

SECTION 1: BYLAWS AND POLICIES AND PROCEDURES OF THE FORT WORTH CENTRAL OFFICE (FWCO)

1. These Bylaws and Policies and Procedures apply to the 501(c)(3) non-profit corporation named "Fort Worth Central Office" (FWCO) located at 316 Bailey Avenue Suite 100, Fort Worth, TX 76107. The FWCO Articles of Incorporation are filed with the Office of the Texas Secretary of State and originally dated as January 16, 1989. These Bylaws and Policies and Procedures (and any subsequent changes) do not require filing with the Texas Secretary of State and are retained on file at the FWCO. Any AA member may have a copy at no cost.
2. The FWCO is a service entity of Alcoholics Anonymous (AA) which is a fellowship of men and women who share their experience, strength and hope with each other that they may solve their common problem and help others to recover from alcoholism. The only requirement for membership is a desire to stop drinking. There are no dues or fees for AA membership; AA is self-supporting through its own contributions. AA is not allied with any sect, denomination, politics, organization or institution; does not wish to engage in any controversy, neither endorses nor opposes any causes. AA's primary purpose is to help AA members stay sober and help other alcoholics to achieve sobriety.
3. The FWCO is managed by a staff of a paid Office Manager and Assistant(s). The FWCO staff are AA members and expected to maintain continuous sobriety for the duration of their employment. Dismissal follows failure to do so.
4. FWCO staff compensation, sick and vacation leave benefits will conform to local prevailing business practices and levels.
5. Procedures for the day-to-day operation of the FWCO are defined in a document titled "Fort Worth Central Office Operations Procedures Handbook" (the "FWCO Handbook") which is maintained by the Office Manager.

SECTION 2: FWCO SERVICES, SERVICE AREA AND SERVICE STRUCTURE

1. Basic FWCO service responsibilities include (but are not limited to) the following:
 - a. Maintaining a conveniently located office to coordinate local AA services.
 - b. Keeping an up to date list of AA groups and their meeting schedules.
 - c. Coordinating 12th Step calls for individuals who are wanting help with their drinking problem.
 - d. Publishing and distributing a newsletter as well as other information concerning local AA events and services.
 - e. Maintaining a stock of AA Conference-approved literature to supply AA groups and other interested persons or institutions.
 - f. Maintaining a supply of chips and medallions for the use of AA groups or individuals.
 - g. Coordinating volunteers to contact persons calling the office for help with their drinking problem.
 - h. Maintaining a web site to allow access to AA information for AA members as well as the general public.
 - i. Cooperating with other AA entities such as Area, Districts and other Intergroups/Central Offices, etc.
 - j. Performing other functions as authorized.
2. The FWCO service area includes the territory surrounding local AA groups that notify the office of their desire to become a member group.
3. The FWCO service structure includes (but is not limited to):
 - a. Central Office Representatives (CORs).
 - b. Central Office Steering Committee (COSC) members and officers (Chair and Recording Secretary).
 - c. Office Manager and Assistant(s).
 - d. Finance Committee members and officers.
 - e. Ad Hoc Committee members (as appointed for special projects).
 - f. Volunteer AA members.
4. The FWCO service structure conforms with (but is not limited to) principles and recommendations contained in the:
 - a. FWCO Articles of Incorporation.
 - b. FWCO Handbook.
 - c. Twelve Steps, Twelve Traditions and Twelve Concepts of AA.
 - d. AA Service Manual and Twelve Concepts for World Service.
 - e. AA Guidelines for Central or Intergroup Offices and AA Guidelines for AA Answering Services.
3. All matters brought to the COSC and/or CORs for a vote require "substantial unanimity" (i.e. a 2/3 majority) for approval. This is done to ensure that all decisions have the agreement of a substantial and sufficient number of voting members to preserve unity.
4. Service committees may be created, redefined or eliminated by 2/3 majority vote of the COSC and CORs.

