

# **BYLAWS OF FLAGLER COUNTY INTERGROUP INC.**

## **ARTICLE I PURPOSE**

The purpose of Flagler County Intergroup, Inc. (FCI) is to ensure and be responsible for a local Alcoholics Anonymous phone, text, email, answering service, and Website committee; that there is AA conference-approved literature available for AA groups; and oversee the standing committees to maintain unity and give support to all member groups.

In all activities of FCI, the Executive Committee, the Steering Committee, and any other committee (defined in Article IV, below), it shall be our collective responsibility to protect and follow the principles of Alcoholics Anonymous. To that end, no action of FCI or any Committee may conflict with The Twelve Steps and/or the Twelve Traditions.

## **CLEARIFICATION OF NON-PROFIT CORPORATION**

The purposes for which FCIA is organized are exclusively charitable and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code. Notwithstanding any other provision of these Articles, FCIA shall not execute any activities not permitted to be carried on by an organization exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code.

No part of the activities of FCI shall carry on propaganda, or otherwise attempting to influence legislation, or participating in, or intervening in (including the publication of statements), any political campaign on behalf of any candidate for public office.

Limitations: FCI is a nonprofit corporation, and no part of the net earnings of FCI shall go to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that Intergroup shall be empowered to pay reasonable compensation for services rendered.

## **ARTICLE II MEMBERSHIP, OFFICERS, AND COMMITTEES.**

### **SECTION I – MEMBERSHIP IN FCI (Intergroup).**

- A. The Intergroup (IG) body shall consist of one Representative and one Alternate Representative from each AA group listed in the Where & When for Flagler County, FL.
- B. Only representatives or alternates of groups, on file with the FCI secretary, may hold office, have a say, and vote in Intergroup. An AA group, for the purposes of inclusion in FCI, is any AA group in Flagler County that meets the definition of an AA group found in the AA pamphlet; the AA group shall be included for membership in Flagler County Intergroup, Inc.
- C. Each AA group should submit in writing the names of the Representative, the Alternate Representative, and the person submitting the names. These will be kept on file with the IG secretary. Any changes will be in writing and given to the IG secretary.
- D. The lengths of term and sobriety of the Representative and Alternate Representative shall be decided by their home group's conscience. FCI suggests that each group Representative and alternate serve two (2) years, subject to recall by the group they represent. FCI suggests that each Representative and alternate have at least one (1) year of continuous sobriety.
- E. Each IG representative represents one group and has one vote. Each voting representative brings the group conscience of the group they represent; there is no right of decision. The alternate votes only in the absence of the representative. No others have a vote or say at IG meetings, only the reps and alternates on file with the IG secretary.
- F. Any AA member with a home group in Flagler County, Fl may attend an IG meeting as a non-voting member but shall have no say, unless approved by the Executive Committee, nor be able to vote.

### **SECTION II – OFFICERS**

- A. The Intergroup Representatives will elect a Chairperson, Vice Chairperson, Secretary, and Treasurer every two (2) years. The people holding these positions shall be known as the “Officers” of the corporation. Persons standing for Officer positions shall have at least five (5) years of continuous sobriety and at least one (1) year’s experience in any AA Intergroup on the day they take office.

### **Section – III ELECTION OF OFFICERS**

- A. At the August Intergroup meeting on even years, an Ad Hoc Nominating Committee of Three (3) members and one alternate shall be chosen as follows: the Intergroup Chairperson shall be the Nominating Committee Chairperson and the Intergroup Representatives shall elect three (3) current Intergroup Representatives, two (2) of whom will be regular Committee members and one (1) who will be an alternate to the Committee. The Nominating Committee will dissolve upon the election of Officers at the Intergroup meeting.
- B. The Committee shall nominate one or more candidates who meet all the requirements for each office and secure the consent of each nominee. No person will be nominated who does not meet the requirements for that office or position. The Committee shall present the nominees at the October Intergroup meeting. Should no suitable consenting candidates be found, then nominations will be open and accepted from the floor at the October IG meeting.

C. Election of Officers shall take place in October of even-numbered years (except for the first year of incorporation, see addendum below) \*. All nominees must be present when nominated and give consent. Terms of office will commence on the following January 1st.

D. No more than two (2) members of any one group may serve as Officers at the same time.

E. No two members of any one household may serve as Officers at the same time.

F. Voting shall follow the spirit of the Third Legacy Procedure and shall be conducted by the Nominating Committee.

1. The nominating committee shall appoint one member of the committee to call for the votes (Teller) and the other two to count.

