

BY-LAWS

OF THE

NORTHERN VIRGINIA INTER-GROUP, INC.

ARTICLE ONE – Name and Policy

1. As specified in the ARTICLES OF INCORPORATION (hereafter referred to as the “Charter”), the name of this Corporation shall be the NORTHERN VIRGINIA INTER-GROUP, INC., hereinafter referred to as the “INTER-GROUP”; short title “NVI”.
2. The masculine pronouns “he, him, his” are used in the general sense in the By-laws and refer to both the masculine and feminine genders.
3. The INTER-GROUP is a non-profit corporation. In accordance with the Charter it is the POLICY of the INTER-GROUP, INC. that no officer, member, or employee shall receive any pecuniary profit from the operations thereof.

ARTICLE TWO – Purpose

1. The PURPOSE for which this INTER-GROUP has been organized is to provide services to and assist Alcoholics Anonymous (“AA”) groups in their common purpose of carrying the AA message to the alcoholic who still suffers.
2. In pursuit of this purpose, The INTER-GROUP may assist the groups by, among other things:
 - A. Providing 24 hour telephone answering coverage for information about AA.
 - B. Providing a directory of AA meetings in the community served by this INTER-GROUP.
 - C. Acting as a central forum for disseminating information about AA and other information of interest to the fellowship to groups, members, and the public.
3. In pursuit of this purpose, the INTER-GROUP may:
 - A. Raise, receive, and disburse funds (ARTICLE ELEVEN, Finances), and do and perform any and all other lawful things and acts as necessary or desirable to carry on the INTER-GROUP’s purpose.
 - B. Rent, purchase, or acquire by grant, gift, device, or bequest, and hold and dispose of such property, real, personal, and mixed, as may be requisite for the transaction of its business or the conduct of its affairs.
4. Specifically excluded from INTER-GROUP’s purpose is the operation and maintenance of a club, Clubhouse, or residence for the stay, care, or treatment of alcoholics.
5. In fulfilling its purpose and in conducting its activities, the INTER-GROUP shall be ever mindful of the Twelve Traditions of Alcoholics Anonymous and the Twelve Concepts for World Service.

ARTICLE THREE – Membership and Representation

1. Any person who is a member of a MEMBER GROUP as defined in Article THREE, Section 2, shall be a member of this INTER-GROUP. Individual membership shall not be dependent upon the payment of any dues, pledges, and/or assessments.
2. A Member Group is:
 - A. Any existing duly constituted group of Alcoholics Anonymous located in the cities of Alexandria, Fairfax or Falls Church, Virginia, or in the Counties of Arlington, Fairfax, Loudoun, Prince William, or Stafford, Virginia or any other Alcoholics Anonymous group that wants to be affiliated with NVI, provided that such group is located contiguous to the Northern Virginia Area as determined by the NVI Board of Directors (the "Board"), or
 - B. Any Alcoholics Anonymous group organized after the ratification of these By-laws that has notified NVI of its intention to join this INTER-GROUP.
3. A Member Group so defined is entitled to elect an INTER-GROUP REPRESENTATIVE ("IGR") to the Board to represent the group.
4. District INTER-GROUP Representation:
 - A. Currently, the following are INTER-GROUP Districts: Alexandria (Del Ray), Alexandria (Old Town), Alexandria (West End), Arlington, Centreville, Dulles, Fairfax, Falls Church, Loudoun, Manassas, Mount Vernon, Springfield, Stafford, Vienna, Wilson, and Woodbridge. Each District shall elect or appoint one (1) District INTER-GROUP REPRESENTATIVE ("DIR") and one (1) alternate DIR ("ADIR") to represent its district conscience on the Board.
 - B. Any Alcoholics Anonymous group organized after the ratification of these By-laws that has notified NVI of its intention to join this INTER-GROUP.
 - C. District INTER-GROUP Representative: This Representative and his alternate may be elected, appointed, or accepted as a volunteer from member groups of the respective District. DIRs and ADIRs shall each serve a term of two (2) years beginning on January 1st. There will be a panel (Panel 1) of odd-year terms, with DIRs selected in odd years, and panel (Panel 2) of even-year terms, with DIRs selected in even years. The Alexandria (Del Ray), Alexandria (Old Town), Alexandria (West End), Dulles, Falls Church, Manassas, Springfield, and Wilson Districts shall be Panel 1. The Arlington, Centreville, Fairfax, Loudoun, Mount Vernon, Stafford, Vienna and Woodbridge Districts shall be Panel 2. This schedule will start in the calendar year immediately following the adoption of these revised by-laws. The Board, without amending these by-laws, may make changes in the existing selection schedule. Districts shall select DIRs and ADIRs prior to the January meeting of the Board.
 - D. Qualifications, Duties, and Responsibilities of DIRs: The DIR is the communication link between the AA groups in his district and NVI Board, officers, and Committees, and office staff. It is recommended that DIRs have at least two (2) years of sobriety, and have served as an IGR. A District INTER-GROUP Representative shall:
 - (1) Serve on the Nominating Committee.
 - (2) Be available for selection and service as a member of the Steering Committee.
 - (3) Carry information about and from INTER-GROUP to the groups in his District and bring the informed group conscience of the District to the monthly Board meetings.
 - (4) Be responsible for keeping the INTER-GROUP office staff informed, via accurate information, on groups in his District for NVI records and on meetings in his District for publication in the Where and When.
 - (5) Encourage groups in his District to elect IGRs.
 - (6) Solicit volunteers to serve on the INTER-GROUP Standing Committees from among the IGRs or group members in his District.

