

# **BYLAWS OF EMERALD VALLEY INTERGROUP, INC.**

## **A NONPROFIT CORPORATION**

Adopted August 9, 1996 by 2/3 majority of the Intergroup Committee

(EVI reps and Steering Committee)

Emerald Valley Intergroup, Inc., is a nonprofit corporation which provides an Alcoholics Anonymous central office governed by an intergroup committee. The purpose is to encourage mutual support and cooperation between groups in the Eugene-Springfield metropolitan community and Lane County, just as A.A. groups themselves involve cooperation and mutual support between individuals. It exists to aid the groups in their common purpose of carrying the A.A. message to the alcoholic who still suffers.

### **PURPOSE OF THE BYLAWS**

The purpose of these bylaws is to provide minimum guidance for administrative and operating procedures of Emerald Valley Intergroup, Inc.

### **PURPOSE OF EMERALD VALLEY INTERGROUP COMMITTEE**

The Emerald Valley Intergroup Committee is a body of people guided by the principles, traditions, and service concepts of A.A.. Its purpose is to perform the following functions:

1. Central Office. Maintain a central office and employ or contract a bookkeeper and such other employees or volunteers as may be required.
2. Eugene-Springfield Area Telephone Listing. Provide an Alcoholics Anonymous listing in the local telephone directory in order to receive inquiries from those seeking help and refer them to the appropriate A.A. group or volunteers. Maintain an answering service and hot line when the central office is closed.
3. Information Exchange.
  - a. Publish and distribute meeting directories for the Eugene-Springfield metropolitan area
  - b. Maintain a supply of A.A. literature and books for sale to groups and individuals.
  - c. Act in an advisory capacity only in the exchange of ideas and information between member A.A. groups
  - d. Provide guidance and coordinate service workshops in the Eugene-Springfield metropolitan area.
4. Service Committees. Form service committees for activities including the following:

- a. Answering Service and 12-Step Volunteers.
- b. Activities Committee
- c. Literature Committee
- d. Public Information (PI)
- e. Cooperation with the Professional Community (CPC)
- f. H&I: Cooperation with Treatment Facilities (CTF)
- g. H&I: Cooperation with Correction Facilities.
- h. H&I: Hospital Committee
- i. COM: Newsletter
- j. COM: Meeting Book and literature to be published by Emerald Valley Intergroup.
- k. COM: Website
- l. Outreach Committee
- m. EVI Speaker Meeting
- n. Such other committees as, from time to time, may become necessary. These shall be established by action of the Intergroup Committee, and shall include a definite time frame, unless considered permanent by the voting members.

## **REVISIONS**

These bylaws may be modified or repealed by the affirmative vote of 2/3 the Intergroup Committee in attendance.

## **INTERGROUP COMMITTEE**

1. The Intergroup Committee will be comprised of one representative and one alternate from each participating group in the Eugene-Springfield metropolitan area (Districts 6,19,20,33 and a portion of 34). Each group shall be entitled to one vote on all matters.
2. The Intergroup Committee representatives and alternates must be active members of the group they represent. It is suggested that each representative have at least one year of sobriety.
3. Regular meetings of the Intergroup Committee shall be held on the second Monday of each month.
4. The representatives present at any regular or special meeting shall constitute a quorum providing that a minimum of 15 of the area groups are represented.
5. Roberts Rules of Order will be referred to for Meeting procedural questions.

## **SERVICE COMMITTEES**

All Service Committees shall hold monthly committee meetings. Committees to select time and location (central office preferred). Committee meeting time and location to be consistent, and published in the EVI News.

## **QUALIFICATIONS**

Each Service Committee chairperson shall have, preferably, one (1) year continuous and immediate sobriety. Each Service Committee Vice-Chairperson shall have, preferably, six (6) months of continuous and immediate sobriety and shall have, preferably, one (1) year continuous and immediate sobriety at the time of rotating into the chair position.