2. The Voting Body size is determined, and the candidate names are announced before each ballot. 3. If there is only one nominee for any office and the Teller asks if there are any other nominations and none respond, then that nominee is elected by acclamation. The person's name is announced as the new office holder. There is no vote.

4. When there is more than one nominee, the teller will call each name for that office, and members of the voting body will raise their hands when their candidate is called. One choice per ballot. The tally for each candidate is declared after each ballot.

5. The first candidate to receive two-thirds of the total vote is elected.

6. Withdrawals start on the second ballot. Any candidates with less than one-third of the total vote will be withdrawn automatically, except that the two top candidates remain. (In case there are ties for second place, the top candidate and all runners-up remain as candidates.)

7. If, after the second ballot, no election occurs, the chairperson announces that the choice will be made by lot (from the hat). All the remaining candidates will have their names placed in a basket/hat.

8. Lots are then drawn by the teller, and the first one "out of the hat" is the elected officer.

G. If no representative or other Officer stands for any position, the position shall be considered vacant, except for the Chairperson. The Vice-Chair will assume the Chair position automatically for the full two-year term. The Vice-Chair position is then Vacant. If the Vice Chair will not fill the Chairperson's position at the end of the term, then both Chair and Vice Chair shall be open for election.

#### Section IV– TERM OF OFFICE.

Officers' and Committee Chair terms shall be for two (2) years. No one may serve consecutive terms in the same position, not including time served in an interim position. If a successor is not elected at the end of the term, the position is considered vacant.

#### Section V – VACANCY

Any permanent Officer vacancy except for the Chairperson shall be filled by appointment of the current Steering Committee at the next Steering Committee meeting, for the remaining term, and be considered an interim appointment. In the event of a vacant Chair position, the Vice-Chair will assume the open Chair position automatically for the full two-year term. The Vice-Chair position is then Vacant. If the Vice Chair will not fill the Chair's position, it shall be declared vacant.

## Section VI – REMOVAL FROM OFFICE

- a. Any Officer and/or IG representative may make a motion under new business for any Officer or Standing committee chair to be removed from office for cause.
- b. The representative making the motion will give a brief reason for the motion to initiate removal. The motion needs to be seconded before discussion. After discussion, it shall be required, at that meeting, for a vote of two-thirds (2/3) of those members in attendance for said motion to move forward. The vote for removal shall take place at the next IG meeting.
- c. If there is no second to the motion or less than a two-thirds approval for the motion, then the motion for removal shall fail and cannot be brought again.
- d. If the motion is approved, no further action will be taken at that meeting.
- e. The IG representatives will be instructed to bring the motion back to their home groups for discussion. The IG representative should ask for a group consensus and bring that to the next IG meeting.
- f. The person to be removed, if not present at the meeting when the motion was made, will be informed of removal proceedings not less than seven (7) days prior to the next scheduled IG meeting.
- g. Notice of intent to remove will be communicated to such an individual and verified by a member of the executive committee. No receipt shall be necessary.
- h. The motion to remove will be brought up as the first item of old business at the next scheduled IG meeting.
- i. Before the vote for removal from office, full disclosure of charges shall be given by the accuser, and the individual under discussion shall be granted the opportunity to be heard and will be given time to rebut, not to exceed fifteen (15) minutes. No further discussion will be had. Only the Chair may ask questions for clarification.
- j. If the person to be removed should not be present at the IG meeting, then they shall be removed by default, unless a good cause to not attend was given to and accepted by the executive committee.
- k. The representative who brought the motion may, at this time, rescind the motion or call for a vote.
- l. A two-thirds majority vote of all eligible voting representatives will be necessary to carry the motion for removal.

### **\* Addendum to Article II.**

**Section II Officers and Section III ELECTION OF OFFICERS will be held in abeyance until 2026. All current officers and chairpersons of Flagler Intergroup, at the time of adopting these By-laws, shall remain in office until the first regular elections are held. All other By-laws and Policies shall be in effect as of the date of vote and approval at an Intergroup meeting.**

## **ARTICLE III**

### **DUTIES OF OFFICERS**

#### **SECTION I – CHAIRPERSON**

A. The Chairperson shall be responsible for the operations of Intergroup. The Chairperson shall preside over all regular and special meetings of IG, the executive committee, and the Steering Committee. If the Chairperson is unable to attend, the Vice Chairperson will conduct meetings. The Chairperson shall be responsible for keeping issues clear and shall be a signer on the checking account.

#### **SECTION II – VICE -CHAIRPERSON**

A. The Vice-Chairperson shall assist the Chairperson in the discharge of duties and be a signer on the checking account. The Vice-Chairperson shall familiarize themselves with the affairs of Intergroup.