- E. Vacancies: the NVI Secretary shall notify the Virginia Area District Committee Member (“DCM”) if its DIR is absent from three (3) consecutive Board meetings.

ARTICLE FOUR – INTER-GROUP Officers

1. The INTER-GROUP OFFICERS shall be Chairman, Vice-Chairman, Secretary, and Treasurer.
2. The tenure of each officer shall be two years commencing on the first of January each odd-numbered year. In the spirit of rotation, it is suggested that no officer succeed himself in any one office.
3. The recommended continuous sobriety qualification of each officer is three years upon election. Each officer must maintain continuous sobriety during his term. Cessation of continuous sobriety by an officer constitutes an automatic resignation from office with no further action necessary by the Board.
4. Any officer who misses three (3) consecutive monthly Board meetings shall be presumed to have resigned his position, with no further action necessary by the Board.
5. Any Officer may resign his office at any time; such written resignation is to take effect upon its receipt by any member of the Steering Committee.
6. Vacancies among the Officers shall be filled by a candidate approved by a majority vote of the Steering Committee, subject to the approval of the Board, at the time the vacancy occurs and to serve the balance of the resigned Officer’s term.
7. Officers’ Duties:
 - A. The CHAIRMAN shall:
 - 1) Be ipso facto President of the INTER-GROUP, Chairman of the Board of Directors and a member of the Steering Committee.
 - 2) Appoint all Standing and Ad Hoc committee chairmen unless otherwise noted. The Chairman shall announce his selection of committee chairman at the January Board of Directors’ meeting of each odd-numbered year or, in case of a committee chairman’s resignation or incapacity to serve, at the next regular Board meeting. The Vice-Chairman acting in the Chairman’s absence may not exercise this duty.
 - 3) Create Ad Hoc Committees as needed.
 - 4) Preside at Board meetings, ensuring that the business at hand is attended to in an expeditious manner and that the Twelve Concepts for World Service, especially the Rights of Decision, Participation, and Appeal, are adhered to.
 - 5) Provide for an annual audit of the INTER-GROUP’s financial records at calendar year end.
 - 6) Appoint members of Alcoholics Anonymous to fill any INTER-GROUP vacancies for which they are qualified and fall within his authority to appoint.
 - 7) Perform such other duties as the Board of Directors may from time to time assign.
 - B. The VICE CHAIRMAN shall:
 - 1) In the Chairman’s absence, preside at Board meetings, ensuring that the business at hand is attended to in an expeditious manner and that the Twelve Concepts for World Service especially the Rights of Decision, Participation, and Appeal, are adhered to.
 - 2) Be a member of the Steering Committee.
 - 3) Recruit IGRs and DIRs, being ever mindful of AA’s Eleventh Tradition.
 - 4) Provide orientation and education on the INTER-GROUP structure, services, and traditions to newly-elected/appointed IGRs and DIRs.
 - 5) In the Chairman’s absence, perform any and all duties of the Chairman, except as prohibited elsewhere in this Article.
 - 6) Perform such other duties as the Board of Directors and/or the Chairman may from time to time assign.
 - C. The SECRETARY shall:

