

**BYLAWS OF THE
WICHITA AREA CENTRAL OFFICE**

ARTICLE I: NAME AND LOCATION

Section 1.01. The name of the organization shall be the WICHITA AREA CENTRAL OFFICE, INC. (Hereinafter “Central Office”).

Section 1.02. The registered and principal office shall be 2812 E English, Wichita, Kansas.

ARTICLE II: PURPOSE

Section 2.01. The primary purpose of the Central Office shall be to maintain a service office for all Alcoholics Anonymous groups in the greater Wichita metropolitan area who desire to participate. The Central Office shall perform support services within the aims of the fellowship of Alcoholics Anonymous (hereinafter “A.A.”) and provide a medium through which the participating A.A. groups and individual A.A. members may “carry the message to alcoholics” within the framework of the Twelve Traditions of A.A.

Section 2.02. The services the Central Office shall provide shall include, but not be limited to, the following:

- (a) Maintaining office space and communications equipment in support of its service
- (b) Cooperate with any A.A. group, all individuals and organizations outside of A.A.
- (c) Cooperate with District Public Information Committees to furnish information about A.A. to the general public through radio, TV, newspapers and other media.
- (d) Facilitate an effective Twelve Step Call program.
- (e) Aid in establishing new A.A. groups.
- (f) Provide services that are helpful to the A.A. groups and provide assistance for their growth.
- (g) Disseminate information and suggestions from the General Service Office in New York.
- (h) Sell or otherwise distribute General Service Conference approved literature, Grapevine literature, and non-conference medallions.

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Central Office Committee
ARTICLE III: MEMBERSHIP AND REPRESENTATIVES

Section 3.01. Any A.A. group within Wichita or the surrounding area may participate by electing a representative and alternate to attend the meetings of the Central Office Reps (COR Committee). Each group shall determine the qualifications and procedures by which a representative and alternate are elected. It is suggested, however, that each representative and alternate have a minimum of 90 days of continuous sobriety.

Section 3.02. Each representative (and alternate) shall serve for a period of one year from January to December, on a calendar year basis or on a basis as determined by their group conscience

Section 3.03. On any matter that is presented for a vote at a meeting of the COR Committee each A.A. group shall have one vote and such vote shall be cast by the representative from that group or, if the representative is not present, then by the duly elected alternate.

Section 3.05. Only representatives (or alternates) shall participate in deliberations at meetings of the COR Committee; provided, however, that with permission of the Moderator of the meeting, others in attendance may be recognized and permitted to participate.

ARTICLE IV: MEETINGS OF REPRESENTATIVES

Section 4.01. Beginning in January of each year, regular COR Committee meetings shall be held every month of the last Wednesday of that month, or at a time determined by a majority of CO Reps present at any meeting. Special Meetings of COR Committee shall be held such other times that a meeting is called by a majority of the Central Office Representatives or upon written request of at least two-thirds of the groups participating at the time a Special Meeting is called. Notice of Special Meetings shall be given to all representatives in writing one week prior to such meeting. The posting in the United States mail and addressed to the group of the representative on the records of the Central Office shall constitute proper notice. Such notice shall state the time, date, place and purpose of the Special Meeting. No matter may be considered at a Special Meeting unless it is specified in the Notice.

Section 4.02. At any meeting of the COR Committee, whether regular or special, fifty percent (50%) of the groups then participating in the Central Office present at such meeting through a duly elected representative or alternate shall constitute a quorum.

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Central Office Board

ARTICLE V: MANAGEMENT

Section 5.01. The management of the Central Office shall be vested in a Board of Directors. The Board of Directors shall have and exercise all the powers necessary to carry out the work and policies of the Central Office; including the appointment of standing and special committees. No contract, debt or obligation shall be binding unless contracted under authority of the Board of Directors.

Section 5.02. For Purposes of Incorporation, this Board is and shall be considered the membership of said corporation. The Twelve Traditions and the Twelve Concepts of Alcoholics Anonymous shall guide the Board of Directors in its deliberations and decisions.

Section .5.03. The Board of Directors may appoint such committees as they from time to time deem necessary and define their duties. All committees shall report their activities and proceedings to the Board of Directors.

Section 5.04. The Board of Directors shall consist of no less than 5 or more than 7 members. The term of office of a Director shall be for a period of four years. Any vacancies occurring shall be filled by a two-thirds vote of the Central Office Reps at their second regular meeting following the occurrence. The person(s) so chosen to fill such vacancy(ies) shall serve the remainder of the term vacated commencing with the date of their election

Section 5.05. Any person

- (i) who is a member of an A.A. group which supports and participates in the Central Office,
- (ii) who has at least two years of continuous sobriety, and
- (iii) who has been a resident of Wichita or the surrounding area for at least two years, is eligible to be elected and serve as a Director of the Central Office. All Directors must maintain continuous sobriety while serving on said Board.

Section 5.06. No member may serve as a Director of the Central Office while he or she is serving concurrently as a Central Office Representative (or alt.) for a group. No more than one person from any one A.A. group shall serve on the Board of Directors at the same time.

Section 5.07. Any Director who misses two consecutive meetings of the Board, shall be called on to explain such absences at the first meeting of the Board following such second absence; at which time, the Board may consider the recall of the member. Any member, who misses two consecutive meetings, without explanation shall be recalled automatically unless the Board of Directors rejects the automatic recall by a two-thirds vote of the members present.