B. In the event of temporary disability or absence of the Chairperson, the Vice-Chairperson shall have all the powers and perform all the duties of the Chairperson. In the case of a permanent vacancy in the office of the Chairperson, the Vice-Chairperson shall assume the position and responsibilities of the Chairperson until the completion of the original term.

C. The Vice-Chairperson shall be an ex officio member, without a vote, of all Intergroup Committees.

D, The Vice-Chair shall be a signer on the checking account.

#### **SECTION III – SECRETARY**

A. The Secretary shall preside in the absence of both the Chairperson and the Vice-Chairperson, record and report minutes of all Intergroup meetings, Executive Committee and Steering Committee meetings, and record all motions. The Secretary shall also be a signer on the checking account. The secretary is the chairperson of the communications committee.

#### **SECTION IV – TREASURER**

A. The Treasurer shall preside in the absence of all other officers. The Treasurer, subject to the control of Intergroup and the Steering Committee, shall be responsible for the general supervision of the finances of Intergroup. The Treasurer shall oversee officers, committee chairpersons, and other individuals authorized to deposit, collect, manage, and disburse any funds, ensuring all deposits have been duly made and all expenditures duly authorized and evidenced by proper receipts and vouchers. The Treasurer shall present financial statements each month to the Steering Committee and Intergroup at the monthly meetings of both. The Treasurer shall present a proposed annual budget to the Steering Committee in November of each year and shall arrange to have annual financial statements and income tax returns, and annual IRS paperwork for exemption prepared by February of each year. The treasurer shall be the chairperson of the finance committee and be a signer on the checking account.

## **ARTICLE IV**

### **SECTION I–COMMITTEES**

#### **Executive Committee**

- A. The Executive Committee shall consist of the IG Chairperson, Vice-chair, Secretary, and Treasurer.
- B. Should there be a need for a decision to be made during the time between regular IG meetings, the Executive Committee shall make decisions regarding matters not in conflict with the Bylaws, such decisions to be reported at the next IG and steering committee meetings.
- C. The Executive Committee may approve any non-budgeted expenditures not to exceed \$200.00 or the limit set by Intergroup. The Treasure shall report such non-budgeted expenditures at the next scheduled IG and steering committee meetings.

### **SECTION II–STEERING COMMITTEE**

- A. The Steering Committee shall be comprised of the Executive Committee and the chair of each Standing Committee.
- B. The Steering Committee shall be responsible for making recommendations regarding the work of Intergroup and for seeing that the decisions of Intergroup are implemented.
- C. The Steering Committee shall meet/communicate at least once monthly at a time, place, and manner designated by the Chairperson. Those Steering Committee members present/responding constitute a quorum.
- D. The members of the Steering Committee must attend both Steering Committee and Intergroup meetings. Any member not present or responsive for two (2) consecutive meetings without proper notification to the Chairperson or Vice Chairperson will be considered to have resigned, and the position considered vacant.

### **SECTION III–STANDING COMMITTEES**

- A. The following are the current standing committees:
  - 1.) Helpline; 2.) Website; 3.) Events; 4) Promises; 5.) Where and When.
- B. Additional standing committees may be created from time to time as needed upon an affirmative vote of the majority of Intergroup Representatives.
- C. Standing Committee Chairpersons shall be assigned by the Executive Committee when a vacancy is announced, or as soon as possible thereafter, except for the Finance and Communications committee.

### **SECTION IV–PERMANENT SUBCOMMITTEES of the executive committee.**

- (1) Finance; (2) Communications.
  - 1a. The finance committee will be chaired by the treasurer.
  - 1b. Shall review budgets submitted by all committees for approval or revision.
  - 2a. The communications committee shall be chaired by the IG Secretary.
  - 2b. Shall assist the secretary with posting reports to the website and distributing them to Officers, Steering committee, and Representatives.

2c. Develop and maintain an email list of all Officers, Chair's and members of Standing committees and IG reps and alternates.

## **SECTION V—AD HOC COMMITTEES**

A. Intergroup may, from time to time, establish ad hoc committees to address issues for which a standing committee is not required.

B. An ad hoc committee, as defined, is “a committee established on a temporary or short-term basis to accomplish specific tasks not easily provided for elsewhere in the committee system. Each ad hoc committee has a particular goal to achieve or product to provide to its initiating body; when its task is completed, the committee is dismissed.”

## **ARTICLE VII**

### **INTERGROUP MEETINGS**

A. Regular meetings shall be scheduled each month at a time and place to be decided by the Representatives. Representatives present at a regularly scheduled meeting shall constitute a quorum.

B. Except as otherwise provided herein, each group shall be entitled to one (1) vote on all Intergroup matters, said vote to be cast by its duly elected Representative or Alternate Representative.