- 1) Attend Board meetings and act as Recorder of each meeting, verifying that a quorum is present to conduct business, recording all votes taken and maintaining the minutes of all proceedings and the record of attendees, making same available when required.
 - 2) Cause notice to be given of special Board of Directors' meetings.
 - 3) Provide an abbreviated copy of the most-recent regular Board meetings minutes to the Office Manager for inclusion in the INTER-GROUP monthly newsletter.
 - 4) Provide a full copy of the most-recent regular Board meeting minutes to the Office Manager for distribution at the following regular Board meeting.
 - 5) Perform such other duties as the Board of Directors and/or the Chairman may from time to time assign.
- D. The TREASURER shall:
- 1) Be a member of the Steering Committee.
 - 2) Render to the Board at the monthly Board meetings or whenever they may request it, an accounting of the INTER-GROUP's financial condition. This accounting includes but is not limited to, reports of contributions received from Member Groups (by name), or other approved sources. The Office Manager may make this accounting or portions thereof, with the express concurrence of the Treasurer.
 - 3) Maintain records as required by any and all local, state, or federal taxing authorities.
 - 4) Review and approve all office, financial, operating, cash management and funds disbursement procedures and practices.
 - 5) Give a bond satisfactory to the Board of Directors. INTER-GROUP will pay any expense adhering to this bond.
 - 6) Upon end of his term, resignation, or removal from office, restore to such person as the Board may from time to time designate all of NVI's books, papers, vouchers, monies, and other property of whatever kind and nature in his possession or under his control.
 - 7) Perform such other duties as the Board of Directors and/or Chairman may from time to time assign.

ARTICLE FIVE – Committees

1. STEERING COMMITTEE:

- A. There shall be a Standing Committee known as the Steering Committee. The Committee shall comprise: the Chairman of NVI, the NVI Vice Chairman, the NVI Treasurer, three DIRs, and three IGRs. The Office Manager shall serve as an Advisory Member of the Committee, without a vote.
- B. Committee members shall serve for a term of two years. The three IGRs shall be elected to serve as Steering Committee members during the December Board meeting during even-numbered years. The names of three DIRs to serve on the Committee shall be “pulled from the hat”, with their districts thereafter precluded from representation on the Steering Committee until all districts have had the opportunity to have their District Intergroup Representative serve on the Committee.
- C. The NVI Chairman shall officiate at the first meeting of the Steering Committee, at which time the Committee shall elect from its membership, by secret ballot, a member to serve as the Committee Chairman. The committee shall meet as needed, but at a minimum, on a quarterly basis and shall report at least once per quarter to the Board of Directors concerning its activities. The Committee may meet more frequently subject to the call of the Committee Chairman or upon the request of three Committee members. To conduct business, five (5) members of the Steering Committee constitute a quorum.
- D. In the event of a vacancy, the Steering Committee Chairman shall appoint an individual to serve out the vacant remaining term from among NVI past officers, DIRs or IGRs, such that the Committee maintains its ratio of IGRs, DIRs, and NVI officers. The minimum requirement for membership of the Steering Committee is two years continuous sobriety. Each Committee member must maintain continuous sobriety during his

term. Cessation of sobriety by any member constitutes an automatic resignation from the Committee, with no further action necessary by the Committee and/or the Board.