SECTION 3: CENTRAL OFFICE REPRESENTATIVES (CORs)

1. CORs are elected by member groups to serve as their voice and vote in FWCO matters. Basic COR duties include (but are not limited to) communicating group recommendations, needs and concerns to/from the FWCO. CORs distribute volunteer lists and AA literature and provide group information to the Office Manager.
2. CORs should register with the FWCO to be placed on its mailing and contact list. It is highly desirable that CORs have an email address to allow for rapid communication to/from the FWCO and/or COSC.
3. COR meetings are usually held on the second Tuesday of even-numbered months (e.g. February, April, June, etc.) following a COSC meeting. Other meetings may be called as needed.
4. There is no specific quorum for a COR meeting, however, in the interest of an informed group conscience, at least six (6) CORs and three (3) COSC members should be in attendance to conduct business.
5. COR meetings are open to attendance by any AA member, however, only CORs and COSC members have a voice and a vote. Meeting minutes are recorded by the Secretary and posted on the FWCO web site within two (2) weeks following the meeting.
6. Authority of the CORs includes (but is not limited to) the following:
 - a. Serving as the ultimate approval authority on all FWCO matters through their collective group conscience.
 - b. Selecting member groups (and AA members) to hold seats on the COSC.
 - c. Approving the appointment of COSC officers.
 - d. Approving the annual FWCO budget.

SECTION 4: CENTRAL OFFICE STEERING COMMITTEE (COSC)

1. For purposes of the FWCO Articles of Incorporation, the terms "Central Office Steering Committee" and "Board of Directors" are equivalent. The COSC consists of the Office Manager (who is also the corporate "Registered Agent") and eight (8) AA members from the member groups. All COSC members are voting members who ordinarily serve a two (2) year term with the exception of the Office Manager who serves an indefinite term. COSC members should have a minimum of two (2) years continuous sobriety and maintain continuous sobriety during their term.
2. Basic responsibilities of the COSC include (but are not limited to) the following:
 - a. Preparing an Agenda for the COR meetings.
 - b. Overseeing all FWCO administrative, personnel and financial matters.
 - c. Approving contracts that bind the FWCO.
3. COSC Member Selection:
 - a. Four (4) COSC members are selected each December. Their terms begin on January 1. Any member group who has not served on the COSC for the prior two (2) years (or that has served less than a year to fill a vacated seat) may have their COR nominate the group for a seat on the COSC. Selection is by lot with one (1) group selected for each seat to be filled subject to approval by the CORs.
 - b. The COSC nominates two (2) of its members to serve as Chair and Recording Secretary for the remainder of their term subject to approval by the CORs. Any COSC member may substitute for the Chair or Recording Secretary in their absence. For purposes of the FWCO Articles of Incorporation, the Chair and Recording Secretary also serve as the corporate "President" and "Secretary" respectively.
 - c. If a COSC member resigns, the member group holding the seat may select a replacement for approval by the CORs. If no replacement appears at the next scheduled COSC meeting, a special selection is held to fill the vacated seat through the remainder of the original term. COSC members who fail to attend two (2) consecutive COSC or COR meetings (without good cause) or fail to maintain continuous sobriety are considered to have resigned.
4. COSC meetings are usually held on the second Tuesday of even-numbered months (e.g. February, April, June, etc.) prior to a COR meeting. A quorum of five (5) COSC members is required to conduct business. Other meetings may be called as needed.
5. COSC meetings are open to attendance by any AA member, however, only COSC members have a voice and a vote. Closed COSC meetings may be called for review of sensitive matters such as personnel hiring, staff evaluation and compensation. The Office Manager may not vote on matters that may be (or may appear to be) a conflict of interest. Meeting minutes are recorded by the Secretary and posted on the FWCO web site within two (2) weeks following the COSC meeting.

