

# **BYLAWS OF SARA-MANA INTERGROUP ASSOCIATION, INC.**

Area 15, South Florida, District IV

## **ARTICLE I: Name**

The name of this not-for-profit corporation is:

**SARA-MANA INTERGROUP ASSOCIATION, INC.** - hereinafter referred to as, "This Intergroup."

## **ARTICLE II: Purpose and Duties**

### Section 1:

The purpose of This Intergroup shall be to coordinate the efforts of the A.A. groups in Sarasota and Manatee Counties who are members of this Intergroup. In an attempt to establish policies aimed at making our combined efforts to carry the message to the suffering alcoholic more effective and to provide such services to the Groups as deemed necessary or desirable by the Groups it serves. All actions shall be in conformity with the Twelve Traditions of A.A.

### Section 2:

This Intergroup shall observe the spirit of A.A. Traditions, taking care that it never becomes holder of excess funds or power; that only sufficient operating funds and reserve be its prudent financial principle; that it places none of its members in a position of unqualified authority over others; that it reaches all important decisions by discussion, vote and whenever possible by substantial unanimity; that its actions never be personally punitive nor an incitement to public controversy, and like the society it serves, it will always remain democratic in thought and action.

## **ARTICLE III: Membership**

### Section 1:

Each group in the counties of Sarasota and Manatee, which are a part of District IV, is entitled to have one Group Representative and one alternate to represent said Group at all Intergroup meetings.

### Section 2:

Each Group shall be entitled to only one vote by either the Group Representative or alternate on any issue before this Intergroup, attending either in-person or on-line (not by proxy or absentee ballots). Officers can not vote at an Intergroup meeting (with the exception of the Chair in the case of a tie) but Officers can provide facts or pertinent information when requested. Officers can not express opinions, minority or otherwise, before or after a vote has been taken on an issue.

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## Section 3:

Group Representatives shall be selected by Group action of the Group they represent. No Group Representative or alternate may represent more than one Group, unless by arrangement satisfactory to this Intergroup membership. "A.A. Group" means those groups registered with G.S.O. in New York, and any other A.A. meetings who are not so registered.

## **ARTICLE IV: Meetings**

### Section 1:

Regular meetings of this Intergroup shall be held once monthly at such place, date and time as shall be decided upon by the majority of this Intergroup at regular business meetings. No meeting is assembled in the month of December. Notice of all regularly scheduled meetings of the Intergroup shall be published in the newsletter and all appropriate websites stating the date, time and place the meetings will be held.

### Section 2

Special meetings of this Intergroup may be called by the Chairperson or by a petition representing ten Group Representatives or alternates of Intergroup, provided ten-day notice is given to all member Groups via email by the Intergroup Secretary with meeting details including purpose, date, location and time. Notice of any special meetings of the Intergroup shall be published in the newsletter and all appropriate websites stating the purpose, date, time and place the meetings will be held.

### Section 3

A quorum for the conducting of business at any meeting shall consist of ten (10) Group Representatives or alternates of the member Groups.

### Section 4

If the Group Representative or alternate is unable to attend, a Group Representative should designate a qualified member of his or her Group to act for such a Group Representative by proxy.

### Section 5

At all meetings, except special meetings, there shall be the following order of business:

- A. Reading of the minutes of the last meeting
- B. Treasurer's report
- C. Reports of Committee Chairs
- D. Old Business
- E. New Business

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## **ARTICLE V: Officers**

### Section 1

The following officers shall be elected by a majority of Intergroup Representatives. Officers serve a two-year term and may succeed themselves by no more than one more term, four (4) years in total. The officers shall perform the duties provided herein:

#### A. Chairperson

- a. Preside at meetings of this Intergroup and conduct same in accordance with these Bylaws.
- b. Call each meeting to order after ascertaining that there is a quorum.
  - i. Voting can only occur if a quorum is present.
- c. Make such committee appointments as authorized by these Bylaws and serve as ex officio member on all committees.
- d. Require that all checks drawn on Intergroup funds should be subject to a full accounting.
- e. Refer any questions for study to an appropriate committee.
- f. Be the official spokesman for this Intergroup and represent same whenever necessary, a duty which he or she may delegate to another officer or Intergroup member at his or her discretion.
- g. The Chairperson will see to an orderly transfer of all records or property of this Intergroup in his or her possession to his or her successor.
- h. Chairperson shall inform Co-Chairperson of all current activities and proposals.
- i. Assist in any tax filing and any other financial functions that are needed along with Financial Committee Chair and Treasurer.
- j. Perform such other duties as provided for by these Bylaws.

#### B. Co-Chair

- a. Serve as Chairperson in absence of or at the request of the duly elected Chairperson.
- b. Coordinate and supervise details for annual Gratitude Dinner.
- c. Perform such other duties as may be assigned by the Chairperson or these Bylaws.

#### C. Secretary

- a. Maintain an accurate, complete and permanent record of all proceedings of this Intergroup.
- b. Receive and file all committee reports and proxies and notify the Chairperson thereof.
- c. E-Mail minutes of these Intergroup meetings to member Groups not later than 12 days following each meeting. Provide paper copy of minutes and any documents pertaining to monthly reports (where applicable) upon request.

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- d. Email minutes of these Intergroup meetings to appropriate IT/website person for IG website.
- e. Maintain current and complete roster of Intergroup Representatives and alternates, Intergroup Officers and Standing Committees chairs and their contact information (i.e., telephone numbers and email address).
- f. Promptly deliver to his or her successor all records of this Intergroup in his or her custody.
- g. Perform such other duties as may be assigned by the Chairperson or these Bylaws.
- h. Ensure current Bylaws are forwarded to appropriate IT/website person for IG website.

## **D. Treasurer**

- a. Under supervision of the Finance Committee, be the custodian of the Intergroup funds, administer deposits in a duly constituted banking institution in Sarasota or Manatee County of all such funds, disburse same as authorized.
- b. Keep an accurate, complete and permanent record of all receipts and disbursements of such funds, verify such records with the Chairperson and make same available to any member or committee of this Intergroup.
- c. Require that all checks drawn on Intergroup funds should be subject to a full accounting.
- d. Make a report of group contributions, receipts, disbursements and balance on hand at each meeting of this Intergroup.
- e. Promptly deliver to his or her successor all records and monies of this Intergroup within his or her custody.
- f. Assist in any tax filing and any other financial functions that are needed along with Financial Committee Chair and IG Chair.
- g. Perform such other duties as may be assigned by the Chairperson or these Bylaws.

## **Section 2: The order of succession shall be:**

- Chairperson
- Co-Chairperson
- Treasurer
- Secretary

## **Section 3:**

In the event that an Intergroup officer or Committee chair or alternate, fail to attend three (3) meetings within a fiscal year, he/she may be removed by majority vote of the Intergroup.

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## Section 4:

Any officer may be removed from office and his or her office declared vacant upon a two-thirds vote of the membership present at any regular meeting, provided that ten days' notice be given to the membership of this Intergroup that a motion for this purpose will be a considered at the meeting.

## Section 5:

Unexpected vacancies in all Officer or Committee chair or alternate shall be filled by an Interim Election held at the first meeting after the vacancy is announced at Intergroup.

## **ARTICLE VI: Committees**

### Section 1:

Where & When Committee – shall consist of a Chairperson and other such persons as may be required. Duties are to collect and update information of all A.A. meetings organized within Sarasota and Manatee counties in District IV and cause this information to be published in the “Where and When” brochure, both in printed copies and by such electronic media as may be suitable and to update said information on the Intergroup website. The Chairperson shall ensure that there is a name and contact telephone number provided with each new submission. “A.A. Group” means those groups registered with G.S.O. in New York, and any other A.A. meetings who are not so registered.