- E. The Steering Committee as constituted in these by-laws shall commence January 1, of the calendar year immediately following the adoption of these by-laws.
- F. Duties and responsibilities of the Steering Committee shall consist of but are not limited to:
 - 1) Provide for the training of and supervision of the office staff.
 - 2) Assess office facilities and equipment needs.
 - 3) Determine staffing needs of office.
 - 4) Recommend to the Board of Directors office staff salary range and benefits.
 - 5) Recommend to the Board of Directors office staff hiring and termination.
 - 6) Establish personnel policy for office staff, including but not limited to guidelines for evaluating office staff performance.
 - 7) Establish policies for overall operation of the office.
 - 8) Perform annual evaluation of office staff.
 - 9) Recommend creation of Standing and Ad Hoc Committees to the Board of Directors.
 - 10) Establish a process for approval of an annual budget for NVI.
- 2. The following STANDING COMMITTEES shall be overseen and appointed by the INTER-GROUP:
 - A. COOPERATION WITH THE PROFESSIONAL COMMUNITY (CPC) COMMITTEE: The CPC Committee is a liaison between Alcoholics Anonymous, NVI, and professionals working with alcoholics or alcoholism. The CPC Committee also serves as a liaison between other Standing Committees such as the Corrections Committee or Treatment Facilities Committee, where appropriate.
 - B. PUBLIC INFORMATION (PI) COMMITTEE: The PI Committee provides guest speakers for civic/church/school affairs when requested. The Committee provides public information booths at health fairs or conventions when requested. This committee provides press releases or information about AA to the press, radio, and television media using only AA General Service Conference approved materials.
 - C. CORRECTIONS COMMITTEE: The Corrections Committee facilitates members' participation in correctional facility meetings and maintains schedules of group and individual commitments for providing the AA member support to correctional institution meetings. Included with this function is the requirement to maintain contact with the correctional institutions.
 - D. TREATMENT FACILITIES COMMITTEE: The Treatment Facilities Committee is a liaison that facilitates group and individual commitments for providing the AA member support to treatment facility meetings. Included with this function is the requirement to maintain contact with the treatment facilities.
 - E. ARCHIVES COMMITTEE: The Archives Committee is responsible for recording the history of AA in the Northern Virginia area and maintaining in a safe manner INTER-GROUP papers and other memorabilia of interest to the Northern Virginia AA community. The Archives Committee is available to display collected memorabilia at area AA conventions or workshops where other AA members can appreciate AA history.
 - F. PHONE WATCH COMMITTEE: The Phone Watch Committee is responsible for scheduling telephone answering volunteers on a 24 hour basis, providing training sessions for new telephone answering volunteers, maintaining an accurate and up to date phone training manual, and an accurate and up to date 12th Step list.
 - G. LITERATURE COMMITTEE: The Literature Committee shall make available as requested General Service Conference approved literature for sale at INTER-GROUP, district, or area events such as workshops and conventions, or elsewhere as appropriate. The Literature Committee is encouraged to provide education and information on General Service Conference approved literature and products.
 - H. WEBSITE COMMITTEE: The Website Committee is responsible for creating, developing and maintaining an NVI website for the purpose of posting information and facilitating communication among members of

Alcoholics Anonymous in furtherance of their recovery in the NVI region and for recommending guidelines for the content and use of the same.

3. Any Standing Committee Chairperson not present for three (3) consecutive regular INTER-GROUP Board of Director meeting shall be presumed to have resigned and may be replaced by the Chairman.
4. The Activities of Standing Committees shall be in accordance with suggested GSO AA Guidelines.

ARTICLE SIX – Office Staff

1. The INTER-GROUP office may be staffed by a member of Alcoholics Anonymous whose title shall be INTER-GROUP OFFICE MANAGER.
2. The Office Manager shall:
 - A. Be a member of Alcoholics Anonymous with recommended four (4) years of continuous sobriety.
 - B. Maintain continuous sobriety while holding any position at INTER-GROUP. Any cessation of continuous sobriety constitutes violation of the written and/or implied employment contract and will result in immediate dismissal from any and all NVI paid positions.
 - C. Have experience in the Alcoholics Anonymous service structure.
 - D. Display a reasonable knowledge of AA's Traditions and The Third Legacy of Service.
 - E. Give a bond satisfactory to the Board of Directors. INTER-GROUP will pay any expense adhering to this bond.

ARTICLE SEVEN – Board of Directors

1. The BOARD OF DIRECTORS of INTER-GROUP (Board) shall:
 - A. Be composed of IGRs, DIRs, NVI officers, Standing and Ad Hoc Committee Chairmen, the NVI Office Manager, and the immediate past NVI officers.
 - B. Determine and control policy for the affairs and business of this INTER-GROUP.
 - C. Be responsible for devising means of obtaining financial support for NVI activities.
 - D. Approve an annual budget for the INTER-GROUP.
 - E. Appoint employees and approve salaries of said employees of the INTER-GROUP.
 - F. Have authority to remove, with or without cause, any NVI officer, official, agent, or employee upon an affirmative vote of three-fourths (3/4) of the Board present.
 - G. Have authority to approve the disbursement of funds necessary for the proper maintenance of the INTER-GROUP central office.
 - H. Have authority to rescind the decisions and actions of any subordinate person or Committee established in these By-laws, except when such action constitutes a violation of any legally enforceable contract.

