

G R E A T E R N E W O R L E A N S S E R V I C E B O A R D , I N C .

B Y L A W S

as amended and adopted by the Service Board
November, 2007

I. Purpose and Function

The Greater New Orleans Service Board, Inc. coordinates efforts for A.A. in the New Orleans area supports and organizes A.A. services, and assists and coordinates members, groups and districts in matters of A.A. service work, events and policy.

The Service Board acts in support and service to members, and never as a governing body. It adheres to and supports the A.A. traditions.

The Service Board reports to the groups on whatever action is taken or proposed. It publicizes A.A. news by publishing a regularly scheduled A.A. bulletin.

The Service Board maintains a Central Office whose primary goals are to provide support and services to members and groups, to coordinate Twelfth Step activity and to deal with the general public when appropriate. It may employ a full-time or part-time paid manager and other staff as necessary to operate the Central Office. These workers, if members of A.A., have the right to a voice at Service Board meetings, as does any other A.A. member.

II. Composition

The Service Board is composed of one representative from each A.A. group within the New Orleans area, provided a group chooses to be represented on the Board. A group's representative must be authorized by the group in writing. A group's representative may be selected in whatever manner a group chooses; however, all representatives should be left free to vote as their conscience dictates when necessary, and should also be free to bring any issue, question or suggestion to the Service Board.

III. Board of Trustees

The Service Board annually elects a Board of Trustees consisting of a Chairperson, a Vice-chairperson and a Secretary.

The Board of Trustees has freedom of action in the routine conduct of the business affairs of the Service Board and of the Central Office.

Members of the Board of Trustees do not vote at Service Board meetings, except that in case of a tie vote the Chairperson may vote to break the tie.

The Service Board can dismiss the Board of Trustees, or any member of it, and can replace dismissed Trustees, by two-thirds vote of the members at a Special Meeting. It can dismiss the Treasurer by majority vote at a Service Board meeting.

IV. Special Meetings of the Board

A "Special Meeting" [formerly called a "Quorum Meeting"] is a Service Board meeting called for extraordinary or unusually important issues or decisions. A Special Meeting may convene only when authorized by majority vote of the Service Board and after fifteen days notice by publication in the A.A. bulletin, and such notice shall detail with reasonable specificity all motion(s) or issue(s) for which the Special Meeting was called.

In order to vote at a Special Meeting a group's representative must not only meet the ordinary requirements for voting at a Service Board meeting but must also represent a group which has been in existence and registered with the Central Office manager or Service Board Secretary for at least three months.

Any officer or Service Board representative can move for a Special Meeting for any issue, but a Special Meeting is always required for the following votes:

- Election of Board of Trustees
- Dismissal of Trustees and election of replacements
- Change of long standing policy or custom
- Withdrawal from prudent reserve
- Amendment of bylaws.

V. Scheduling of Service Board meetings

The Board of Trustees will schedule monthly Service Board meetings at convenient times.

The Board of Trustees may call a previously unscheduled meetings to conduct all business other than that requiring a Special Meeting. Fifteen days notice of the meeting must be given by publication in the A.A. bulletin. Any ten previously registered Service Board representatives may call a Service Board meeting, provided they file with the Central Office manager or a Trustee a written request which they have all signed. Fifteen days notice of the meeting must be given by publication in the A.A. bulletin.

VI. Election of Trustees

Annual elections of Trustees will be held at the June Service Board meeting. The new Trustees will take office on July 1st and serve for one year.

The Trustees will be chosen by the Third Legacy procedure as found in the A.A. Service Manual. To be an eligible candidate a member must have at least four years of continuous sobriety to serve as Chairperson or Vice-chairperson and two years to serve as Secretary. In the event that a serving Trustee resigns, is unable to continue to serve for reasons other than the dismissal process outlined in IV. above, or fails to maintain sobriety, that office is vacated and a replacement will be chosen at the next Service Board meeting to complete the unexpired term. Eligible candidates for replacement will be nominated from the floor by a Service Board representative and the election, will follow immediately by Third Legacy procedure.

No Trustee may serve more than two consecutive terms in the same office.

VII. Appointed Officers

Immediately upon election or not later than one month from after election, the Chairperson will present a recommendation for the office of Treasurer. A Treasurer must have five years of continuous sobriety and a financial or business background.

