

**Northern California District 14 AFG Bylaws Page 1**  
**Bylaws December 2, 2008**

**Draft Bylaws of Northern California District 14 AFG**

A California Nonprofit Public Benefit Corporation

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**Article I: Office**

- Section 1: The name of the Corporation is Northern California District 14 AFG (hereafter referred to as D14)
- Section 2: The office, for the transaction of business of the Corporation, shall be located in the City of Concord, County of Contra Costa, State of California, or such place as the members of D14 shall determine.
- Section 3: The objectives of the Corporation are:
- A. To promote unity of purpose and growth of Al-Anon and Alateen groups in central and eastern Contra Costa County. This includes San Ramon, Danville, Alamo, Walnut Creek, Lafayette, Moraga, Orinda, Pleasant Hill, Concord, Clayton, Martinez, Antioch, Pittsburg, Bay Point, Oakley, Brentwood, Discovery Bay and the areas within unincorporated Contra Costa County adjacent to these cities and towns; to encourage, assist and serve the families and friends of alcoholics in dealing with the problems of alcoholism, to foster their restoration to normal life and to reinforce their efforts to understand the alcoholic; to disseminate information throughout the service area of D14 and to conduct and participate in any other class of service to assist families and friends of alcoholics.
  - B. To be guided in all activities by the Twelve Steps, Twelve Traditions and Twelve Concepts of Service in Al-Anon.
  - C. To function as an Al-Anon Information Service (AIS), as defined in the Al-Anon/Alateen Service Manual.
- Section 4: Exclusions:
- A. Al-Anon and Alateen matters of policy and publicity at the assembly and national or international level are the responsibility of the Northern California World Service Assembly and Al-Anon Family Groups World Service Conference.

**Article II: Membership**

Section 1: Any person selected as a Group Representative (GR) or Alternate GR (AGR) of any registered Al-Anon Family Group within the bounds of D14 is a member of this Corporation. To be registered, a group must complete a group registration form and forward it to D14. Coordinators and officers of D14, even if not serving as a GR or AGR, are also members of the Corporation.

Members of Al-Anon/Alateen who are also members of Alcoholics Anonymous (a.k.a. Dual Members) may serve in all service positions at the group level (i.e. Group Secretary, Group Treasurer, Group Literature Person), with the exception of Group Representative or Alternate Group Representative. These are vital group services and at all times emphasis should be placed on the Al-Anon interpretation of the Al-Anon program.

A Dual Member may serve as an Alateen Sponsor. A Dual Member may serve on any committee in D14, but not as District Representative, Alternate District Representative, Secretary, or Treasurer.

Every Al-Anon member may attend the D14 Business Meeting with voice.

**Article III: Officers and Coordinators**

Section 1: The officers of D14 consist of the District Representative, Alternate District Representative, Secretary and Treasurer. The officers shall serve as the Directors of the Corporation as defined by the California Corporations Code.

Section 2: The District Representative, Secretary and Treasurer shall act as Chairman of the Board, Secretary and Chief Financial Officer respectively, of the Corporation as required by California Corporation Code Section 5213.

Section 3: The Coordinators of D14 shall be those Al-Anon members elected to produce the meeting list, coordinate Alateen services, coordinate Speaker Meetings, coordinate Outreach, coordinate Answering Services, coordinate the Literature Depot and provide any other coordination as specified by group conscience of the members.

Section 4: The State of California defines some of the officers' duties and responsibilities, whereas the duties and responsibilities of the Coordinators are defined within the Al-Anon program.

Section 5: Non-Liability of Officers and Directors

The officers and directors shall not be personally liable for the debts, liabilities, or other obligations of the corporation.

**Section 6: Indemnification by Corporation of Directors, Officers, Employees and other Agents:**

To the extent that a person who is, or was, a director, officer, employee or other agent of this corporation has been successful on the merits in defense of any civil, criminal, administrative or investigative proceeding brought to procure a judgment against such person by reason of the fact that he or she is, or was, an agent of the corporation, or has been successful in defense of any claim, issue or matter, therein, such person shall be indemnified against expense actually and reasonably incurred by the person in connection with such proceeding.