ARTICLE EIGHT – Meetings

1. GENERAL MEETINGS:

- A. The Board shall meet monthly at a time, day, and location as the Board may from time to time by resolution prescribe.
- B. The Board may meet at such other times, days, and locations as the Board may from time to time by resolution prescribe, subject to two weeks prior notice.

2. SPECIAL MEETINGS of the Board:

- A. May be called by the NVI Chairman or the Steering Committee Chairman upon two weeks prior notice to each member of the Board. Nothing in this provision shall be construed to preclude holding a special meeting in the event one or more members cannot be reached by ordinary means of communication.
- B. Shall be called upon petition of not less than two hundred (200) members of NVI. Participation of members shall be through “Member Groups” as defined in ARTICLE THREE, sections 1 and 2.

3. Order of Business:

- A. Monthly Board meetings shall include, but are not limited to, the following items; the order of presentation may be modified by the Presiding Officer:
 - 1) The Secretary shall identify eligible voters from those present and determine if a quorum exists; and if so, the Presiding Officer shall call the meeting to order.
 - 2) Reading of the Minutes of the preceding monthly meeting for approval.
 - 3) Reading of the Treasurer’s Report for approval.
 - 4) Completion of old business.
 - 5) Transaction of new business.
 - 6) District Intergroup Representative reports.
 - 7) NVI Committee Reports.
 - 8) NVI Officers Reports.
 - 9) Adjournment.
- B. Special Board meetings shall include but are not limited to, the following items; the order of presentation may be modified by the Presiding Officer:
 - 1) The Secretary shall identify eligible voters from those present and determine if a quorum exists; and if so, the Presiding Officer shall call the meeting to order.
 - 2) The Presiding Officer shall state the reason for calling said Special Board meeting and shall ensure that the business at hand is attended to in an expeditious manner and that the Twelve Concepts for World Service, especially the Rights of Decision, Participation, and Appeal, are adhered to.

ARTICLE NINE – Voting

- 1. VOTING shall be limited to one (1) vote per member eligible to vote. Notwithstanding the number of positions or titles a member may hold, he may vote only one (1) time on any one (1) issue. In the same way, an individual shall be counted only once in establishing a quorum.
- 2. A majority shall constitute a number greater than half of the total number of those voting.
- 3. The QUORUM that is required to conduct the official business of the INTER-GROUP shall exist under the following conditions:
 - A. For Board of Directors Meetings: when a minimum of two (2) Officers, three (3) DIRs, two (2) Chairmen of Standing and/or Ad Hoc Committees, and six (6) IGRs are present.
 - B. For Special Meetings of the Individual Members: when a minimum of two (2) Officers and at least one hundred and one (101) petitioners are present.

4. The Quorum having been established, an issue shall be decided by a majority of eligible votes cast. Changes to, or ratification of, these By-laws shall be governed by ARTICLE TWELVE, Amendments.
5. ELIGIBLE VOTERS:
 - A. Those eligible to vote at Board of Directors Meetings are:
 - 1) Each IGR (or in his absence the AIGR).
 - 2) Each Officer.
 - 3) Each DIR (or in his absence, the ADIR).
 - 4) Each Standing and Ad Hoc Committee Chairman.
 - 5) Each Immediate Past Officer.
 - 6) The Office Manager.
 - B. At General Meetings, as described in ARTICLE EIGHT, voting shall be voice vote, except that a majority of the membership present at the meeting may demand a vote by other means.
 - C. Voting by proxy shall not be permitted at Board of Directors Meeting, an exception being the adoption of proposed amendments to the Charter (Articles of Incorporation) that requires a quorum of the Board of Directors and a two-thirds (2/3) plurality of the votes entitled to be cast by members present; in this case, absentees may be represented by proxy given to an Alcoholics Anonymous member able to be present at the meeting.
 - D. Votes for the ELECTION OF OFFICERS shall be accepted from any member of any "Member Group". Voting by proxy is prohibited. A simple majority of the votes cast for each Officer position shall be sufficient for the purpose of electing the selected candidate.