### Section 2:

Helpline Committee – shall consist of a Chairperson and other such persons as may be required. Duties include recruiting, qualifying and training suitable personnel for the purpose of manning an around the clock “help line” for those persons seeking help by telephone and to do the same for personnel for the purpose of conducting twelve step visits, when needed.

### Section 3:

Finance Committee – shall consist of not less than three members with one member being the Committee Chair, one member being the sitting Treasurer and subsequent member(s) elected from member representatives of this Intergroup. Responsibilities include oversight of the activities of the Treasurer, review and approval of all financial matters and decision making for the proper disbursement of Intergroup funds. Assist in any tax filing and any other financial functions that are needed along with Intergroup Chair and Treasurer.

### Section 4:

Newsletter Committee – shall consist of a Chairperson and other such persons as may be required. Duties include collecting submissions from throughout our local A.A. community, providing necessary editing services, causing a monthly Newsletter to be printed and distributed at each of our monthly meetings, except for the month of December in which no meeting is assembled.

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## Section 5:

Current Practices Committee – shall consist of the previously serving Intergroup Chairperson and other such persons as may be required. Duties include maintenance of archived records of the Bylaws, and other materials, of this Intergroup, making those records available to the membership at large, when requested, and providing guidance to the currently sitting Chairperson for the continuity of the practices of this Intergroup, in keeping with the Bylaws, past and present.

## Section 6:

The Chairperson may form new committees as may be needed.

## Section 7:

Committee Chair Attendance – All elected and appointed committee chairpersons will be subject to the same terms of service and attendance as Board Officers as stated in Article V, Sections 1 & 3. It is not necessary to be an Intergroup Representative in order to serve as a Committee Chair or Member.

## **ARTICLE VII: Finances**

### Section 1:

All contributions and receipts from various Groups shall be deposited in a qualified banking institution in Sarasota or Manatee County designated by this Intergroup.

### Section 2:

All disbursements shall be reviewed by the Finance Committee and presented monthly (in those months in which meetings are conducted) for the approval of the majority of members of this Intergroup present.

### Section 3:

The Finance Committee shall establish and maintain an Intergroup budget to be approved annually at the October meeting. Each standing committee will provide the Finance Committee with their proposed budget report document no later than the August Intergroup meeting (whether the individual Committee Chair is in attendance or not). This will provide the Finance Committee with an opportunity to bring the budget back to the Intergroup body in September for discussion, if necessary, prior to approval.

The budget for the following year will be distributed to the Intergroup Representatives for discussion in the homegroups, posted on the website and in the newsletter.

A committee needing funds outside of their approved budget will make their request during the regularly scheduled monthly Intergroup meetings.

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## Section 4:

All financial records of this Intergroup shall be available for examination by any member of this Intergroup upon request to the Finance Chairperson, allowing reasonable time in which to make such arrangements but not more than ten (10) days' time.

## Section 5:

Intergroup Participation in GSO Quarterly – Intergroup shall provide funds for -1- Board Member's overnight stay at any out-of-town District 4 Quarterly event. Intergroup shall provide funds for a banquet ticket whether the event is local or out-of-town.

## Section 6:

All expenditures other than for normal operations shall be approved by the Intergroup body during monthly Intergroup meetings.

## **ARTICLE VIII: Nominating Committee and Election of Officers**

### Section 1:

During the August\* Intergroup meeting before the scheduled election of officers, a Nominating Committee of three (3) members and one alternate shall be chosen as follows:

- Intergroup Chairperson shall be the Nominating Committee Chairperson
  - Intergroup Representatives shall elect by vote three (3) current Intergroup Representatives, two (2) of whom will serve as regular Committee members and one (1) who will serve an alternate to the Committee.

The Nominating Committee shall serve for a term of one year.

### Section 2:

In September\*, the Nominating Committee shall nominate one or more candidates for each office and secure the consent of each nominee. The Committee shall present their consenting nominees at the Intergroup meeting in that month, at which time additional nominations will be accepted from the floor.