When approved by majority vote of the Service Board the term of the Treasurer begins immediately and continues until a new Treasurer is appointed and approved by the Service Board. Should a Treasurer resign, be unable

to continue to serve or fail to maintain sobriety the office is vacated and a new Treasurer selected by the process outlined above.

Chairpersons of all standing committees are appointed by the Service Board Chairperson. Chairpersons of standing committees must have one year of continuous sobriety.

VIII. Function of Officers

The Chairperson presides over all Service Board meetings and sets the time and date of all meetings with the approval of the other Trustees. The Chairperson provides oversight of all committees, supervises normal, everyday operation of the Central Office and of the Service Board, and makes routine administrative decisions.

In the absence of the Chairperson the Vice-chairperson assumes the Chairperson's functions. The Vice-chairperson coordinates the activities of standing committees and performs other duties as designated by the Chairperson

The Secretary records and publishes the minutes of the meetings and works closely with the Central Office staff to maintain the records of the Service Board. The Secretary coordinates the activities of standing committees and performs other duties as designated by the Chairperson.

The Treasurer presents a complete statement of cash receipts and disbursements and all account balances at each monthly meeting, and assures that the budget is adhered to as closely as possible. All checks and withdrawals must be signed by either the Treasurer and a Trustee or by two Trustees. The Treasurer maintains a continuing audit of the receipt and disbursement of Service Board funds and immediately alerts the Trustees and the Service Board in any case where provisions of the following section are violated.

IX. Financial responsibility and accountability

Funds received by the Service Board are held in trust. The Service Board will not accept any contribution from a member in excess of \$3,000.00.

Under ordinary and routine circumstances the Chairperson disburses funds only in accord with the budget approved by the Service Board. In an extreme unanticipated emergency the Chairperson may disburse any or all available funds in any manner necessary to maintain the orderly progress and requirements of the Service Board or Central Office, but must inform the Trustees and immediately take steps to have the expenditure ratified within a reasonable time by the Service Board.

Unless there is an emergency the Chairperson must have the approval of either the Treasurer or the Chairperson of the Budget and Finance Committee for any expenditure of less than \$200.00 which is not in the budget, and must have the authorization of the Service Board for any such expenditure of \$200.0 or more.

X. Committees

The standing committees are as follows:

- Answerphone/Twelfth Step list
- Budget and Finance
- Daay in the Park
- Big Deep South Convention
- Unity and Service
- Public Information/C.P.C. (Cooperation with the Professional Community)
- Hospital and Institutions
- Website
- Young people's activities

The function of these committees is to provide planning, activities and leadership in the area of their endeavor.

In addition to the standing committees, the Chairperson may appoint temporary committees for any purpose approved by the Service Board. A temporary committee can be formed for any reason by a motion from the floor approved by a majority of the Service Board.

XI. Prudent Reserve and Operating Fund

The Service Board is responsible for maintaining a Prudent Reserve, which consists of one-half annual operating expenses (total expenses for the previous fiscal year less expenses for the Big Deep South Convention and Central Office inventory purchases). It also maintains a separate Operating Fund consisting of one-quarter of such annual operating expenses.

Funds in excess of the Prudent Reserve and the Operating Fund will be dispersed to other A.A. entities (Districts, Area, Region or G.S.O.) as approved by the Service Board. The Trustees and Treasurer propose such disbursement to the Service Board when an excess appears to exist.

Withdrawals from the Prudent Reserve for any purpose require a two-thirds vote of the Service Board at a Special Meeting.

XII. Protocol

Except as provided in these bylaws, Roberts Rules of Order is the final authority on any dispute involving protocol or procedure at Service Board meetings.

XIII. Amendments

These bylaws may be amended, provided that the proposed amendment is approved by a majority of the Service Board at a regularly scheduled meeting, published in the A.A. bulletin at least twice, and that it must receive a two-thirds vote at a Special Meeting in order to be adopted.

XIV. Dissolution

If the Greater New Orleans Service Board, Inc. is dissolved, its affairs will be settled and its assets liquidated by two commissioners to be elected at a meeting of the Board convened for that purpose. The liquidators will remain in office until the affairs of the corporation have been fully settled and its assets fully liquidated. They shall have full power and authority to transfer and pass title to all property and assets of the corporation and to distribute the proceeds. Upon dissolution, any and all assets of the Greater New Orleans Service Board, Inc. remaining after all obligations and debts have been paid will be transferred to the General Service Office of Alcoholics Anonymous, New York, New York.