## **STEERING COMMITTEE**

The Intergroup committee shall elect a Steering Committee consisting of the following:

1. Chairperson
2. Vice-Chairperson
3. Treasurer
4. Vice-Treasurer
5. Recording Secretary, and
6. Four At-Large members from the Intergroup Committee who are not actively engaged as chairperson of a standing service committee. Such members shall have, preferably, a

minimum of two (2) years continuous and immediate sobriety. Each member shall have one vote at Intergroup Committee meetings, but may not vote both as a member of the Steering Committee and as a group representative.

The functions of the Steering Committee are to:

1. Elect and supervise the Financial Advisory Board.
2. Prepare an agenda for the monthly Intergroup Committee meeting.
3. Act as a nominating committee.
4. Assume the right of decision in emergency matters.
5. Meet monthly, generally prior to the regular Intergroup Committee meeting, or on call from the chairperson.
6. Select the bookkeeper or office manager and negotiate the contract and appropriate compensation.

## **QUALIFICATIONS AND DUTIES**

### **CHAIRPERSON**

1. Qualifications. The Intergroup Committee chairperson shall have, preferably, two (2) years continuous and immediate sobriety and shall have served as a group secretary or Intergroup Committee representative or shall have had other Intergroup experience.
2. Duties and Authority. The chairperson:
  - a. Shall preside over all regular and special Intergroup Committee meetings.
  - b. Shall serve as chairperson of the Steering Committee.
  - c. Shall be one of two (2) authorized persons to sign checks together with the Treasurer.
  - d. Shall have no vote at Intergroup Committee meetings except to break a tie.
  - e. Shall be empowered to call special meetings for urgent reasons and shall notify all groups signed in at previous two Intergroup Meetings
  - f. Shall report all actions of the Steering Committee to the Intergroup Committee.
  - g. Shall distribute nomination forms to all Intergroup Committee members at the September and October meeting.

h. Shall attend all Oregon Area assemblies on behalf of Emerald Valley Intergroup or send a representative.

i. Shall be signatory on all Emerald Valley Intergroup bank accounts.

### VICE-CHAIRPERSON

1. Qualifications. The qualifications for vice-chairperson are the same as those for chairperson.

2. Duties and Authority. The vice-chairperson:

a. Shall assume the duties of the chairperson at the Intergroup Committee meetings if the chairperson is absent. Should the chairperson become wholly unable to serve, the vice-chairperson will assume all duties of the chairperson for the balance of the chairperson's term.

b. Shall vote on all issues, except when acting as chairperson when he or she may vote only to break a tie. The vice chairperson shall have one vote at Intergroup Committee meetings but may not vote both as an officer and a group representative.

c. Shall be responsible for maintaining the bylaws, and will notify the chairperson when motions proposed would impact the bylaws, so appropriate voting procedure can be used.

### RECORDING SECRETARY

1. Qualifications. The Recording Secretary shall have, preferably, a minimum of two (2) years continuous and immediate sobriety and shall have served as a member of the Intergroup Committee or had other A.A. committee experience.

2. Duties and Authority. The Recording Secretary:

a. Shall keep complete and accurate records of Intergroup Committee and Steering Committee meetings. Minutes shall be prepared and distributed as follows:

One copy for Recording Secretary's file,

One copy to Intergroup Chairperson,

One copy to file in central office (archives),

Reproduction, and distribution to group representatives.

Copies of the minutes shall be delivered to the chairperson 3 days prior to the next Business Meeting.

- b. Shall maintain a record of motions made and the actions taken thereon.
- c. Shall have one vote at Intergroup Committee meetings, but may not vote both as an officer and as a group representative.

### TREASURER

1. Qualifications. The Treasurer shall have a minimum of two (2) years continuous and immediate sobriety, shall have served as a member of the Intergroup Committee or had other A.A. committee experience and should have some business and accounting experience.