If such person either settles any such claim or sustains a judgment against him or her, then indemnification against expenses, judgments, fines, settlements and other amounts reasonably incurred in connection with such proceedings shall be provided by this corporation but only to the extent allowed by, and in accordance with the requirements of, Section 5238 of the California Nonprofit Public Benefit Corporation law.

**Section 7: Insurance for Corporate Agents**

The Board of Directors shall adopt a resolution authorizing the purchase and maintenance of insurance on behalf of any agent of the corporation (including a director, officer, employee or other agent of the corporation) against any liability other than for violating provisions of law relating to self-dealing (Section 5233 of the California Nonprofit Public Benefit Corporation Law) asserted against or incurred by the agent in such capacity or arising out of the agent's status as such, whether or not the corporation would have the power to indemnify the agent against such liability under the provisions of Section 5238 of the California Nonprofit Public Benefit Corporation Law.

**Article IV: Meetings**

**Section 1: District Meetings:**

- A. These meetings of the members of the Corporation shall be held the first Wednesday of each month at 7:30 PM at a place determined by the members of D14.

**Section 2: Special Meetings:**

- A. These meetings shall be held when called by an officer. In addition, ten percent (10%) or more of the members but not less than 3 members may call special meetings. In calling a special meeting, the purpose of the meeting must be clearly stated along with the reason the meeting could not be conducted at the regularly scheduled meeting. No business may be conducted at a special meeting except as delineated in the notice of the meeting. The special meeting must be announced at least thirty (30) days in advance of, but no more than ninety (90) days in advance of, the meeting. The notice of any special meeting, including changes of meeting times, shall

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state the place, date, time of the meeting and the nature of the business to be transacted.

### **Section 3: Election Meetings:**

- A. These meetings shall be held prior to the 15th of November of every third year, at a date and place determined by the District Representative.

### **Section 4: Conduct of Meetings:**

- A. Meetings of the members shall be presided over by the District Representative, or in their absence, by the Alternate District Representative. The Secretary of D14 shall act as Secretary of Special and Election meetings. In the absence of the Secretary, the presiding officer shall appoint another person to act as Secretary of the meeting.
- B. D14 meetings shall be held in an orderly manner according to such guidelines as D14 may adopt from time to time. Adherence to strict parliamentary procedure is not required.
- C. All policies and procedures employed by D14 shall be consistent with the policies and procedures of the Northern California World Service Area to include policies and procedures for dealing with Alateen safety.

## **Article V: Voting**

### **Section 1: District Election and Special Meetings:**

- A. Each group registered with D14 shall have one vote. This vote shall be cast by the Group Representative (GR), or in their absence by the Alternate Group Representative, of each registered Al-Anon and Alateen group.
- B. District officers retain their vote only if they have been selected as GR of a group. This follows the long-standing principle of one vote per registered group.
- C. At regular election meetings the current GR or their Alternate votes.

### **Section 2: District Meetings:**

- A. Voting members are the GRs. In the event the GR can not be present to vote, the Alternate GR may vote.
- B. Each member shall have one vote even though the member may serve in more than one capacity and be eligible for membership in each. For example, an officer may also be a GR but will be limited to one vote regardless.

**Article VI: Elections**

Section 1: At the District Level:

- A. Election of a District Representative (DR) and Alternate DR.
  - 1. The election of the DR and Alternate DR, from among the current and former GRs, takes place prior to the 15th of November of every third year. The term of office is three years.
  - 2. The incumbent DR calls the election meeting in the District and notifies each group of the meeting, inviting new GRs as well as former GRs and other officers who wish to attend.
  - 3. A person eligible to stand for DR or Alternate DR must be a current or former GR who has attended at least nine of the last eighteen D14 District Meetings.
  - 4. A two-thirds (2/3) vote of the GRs present is required for election of DR and Alternate DR. A majority vote is required for election of other officers.