C. Only Representatives or Alternate Representatives may vote at Intergroup meetings. Neither Officers nor Standing Committee Members may vote at Intergroup Meetings, except to the extent said Standing Committee Member also serves as an Intergroup Representative.

D. Minority Opinion The minority opinion is generally expressed to 1.) share something new (no repeats of previously stated opinions); 2.) if anyone feels they haven't expressed themselves adequately; 3.) if someone feels they feel the body is making a serious mistake. If any of these are invoked, then the Chair must ask if anyone wishes to change their vote. If so, then a new vote is taken. If not, then the vote stands as recorded.

E. Standing Committee Chairpersons may bring motions during Intergroup meetings but shall not have a vote on those motions or any others.

F. Any group's name that has been removed from the Where and When shall not have a vote in Intergroup matters.

G. Motions cannot be tabled more than once and will automatically be placed on the next agenda.

## **ARTICLE VIII**

### **AMENDMENTS TO BYLAWS**

A. Submission:

To be considered, an amendment to this Bylaw document must be proposed and seconded during the regular Intergroup meetings. The proposed amendment shall be recorded by the Secretary and read aloud to all group representatives for accuracy, for balloting for the next regular Intergroup meeting. Any discussion of the proposed motion on the floor prior to processing by the Steering Committee should be limited to the language of the motion itself.

B. Processing:

The Steering Committee must process the proposed amendment to determine what type of

amendment it is, i.e., Bylaw, Policies and Procedures, or Operations. The Steering Committee must also assess and consider the motion's financial and legal impact, if any, before the next regular Intergroup meeting. The Steering Committee may not change any of the proposed language of the amendment from returning to the Intergroup Representatives. The Steering Committee may not prevent any proposed amendment from returning to the Intergroup body.

**C. Distribution:**

After processing by the Steering Committee, the Steering Committee shall report the financial and/or legal impact of the proposed amendment to the Intergroup body. The proposed amendment shall be presented in written ballot form to all group representatives in attendance at the next Intergroup meeting. The written ballot will include the amendment text, the motion maker's name and homegroup name, the Representative who seconded the motion, and both Representatives' positions (Regular or Alternate).

**D. Discussion:**

Discussion time for a proposed amendment shall be allotted during the regular Intergroup meeting when the amendment is presented in written ballot form. The purpose of this discussion is to allow the group Representatives to share thoughts, and to allow the amendment originator or their alternate the opportunity to clarify the intent of the proposed Bylaw change. The amendment originator or alternate must be present if the language is altered. If the amendment originator wishes to modify the text of a written ballot due to discussion, the revised language will need a new second. If no changes are necessary, the proposed amendment is taken back to the groups by their representative for discussion, endorsement, or disapproval.

**E. Voting:**

A vote by written ballot (or poll if the Intergroup meeting is conducted virtually) will take place at the next regular Intergroup meeting after the one at which the final text of the amendment was distributed. Any changes to the Bylaws must pass by a two-thirds (2/3) vote of the Representatives or their Alternates and will be immediately effective as of the date of the vote approving the changes.

**F. Minority Opinions:**

Minority opinions shall be expressed as outlined herein in Article II(C)(7).

**ARTICLE IX**

**MONIES**

All monetary considerations, contracts or agreements relating to the Central Office, including but not limited to annual budgets, prudent reserve, cash on hand, and daily operating expenses, shall be stated in

The Policies and Procedures Manual.

**ARTICLE X**

**EMERGENCY ACTIONS**

If a decision must be made between regularly scheduled Intergroup meetings the authority and responsibility for such decisions rest with the four (4) elected Officers, with final authority and responsibility vested in the Chairperson. Any decision made under this Article must be reported at the next Intergroup meeting. No decision made under this article shall have a binding effect for more than ninety(90) days without Intergroup approval.

## **ARTICLE XI DISSOLUTION OF FLAGLER COUNTY INERGROUP INC**

Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code or. All assets shall be given to Alcoholics Anonymous (GSO) in New York City. If this is not possible, then they shall be distributed to the federal government, or to a state or local government, for a public purpose.

## **ARTICLE XII APPROVAL AND EFFECTIVE DATE**

These Bylaws, as amended, will be submitted to the Representatives and, upon approval, will become effective on the date set by a separate resolution. On the effective date of these Bylaws, as amended, they shall replace and supersede all previous Bylaws of Flagler County Intergroup, Inc.

Approved Intergroup Meeting June 2, 2024

Revised and approved Intergroup Meeting September 8, 2024 Section 1(B)

Revised and approved, Punctuation, October 2025