2. Duties and Authority. The Treasurer:

- a. Shall have charge of all funds belonging to Emerald Valley Intergroup, Inc. and shall supervise the keeping and depositing of such funds for and on behalf of the Intergroup Committee in a bank(s) to be designated by the Steering Committee.
- b. Shall prepare, with the assistance of the bookkeeper, monthly accounting statements for publication.
- c. Shall ensure that necessary filings and taxes are prepared and submitted
- d. Shall be an ex-officio member of all committees authorized to handle funds.
- e. Shall have one vote at Intergroup Committee meetings, but may not vote both as an officer and as a group representative.
- f. Shall be signatory on all Emerald Valley Intergroup bank accounts.

### VICE-TREASURER

1. Qualifications. The Vice- Treasurer shall have the same qualifications as the Treasurer.

2. Duties and Authority. The Vice-Treasurer:

- a. Shall assist the Treasurer, and such duties of a financial nature as defined by the Steering Committee.
- b. Shall be signatory on all Emerald Valley Intergroup bank accounts.

### **ELECTIONS AND VOTING**

1. Elections. Officers and members of the Steering Committee shall be elected at the regular December meeting as follows:

- a. The Vice-Chair, and Vice-Treasurer, shall be elected at the regular December meeting of every year. The following year they rotate into the Chair and Treasurer positions.
- b. The Secretary shall be elected at the regular December meeting every year.
- c. Two (2) At-Large Steering Committee members shall be elected at the regular December meeting of even numbered years and two (2) shall be elected at the regular December meeting of odd numbered years, for two year terms.

2. Elections. Service Committee Positions shall be elected at the scheduled meeting as follows:

- a. The Service Committee Vice-Chairperson shall be elected at the regular meeting noted in 4c and 4d, below, each year, and will automatically rotate into the Chair position the following year.

3. Nominations.

- a. Nominations for officers and members of the Steering Committee should be received on forms available from the central office by the Intergroup Committee Chairperson prior to the regular October and November meeting in preparation for election at the regular December meeting. Nominations may be made from the floor at the regular November Intergroup meeting. The member may be nominated for more than one office, but may serve only in the office to which first elected.
- b. Nominations for Service Committee positions shall be made in the two months prior to the election for the position.

4. Voting.

- a. A sense of the meeting will be taken to determine whether a voice, hand, or written ballot shall be used.
- b. For the December elections, a blackboard will be used to list the nominees for each office so that representatives can see the names written on the board. Three nonvoting volunteers will be used to assist. One to write names on the board, two as counters. Written ballots to be used. 2/3 majority required to elect (third legacy procedure).
- c. Committee Vice-Chair/Chair Elections held in September:  
  
Activities, Literature, Newsletter, Meeting Book and publications, Website, Outreach.
- d. Committee Vice-Chair/Chair Elections held in March:

Answering Service & 12 Step, Public Information, Cooperation with Professional Community (CPC), Office Volunteer Coordinator, Speaker Meeting, Hospitals and Institutions (two year term, chairperson only).

Other Positions: Archivist to be elected as required (no term).

- e. Each group representative, District representative, and Steering Committee Member has one vote.
- f. Voting will be for one position at a time.

#### 5. Motions.

- a. Motions may be brought to the floor of the monthly EVI Business meeting by EVI group representatives, District representatives, and Steering Committee Members (with the exception of the Chair). Committee Chairpersons may bring motions to the floor that directly relate to their committee.
- b. In actions of the Intergroup Committee, and/or the Steering Committee, a simple majority will constitute a decision. However, in accordance with AA principles and concepts; "that all important decisions be reached by discussion, vote and whenever possible by substantial unanimity.", and "right of decision" and "right of appeal"- the Chairperson and Intergroup Committee members will respect minority opinion and attempt to reach common ground.