Section 2: At the Group Level:

- A. Election of a GR and an Alternate GR:
  - 1. Each group elects their GR for a three-year term using any election procedure it chooses. To emphasize the need for selecting informed GRs, a special election meeting may be called by the group, with time devoted to the role of the GR in our service structure and their work at the District Meetings.

Section 3: Coordinators and Alternate Coordinators:

- A. An Al-Anon member, not necessarily a GR, is elected by D14 as a Coordinator for any of the service positions required by the District for a three-year term.
- B. The Alateen **Coordinator must be a Sponsor Candidate** (as defined by NCWSA) and must have served as an Alateen sponsor.
- C. The Alateen Safety Coordinator must be able to become a Sponsor Candidate (as defined by NCWSA).

Section 4: The installation date for the DR and officers is January 1 of every third year.

Section 5: No Al-Anon member also belonging to Alcoholics Anonymous (a Dual Member) is eligible to serve as DR or other officer.

Section 6: Filling Vacancies:

- A. In the event a DR can not complete their three-year term, the Alternate DR automatically assumes the position of DR for the balance of the term. The

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GRs should elect a new Alternate DR from the ranks of GRs as soon as possible.

- B. If the DR resigns, proves inactive, or for any other reason is unable to serve, the Alternate DR completes the term. If the GRs of a District are not aware of the DRs failure to attend NCWSA Committee Meetings, the NCWSA may request a replacement.
- C. If the Alternate DR resigns, a new Alternate will be elected as soon as possible to serve out the balance of the term.

Section 7: Any D14 officer may be recalled at a special meeting held for that purpose. A two-thirds (2/3) vote of the GRs present at the special meeting will be required to recall the officer.

Section 8: Our leaders are trusted servants, they do not govern. No member of Al-Anon should direct, assume authority or give advice. Our program is based on suggestion, interchange of experience and rotation of leadership. We progress in our own way and pace. Any attempt to manage or direct is likely to have disastrous consequences for group harmony.

### **Article VII: Duties of D14 Members**

Section 1: Duties of the District Representative:

- A. The DR represents their District in the Northern California World Service Area (NCWSA), helping groups to understand world-wide Al-Anon, making members feel they are a part of a fellowship. The duties may be delegated and include:
  - 1. Calling and chairing District Meetings,
  - 2. Helping the Area Delegate in every possible way to disseminate conference information and reports,
  - 3. Keeping in touch with the GRs of the District to learn the views of the groups and their programs. These views may be reported to the NCWSA Committee or Delegate,
  - 4. Visiting all the groups in the District, particularly new groups, to make sure they are getting the necessary information and assistance,
  - 5. Helping groups understand and apply the twelve Traditions that guide us in our fellowship activities,
  - 6. Preparing and keep updated a mailing list of the GRs in the District for the Group Records Coordinator of NCWSA,
  - 7. Checking the groups' mailing addresses listed in the print-out provided by the Group Records Coordinator with each GR in the District to determine if it is correct,
  - 8. Urging every group to complete and promptly return the group data sheets sent out annually by the World Service Office (WSO) to assure accuracy in the meeting information on file at WSO,
  - 9. Making sure that mail from the WSO is reaching the groups and being shared with members,

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10. Attending the NCWSA Committee meetings and reporting to the NCWSA on activities within their District,
11. Notifying NCWSA and WSO of groups that have disbanded,
12. Preparing and filing the statement of officers, any amendments to the Corporation, organization documents and other forms required by the State and Attorney General of the State of CA, every ten (10) years or in the event of a change in mailing address,
13. Standing as the Corporation's agent for service of process, and
14. Assuming the responsibility for Alateen Safety. These responsibilities may be delegated to the Alternate Alateen Coordinator (who handles Alateen safety administration).