ARTICLE TEN – Elections

1. IGRs shall be elected, appointed, or accepted as volunteers by each individual "Member Group" which they shall represent. An individual "Member Group" shall construe nothing in these By-laws as determining the method of selection of its IGR.
2. The selection of candidates for OFFICER POSITIONS shall be by means of a Nominating Committee. This committee shall be composed of the DIRs whose names shall be furnished by the Secretary at the October Board of Directors Meeting to the IGRs so that the latter may make recommendations of Officer candidates to the Nominating Committee.
 - A. Officer candidates shall be selected from past or present members of the Board of Directors.
 - B. Each IGR is expected to make his recommendations to the Nomination Committee prior to the November Board of Directors Meeting.
 - C. The Nominating Committee shall consider all the names (of the nominees) submitted to it and shall determine eligibility and willingness to serve; and from such names, the Nominating Committee shall prepare a slate of all those so qualified for the offices of Chairman, Vice Chairman, Secretary, and Treasurer, as applicable, for the specific election in question.
 - D. The Chairman of the Nominating Committee, at the November Board of Directors Meeting, shall place in nomination the names of the nominees qualified by the Nominating Committee; at this time, nominations of other qualified candidates may be made from the floor.
 - E. Elections for INTER-GROUP Officers shall occur by secret ballot at the same time and place as the December Board of Directors Meeting.
 - F. The nominees elected shall serve their terms from the first of January following their date of election.

ARTICLE ELEVEN – Finances

1. The activities of the INTER-GROUP shall be financially supported by:
 - A. Funds contributed voluntarily by “Member Groups”.
 - B. Funds contributed by individual members, not to exceed the amount suggested by the General Service Conference.
 - C. Sale of General Service Conference approved literature.
 - D. Other sources as may be approved by the Board of Directors as suggested in the G.S.O. Guidelines for Intergroups or Central Offices.
2. Outside contributions are prohibited.
3. The financial activities of INTER-GROUP shall be conducted in accordance with the Twelve Traditions and guidelines approved by the AA General Service Conference.
4. The INTER-GROUP shall not accumulate funds beyond current necessities with a retention of a prudent reserve as determined by the Steering Committee, in consultation with the Treasurer.
5. Guidelines concerning deposit accounts of the INTER-GROUP shall be established by the Steering Committee, in consultation with the Treasurer. Signatory authority over INTER-GROUP deposit accounts shall be any two of the following: Treasurer, Office Manager, Chairman, and Vice Chairman.
6. No debt, contract, or continuing obligation shall be incurred without the consent of the Board of Directors.
7. Directors (with the exception of the paid Office Manager), Steering Committee members, or officers of the INTER-GROUP shall not receive, directly or indirectly, any salary, compensation or emolument from the INTER-GROUP. Such persons may be compensated for expenses incurred in the exercise of their official duties, subject to authorization by the Steering Committee. Reimbursement shall be based on presentation of acceptable proof of expenditures.

ARTICLE TWELVE – Amendments

1. These By-laws may be altered, amended, repealed, added to, and ratified by an affirmative vote of not less than two-thirds (2/3) plurality of the Board of Directors present, at a meeting wherein the proposed change is on the agenda by prior notice. Such changes shall then become effective.

ARTICLE THIRTEEN – Dissolution

1. In the event of DISSOLUTION of the INTER-GROUP, after paying the lawful debts and obligations of INTER-GROUP, the remaining assets shall be distributed, in substantially equal portions, to each District comprising this INTER-GROUP, provided that any District receiving INTER-GROUP assets has been represented by a DIR and/or a Virginia Area Committee DCM for at least three hundred sixty-five (365) days. Assets so disbursed will be mailed to the last mailing address for each District on record at the NVI office.

THE FOREGOING SUPERSEDES PREVIOUS VERSIONS OF THE BY-LAWS OF NORTHERN VIRGINIA INTERGROUP, INC.

APPROVED BY THE BOARD OF DIRECTORS, April 4, 2006.

As amended: January 3, 2006

Form (with correction of typographical errors and minor editorial changes) approved by Board of Directors: April 4, 2006