#### 6. Vacancies.

- a. Service Committee Chair positions, and Steering Committee positions may be vacated by resignation, expiration of term, or may be considered vacant by action of the Steering Committee after two absences without notice, or on credible information that the qualifications for the position are not currently met.
- b. Vacancies on the Steering Committee shall be filled for the unexpired term of office by the affirmative vote of the Intergroup Committee. Nominees shall have the qualifications required for the office being filled. The election should be scheduled to permit adequate time for members of the Intergroup Committee to consult with their groups regarding nominations for the office to be filled.
- c. Vacancies for Service Committee Chair positions shall be filled for the unexpired term of office by the affirmative vote of the Intergroup Committee.
- d. Individuals shall only serve 1 consecutive term of an office, except that individuals who fill vacancies shall be eligible candidates at next election.

## **FINANCIAL ADVISORY BOARD**

1. The Financial Advisory Board shall consist of the Treasurer, Vice-Treasurer and a third member appointed by the Steering Committee. The Bookkeeper shall be an ex-officio member.
  - a. The third member should have business or accounting experience, at least two (2) years of continuous and immediate sobriety, and serve for a three (3) year term.
2. The purpose of the Financial Advisory Board shall be to ensure that sound business and accounting procedures are established and maintained within the Emerald Valley Intergroup. Inc.

## **FINANCIAL OPERATIONS**

As of December 31, 2009 EVI will change the beginning of its fiscal year from January 1 to April 1.

In preparation for the fiscal year start the Steering Committee will host a Budget Workshop in the month of January to assist new Committee Chairs to create their budget requests. It is strongly recommended that all sitting and outgoing EVI Committee Chairs and/or Co-Chairs attend to share their Experience, Strength and Hope to assist incoming Chairs and Co-chairs in this budget creation process.

Committee Chairs will submit budget requests to the Steering Committee at the February Steering Committee Meeting for consideration (First Monday in February).

Steering Committee will present its budget recommendations to the body at the March EVI Business Meeting for approval (second Monday in March).

Approved Budgets will go into effect at the start of the fiscal year (April 1)

On November 12, 2001 the body approved a "Prudent Reserve" amendment placed before it by the Business Practices Committee. This Prudent Reserve is intended to provide six months operating expenses in the event EVI receives no income whatsoever. The Prudent Reserve will be calculated to be

- 6 times the average monthly expense for the immediately preceding 12 month period
- plus any approved increases in Committee Budgets for the coming year (calculated as: total annual committee budget increases divided by 12 times 6),
- plus a \$2000.00 Equipment Fund (for repair or replacement of office equipment, as needed).

Each year prior to April 1, the Steering Committee will set the total amount of the prudent reserve according to the formula above, based on the previous fiscal year's financial statement.

On April 1st of each year the business checking account will be adjusted so that the balance in that account is equal to the sum of one month's operating expenses (based on the average monthly expenses from the previous fiscal year) plus the sum of \$1,000.00. The one month's operating expenses represents anticipated daily costs. The extra \$1,000.00 is part of the prudent reserve to provide a "cushion" in the event monthly expenses occasionally exceed income. The regular monthly Treasurers report will include a statement as to whether it was necessary to dip into the prudent reserve at any time during the month. That will be cause for the Steering Committee to be looking at why expenses are exceeding revenue and take appropriate action if necessary.

The remaining Prudent Reserve balance will be held in selected savings accounts as follows:

1. A \$1,000.00 "Primary Reserve" will be held in a money market interest bearing account. This money can only be accessed with the approval of the Steering Committee and only if the entire \$1,000.00 "cushion" in the checking account has been exhausted. A business plan to correct the problem must be adopted by the Steering Committee prior to the money being transferred into the checking account.
2. The balance will be held as a "Secondary Reserve" in several Certificates of Deposit to provide a higher interest return on the money held in reserve. Several Certificates with staggered maturity dates will allow the money to be accessed every 30 days if needed. Money from this fund may not be accessed unless there are specific cost cutting recommendations from the Steering Committee for resolving the financial "crisis" which has exhausted both the \$1,000.00 "cushion" and the \$1,000.00 "Primary Reserve". That recommendation must be approved by a majority vote at a regular or special EVI business meeting where a quorum is present.
3. \$2,000.00 will be set aside in a separate savings account for an Equipment Replacement Fund. This fund may only be accessed by the Steering Committee for equipment costing over \$200.00.