### Section 3:

Election of Officers shall take place in October\* of even numbered years. All persons must be present when nominated and provide consent. Terms of office will commence on the following January 1<sup>st</sup>.

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## Section 4:

Voting shall follow the Third Legacy Procedure as found in the AA Service Manual and shall be conducted by the Nominating Committee. If there is only one nominee for any office, that nominee is elected by acclamation.

*\* or when vacancy occurs*

Who votes: Intergroup Representative or alternate; Committee Chair or alternate; All Officers except the Chair; Chair votes in case of a tie.

All votes will be person (not by proxy or absentee ballots)

1. The Voting Body size is determined, and the candidate names announced before each ballot.
2. All members of the Voting Body cast written ballots, one choice to a ballot. The tally for each candidate is declared after each ballot.
3. The first candidate to receive two-thirds of the total vote is elected.
4. Withdrawals start after the second ballot. If any candidate has less than one-fifth of the total vote, his or her name is automatically withdrawn – except that the top two-candidates must remain. (In case of ties for second place, the top candidate and all tied runners-up remain as candidates.)
5. After the third ballot, candidates with less than one-third of the total vote will be withdrawn automatically, except the two top candidates remain. (In case there are ties for second place, the top candidate and all tied runners-up remain as candidates.)
6. After the 4<sup>th</sup> ballot, if no candidate has two-thirds of the total vote, the candidate with the smallest total is automatically withdrawn, except that the top two candidates remain. In case there are ties for second place, the top candidate and all tied second-place candidates remain. At this point, the chairperson asks for a motion, second, and a simple majority of hands on conducting a fifth and final ballot. IF this motion is defeated, balloting is over, and the choice is made by lot – “going to the hat” – immediately. If the motion carries, a fifth and final ballot is conducted.
7. IF after the fifth ballot no election occurs, the chairperson announces that the choice will be made by lot (from the hat). At this point, balloting usually involves only the top two or three candidates.
8. Lots are then drawn by the teller, and the first one “out of the hat” is the elected officer.

## Section 6: Unexpected Vacancies

Unexpected vacancies in all Officer positions shall be filled by an Interim Election held at the first meeting after the vacancy is announced at Intergroup. Refer to Article 8 Section 1 – 8 for direction.

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## **ARTICLE IX: Adoption of Bylaws**

### Section: 1

These Bylaws shall become effective when approved by this Intergroup by a two-thirds majority vote at a regular meeting after presentation and consideration by the members of this Intergroup and may be amended in the same manner at any regular meeting provided that the suggested change or addition shall be considered and discussed at one meeting and the voting on the same shall be done at the next subsequent meeting.

## **ARTICLE X: Robert's Rules of Order**

### Section 1:

Robert's Rules of Order, latest edition, shall be recognized as the authority governing the meetings of this Intergroup and its committees, in all instances wherein its provisions are not in conflict with these Bylaws.

### Section 2: Minority Opinion

If the Vote on a motion is not unanimous and the motion is not one under Reconsideration, members of the Voting Body may wish to express their minority opinion. The purpose of these opinions is to change a vote, which in turn may cause the motion to be reconsidered. After a minority opinion has been stated by a member of the voting body, non-voting meeting participants may also share their minority opinion on the motion. After all minority opinions have been heard the Voting Body will be asked if there are any changes to the voting record.

Note: If a motion passes, only those who are against the motion may speak. Conversely, if a motion fails, only those who are for the motion may speak.

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## Adopted and Revision Dates:

Adopted April 10, 1964

Revised April 20, 1980

Revised August 29, 1982

Revised September 29, 1985

Revised May 25, 1986

Revised August 3, 1987

Revised January 20, 1998

Revised September 1, 2000

Revised July 4, 2019

Revised April 19, 2022

The life of each individual and of any Group is built around our Twelve Steps and Twelve Traditions. We very well know that the penalty of extensive disobedience to these principles is possible death for the individual or dissolution of the Group. An even greater force for A.A.'s unity is the compelling love that we have for our fellow members and for the principles upon which our lives today are founded.

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