SECTION 5: CENTRAL OFFICE MANAGER JOB DESCRIPTION

1. The Office Manager should have a minimum of five (5) years sobriety and a thorough understanding of AA Traditions and Concepts. Prior AA service experience is highly desirable. The Office Manager serves in a leadership role and participates as a voting member of COSC, COR, Finance Committee and other committee meetings.
2. Office Manager responsibilities should be matched by an equal authority to vest the position with the traditional rights of participation and decision as defined in the AA Twelve Concepts of World Service.
3. Operational Responsibilities:
 - a. Maintains a conveniently located office to coordinate local AA services.
 - b. In consultation with the COSC and CORs, determines the FWCO hours of operation.
 - c. Ensures that day-to-day operations are consistent with procedures defined in the FWCO Handbook.
 - d. Hires, trains and manages office staff and recruits volunteers ensuring appropriate confidentiality and anonymity.
 - e. Maintains the safekeeping of FWCO funds and assets.
 - f. In consultation with the COSC and Finance Committee, hires a qualified auditor to review FWCO financial practices.
 - g. Ensures that office equipment and furniture are kept in good working order and repaired/replaced when needed.
4. Service Responsibilities:
 - a. Coordinates volunteers to contact persons calling the office for help with their drinking problem.
 - b. Orders, stocks and resells AA literature and other items (e.g. chips/medallions) to AA groups and members.
 - c. Cooperates with AA Area and District service committees, other Intergroup/Central Offices and outside entities.
 - d. Maintains an internal, confidential list of volunteers.
 - e. Distributes monthly postal mailings (and email distribution) to AA groups and members, containing the FWCO newsletter, group meeting schedules, group and service committee flyers and other AA-related information.
5. Public Relations Responsibilities:
 - a. Serves as an information clearing house in the community (both inside and outside AA).
 - b. Provides information to AA members and the general public about what AA does and does not do.
 - c. Maintains a web site to allow access to AA information open to the public.
6. Administrative Responsibilities:
 - a. Prepares and distributes financial and service activity reports to support informed decision-making.
 - b. Ensures timely submission of forms required by local, state and federal governments (to include tax returns).
 - c. Manages all FWCO activities and office staff.

SECTION 6: CENTRAL OFFICE FINANCE COMMITTEE (COFC)

1. The COFC is composed of five (5) volunteer AA members: one (1) current and one (1) former COSC member; one (1) COR; one (1) AA member with a financial background (not a COSC member or COR) and the Office Manager (non-rotating member). COFC members are nominated by the COSC and approved by the CORs.
2. COFC members serve a two (2) year term. Staggered rotation is preferred for continuity. Absence from two (2) consecutive committee meetings (without good cause) or failure to maintain continuous sobriety constitutes a resignation from the COFC.
3. The COFC selects a committee Chair and Recording Secretary from among its members and meets periodically at the call of its Chair. Meetings are open to attendance by any AA members, however, only COFC members have a vote.
4. Basic responsibilities of the COFC include (but are not limited to) the following:
 - a. Oversight of FWCO accounting procedures, funds management and inventory management.
 - b. Assisting in preparation of an annual budget for approval by the COSC and CORs.
 - c. Reviewing month-to-month finances and tracking trends (e.g. sales and contributions).
 - d. Reviewing Form 990 (Return of Organization Exempt From Income Tax).
 - e. Reporting findings and making recommendations to the COSC and CORs.
 - f. Conducting periodic workshops for the COSC and CORs to explain how to read financial reports.
 - g. Endorsing the hiring of an outside auditor.

SECTION 7: CENTRAL OFFICE FINANCES

1. The FWCO is self-supporting through voluntary contributions of AA members and sale of AA Conference-approved literature and other items approved by the CORs.

2. The Office Manager, as authorized by the COSC and CORs, conducts all financial activities of the FWCO and is aided in this end by the COFC. The FWCO fiscal year is the calendar year.
3. All checks disbursed by the Office Manager will have two (2) or three (3) signatures on file at the bank.

SECTION 8: AMENDMENTS TO THESE BYLAWS AND POLICIES AND PROCEDURES

1. A member group, COR or COSC member may submit a suggested change to these Bylaws and Policies and Procedures to the COSC for review, recommendation and presentation as an agenda item for the next scheduled COR meeting. The suggested change will be discussed and then postponed for the following COR meeting to allow sufficient time for the matter to be brought to the member groups for their review and decision.
2. In the event of an emergency or unforeseen events, any part of these Bylaws and Policies and Procedures may be temporarily suspended by a 3/4 majority vote of the COSC members and CORs assembled at a regular or emergency meeting.

SECTION 9: PROVISIONS FOR DISSOLUTION

1. If approved by a 3/4 majority vote of the COSC and CORs, the FWCO may be dissolved by filing of Articles of Dissolution with the Texas Secretary of State.
2. After the payment and discharge of all liabilities and obligations, FWCO assets shall be distributed to other AA service entities recognized as exempt within the meaning of section 501(c)(3) of the Internal Revenue Service (IRS) Code.

CHANGE HISTORY

Version 1.0: mm/dd/yyyy - Original version drafted by Ad Hoc Committee.