This amendment was adopted by a group conscience of the member groups. The Prudent Reserve will be funded annually according to the above outline based on the prior year's average monthly expenses, including the budgets approved by the group representatives, at the regular EVI business meeting. Consequently, the amount of the reserve will increase or decrease as budgets for committees, and therefore, monthly operating budgets, increase or decrease each year. The amount held as a "Secondary Reserve" will be adjusted accordingly. If our experience in the coming years indicates the amounts are reasonable, there will be no need to require an annual Group Conscience for approving the Prudent Reserve. The following year's Prudent Reserve can be set using the 6 X average monthly expense formula plus any money needed to replenish the Equipment Fund. In the event our experience indicates the reserve is too high or too low, the number of months of operating expenses required to be held in reserve can be amended in the future by an amendment to the Bylaws to conform with a Group Conscience of the membership as a whole.

## **ADOPTION and REVISIONS**

1. evibylaws.doc 08/14/1996 - adopted
2. Reformatted, mw 1/6/1999
3. Draft revisions: ad hoc committee: Michael W., Pat S., Brian B. 3/22/1999
4. Revisions: Steering Committee, Ed R. Michael W. Frank K. Al H. Brian B. Chris H. Bill N. Debbie M. 7/06/1999
5. revised quorum to 15 per Sept 11 action of the Intergroup committee (by Michael W.) 11/13/00
6. Revised page 1, section 4, l-m to reflect Com super committee, as voted by the intergroup committee on Sept 11 (by Michael W.) 11/13/00
7. Revised to move Speaker Meeting election from Sept to March, 11/05/02 Michael W.
8. Amended to add Prudent Reserve, adopted November 12, 2001, on December 10, 2002 by Darren D.
9. Amended to add signatory duties to E.V.I. Chairperson, Treasurer, and Vice Treasurer as voted by Intergroup majority February 10, 2003, on March 3, 2003 by Darren D.
10. Revised Elections and Voting section 4c, to remove Hospitals Committee from Committee Vice-chair/Chair election held in September, revised page 5, section 4d, to remove Co-operation with Treatment Facilities and Corrections, and to add Hospitals and Institutions (two year term - Chairperson only) from/to Committee Vice-chair/Chair elections held in March as voted by Intergroup majority, February 10, 2003, on March 3, 2003 by Darren D.
11. Revised Elections and Voting, sections 4e and 5a adding "District representatives" to those who have a vote and can bring motions to the floor of the monthly EVI Business meetings. "District Representatives" consists of four possible District representative positions, one from each of the districts served by Emerald Valley Intergroup (District 6, 19, 20, & 33). No more than one District representative per district has a vote at the monthly EVI Business meeting, and each of the District representative positions must be duly elected by their corresponding districts. This addition was voted in by Intergroup majority, April 14, 2003 and added April 23, 2003 by Darren D.
12. Revised Equipment replacement fund (Financial Operations, item 3). Previously was \$1000. Now \$2000.
13. Added Qualifications under Service Committee section to include preferred lengths of sobriety for service committee chair and vice-chair positions as amended by the intergroup representatives at the October 9 Business Meeting. Formatted this document to be compatible with Word for Windows – Cress B. 12/4/2006

14. Revised Financial Operations section to reflect a change in the Fiscal Year Start, adding a provision for an annual Budget Workshop in January to assist newly elected Committee Chairs to prepare their budget proposals; added a new schedule for the Steering Committee to consider these proposals and make recommendations; removed specific, historic dollar amounts from the description and explanation of the Prudent Reserve. These changes were made to reconcile the Bylaws with actual current practice. – Ric H.  
1/26/10

December 2006

Emerald Valley Intergroup

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