**B. Duties of the Alternate District Representative:**

1. The Alternate DR works along with the DR. The duties include:
  - a) Acquainting themselves with all of the DR's duties in the event they must complete the term of the DR. If the Alternate DR must complete the term, a temporary Alternate is at once selected from the GRs in attendance. A new Alternate GR will be elected as soon as possible.
  - b) Assuming the duties of the DR when necessary in the DR's absence, and
  - c) Assisting the DR whenever necessary.

**C. Duties of the Treasurer:**

The Treasurer coordinates and reviews all D14 collections and funds. The duties include:

1. Preparing a special appeal letter to be sent to all groups within D14 asking them to contribute to the treasury to cover D14 expenses as needed,
2. Issuing receipts for contributions made to D14,
3. Paying all bills for expenditures approved by D14,
4. Making monthly written financial reports to D14,
5. Making annual financial reports to D14 stating the year end financial results at the January D14 meeting,
6. Submitting IRS and state tax filings by May 15 for the previous tax year, and
7. Preparing an annual budget for review at a special budget meeting for any members who wish to attend.

**D. Duties of the Secretary:**

1. Taking the minutes at D14 meetings,
2. Bringing copies of the minutes for the previous meeting to each D14 meeting, and
3. Ensuring that the approved minutes and attendance records are retained for inspection.

**Section 2: Duties of the Group Representative:**

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- A. A GR is a vital link in the continuing function, growth and unity of World Al-Anon. A GR is a member elected by their respective groups for a term of three (3) years. They maintain contact between their group and the District and between their group and NCWSA.
1. Through the contact they make with other GRs and the NCWSA, the GR can gain knowledge of Al-Anon World Service and the purpose and work of the Conference. This will enable them to explain these to their group.

The GR has a regular time at group meetings to convey information concerning Al-Anon world service affairs,

2. The GR attends all D14 meetings.
3. In addition to attending the Election Assembly, the GR is expected to attend all scheduled Assemblies which the Chairman or Delegate considers necessary, and report back to their group any useful information they have gathered.
4. The GR has the responsibility for seeing that the mail from WSO is reaching their group.
5. The GR is also the "Forum" representative. They encourage the group to subscribe to and use the "Forum".
6. If the DR or the Delegate cannot personally give the Conference Report to their group, the GR may do so.
7. Communicating at District meetings, the GR can bring the group's views on any Al-Anon situation to the attention of the DR and the other GRs.
8. The GR should be mindful of Al-Anon's traditional insistence on being self-supporting. They make sure the appeals for support of the WSO occur as often as WSO sends such appeals. They personally present to the group the appeals sent by the Assembly Treasurer for support of the NCWSA.

### Section 3: Duties of the Coordinators:

- A. A Coordinator or their alternate shall attend D14 meetings and report on current activities.
- B. If a Coordinator determines they are unable to perform the complete scope of the Coordinator's duties and there is an alternate Coordinator, then their duties may be shared.
- C. Coordinators will report all expenses monthly to the Treasurer with receipts for expenditures. They will also report contributions with a written record of all contributions.
- D. Any coordinator has the right to form a committee to assist in carrying out the functions of the coordinator.
- E. The duties of specific coordinators are to be found in the Guidelines of District 14.

## Article VIII: Budget

- Section 1: A budget for D14 is created each year. The Treasurer will first recommend a budget. The recommendations are discussed at a special meeting called by the



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Treasurer and any needed adjustments are discussed and changes made. The resulting recommended budget is then presented by the Treasurer to the GRs and Coordinators no later than the March District Meeting for vote. If accepted, it immediately goes into effect and covers from January through December of each year. If budget adjustments are suggested in the District Meeting, a vote is taken and the budget is then either implemented or resolved at the next District Meeting.

Section 2: Any member shall have the right to ask for an audit of D14 books and records upon vote at the District Meeting with at least two thirds (2/3) of the voting members in support of the motion. If less than 2/3 of the members present vote for the motion, it fails and no audit will be performed.

