6) where the original wording was confusing to all members of the Corporate Documents Committee. In such cases, sentence structure was reworded in order to clarify the spirit in which the section was intended.
7	December 2015	1-8	Established a Mission Statement and a Table of Contents, changed the nomenclature of the Steering Committee to the Board of Directors, By-Law sections and numbers were revised. Sentence structure was reworded in order to clarify the spirit in which the section was intended.