### **Article IX: Special Committees**

Section 1: By vote of D14 voting members, committees may be formed, as needed, for special purposes.

### **Article X: Conventions**

Section 1: D14 reserves the right to use D14 funds to organize, publicize and execute one or two day conventions for local Al-Anon members. Such conventions are for the purpose of increasing communication and fellowship among local Al-Anon members and for public information. Al-Anon and Alateen cooperate with Alcoholics Anonymous in arranging joint local conventions.

### **Article XI: Finances**

Section 1: Income

- A. The Corporation is fully self-supporting through voluntary Al-Anon contributions. We decline outside contributions, consistent with our Traditions.
- B. Traditionally, Groups support the Corporation by donations. This financial support is one of the main sources of income for the Corporation.
- C. Sale of Conference Approved Literature to our members provides a major source of income for the Corporation.
- D. Speaker Meetings and related Al-Anon Conventions also provide a source of income for the Corporation.

Section 2: Expenditures

- A. Allocation of funds for expenditures is made through the annual budget, approved by a majority of the attending GRs.

Section 3: Checking Account

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- A. D14 maintains a checking account for the D14 Treasury. The elected Treasurer and the DR are authorized to sign checks.
- B. D14 also maintains a checking account for the Literature Depot. The DR and the Literature Depot Coordinator are authorized to sign checks.

### **Section 4: Individual Contributions and Bequests**

- A. The acceptance of donations from any source other than Al-Anon members is prohibited regardless of the purpose. However, D14 may accept a one-time legacy from an Al-Anon member up to \$15,000 unless WSO rules alter this amount.
- B. The limit on all individual contributions from individual members to D14 is \$15,000 per year unless WSO rules alter this amount.

### **Section 5: Trusteeship and Investments**

- A. D14 shall not act as Trustee of any Trust, nor shall any funds be specifically used for investment purposes.

### **Section 6: Budget**

- A. A budget presented by the Treasurer will be approved no later than March 15<sup>th</sup> of the year for the budget in question.

## **Article XII: Rules of Procedure**

- Section 1: D14 meetings shall be held in an orderly manner according to such guidelines as D14 may adopt from time to time. Adherence to strict parliamentary procedure is not required.

## **Article XIII: Amendment of Bylaws**

- Section 1: The Bylaws may be amended or repealed, in part or in whole, at any meeting, by two-thirds vote of the quorum (a quorum is 15% of the registered GR membership), or by two-thirds vote of the attending GRs, whichever is greater, provided a copy of the proposed amendment or repeal is presented to each member, in writing, at least four weeks before the meeting in which action is to be determined. But, if at such meeting, the proposed amendment or repeal is not adopted, a revised amendment or repeal may be referred to the next meeting following the same procedure.

## **Article XIV: Auditing**

- Section 1. A. A three-year audit shall be made, if voted for by the GRs, by qualified accountants from within the Al-Anon membership as appointed by the DR, Alternate DR and the Secretary. The necessary funds to pay for the audit will be authorized at the time of the vote by the DR authorizing the audit.

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- B. The results of the audit will be presented by the DR to the D14 monthly meeting and shall be made part of the minutes of D14.

**Article XV: General Warranties of the Corporation**

- Section 1: In all proceedings, D14 shall observe the spirit of the Traditions: that only sufficient operating funds, including an ample reserve, be its prudent financial principle; that no D14 member shall be placed in unqualified authority over other members; that all decisions be reached by discussion, vote and, whenever possible, by unanimity; that no D14 action ever be personally punitive or an incitement to public controversy; that though D14 serves Al-Anon it shall never perform any act of government; that like the fellowship of Al-Anon Family Groups which it serves, it shall always remain democratic in thought and action.
- Section 2: The term Al-Anon includes its younger segment, Alateen. Therefore the above bylaws apply to all registered groups in D14, including Alateen.

End