Section 5.08. For serving as a member of the Board of Directors, no compensation shall be paid. The board is also held immune from civil liability pursuant to Kansas Statute 60-3601(chapter 60, article 36).

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ARTICLE VI: DIRECTORS AND OFFICERS

Section 6.01. Beginning in January of each year regular Directors meetings shall be held every month at a time to be determined by the Chairman. Special meetings of the Directors shall be held at such other time that a meeting is called by the Chairman or upon written request of three Directors. Notice of Special meetings may be in writing or by personal notice to each Director. No matter may be considered at a Special meeting unless it is specified or communicated in the Notice.

Section 6.02. At any meeting of the Directors, whether regular or special, a majority of the whole Board of Directors shall constitute a quorum. Attendance and voting at meetings of the Board of Directors by proxy shall not be authorized. Action taken by a vote of the majority of the Directors at a meeting, regular or special, at which a quorum is present, shall constitute action of the whole Board of Directors. In the event of a tie vote the matter voted upon shall be deemed not to have passed.

Section 6.03. At the regular meeting of the Directors in January of each year, the Board of Directors shall elect from among themselves a Vice-Chairman, Sales Director and Operations Director, with the Vice-Chairman from the previous year moving into the Chair position and the Sales Director from the previous year moving into the Treasurer position. Any Director is eligible for election. The term of the officers is one year.

Section 6.04. The elected officers shall constitute the Executive Committee of the Board of Directors. The Executive Committee shall act upon all matters requiring immediate attention during intervals between regular meetings of the Board of Directors. Any officer may call an Executive Committee meeting. Notice of each meeting shall be given personally or by mail at least one day prior to the meeting.

Section 6.05. The Chairman of the Board shall preside at all meetings of the Board of Directors and of the Executive Committee. He or she shall be a member ex-officio of all committees of the Central Office, and shall perform such other duties as may from time to time be prescribed by the Board of Directors.

Section 6.06. The Vice-Chairman of the Board shall serve as secretary of the corporation, keeping minutes of meetings of the Executive Committee and of the Board of Directors.

Section 6.07. In the absence or disability of the Chairman of the Board of Directors, the Vice-Chairman shall perform any and all duties of the Chairman. The Operations Director shall serve as secretary whenever the Chair or the Vice-Chair are absent.

Section 6.08. The Board Treasurer shall coordinate with outside accountant, see that accurate records are kept, see that all financial obligations of the Corporation are taken care of in a timely manner and prepare financial reports to be presented to the Board and the COR committee. All checks upon bank accounts of the Central Office shall be signed as directed by resolution of the Board of Directors. The checking account of the corporation requires one signature, and may be

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signed by any one designated member of the Board of Directors. The prudent reserve account (savings) requires the signature of any two of the designated members of the Board of Directors.

Section 6.09. The Sales Director shall make regular deposits of monies received, maintain merchandise inventory and records for sales, purchases and Cost Of Goods Sold.

Section 6.10. The Central Office Board shall authorize an outside audit of accounting records as deemed necessary and prudent.

ARTICLE VII: COMMITTEES

Section 7.01. The Board of Directors may designate such other Committees as they, from time to time, deem appropriate or useful.

Section 7.02. The Board of Directors will designate a Web Master to maintain the Central Office Web Site. This position is appointed and serves at the discretion of the Board of Directors.

Duties will include:

- a. The Web Master will update the email addresses for each of the Central Office Representative and Board member positions as rotations occurs.
- b. The Web Master will maintain a list of technical information necessary to access and update the Web Site. This would include url, accounts, passwords, supplier information, etc. A copy of this information will be provided to the Board Chair as emergency backup information.
- c. The Web Master will make changes to the Web Site as approved by the Central Office Web Chair. The Central Office Web Chair will assume responsibility for web content and assure that it follows AA Traditions and Concepts. Any information received directly from AA groups or members will be provided to the CO Web Chair for review and approval.
- d. The Web Site will be maintained in a timely manner. Outdated information will be removed at expiration date. New information will be added within 72 hours of approval from the Web Chair.
- e. Resolution of any content issues will be brought to the Board with attendance including Web Master, Web Chair, COR Chair and any other individuals concerned.

ARTICLE VIII: OFFICE EMPLOYEES

Section 8.01. The Board of Directors may use paid personnel as deemed necessary for the efficient performance of the Central Office's purposes. The duties and responsibilities of such personnel shall be established by the Board of Directors. The employment of anyone is at the discretion of the Board and as such may be terminated by a majority vote of all the Directors.

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ARTICLE IX: FISCAL MATTERS

Section 9.01. The fiscal year of the Central Office shall commence annually on April 1 and end on March 31.

Section 9.02. Financial reports shall be prepared and submitted monthly to the Representatives of the participating A.A. Groups.

Section 9.03. The financing of all activities of the Central Office shall be primarily from pledges, gifts, contributions and sales of merchandise, from and to the participating A.A. groups and their members following the guidelines of Alcoholics Anonymous, and secondarily by income from such projects or activities as may be authorized from time to time by the Board of Directors.

Section 9.04. Pursuant to the Kansas Law, a running inventory of all stock and merchandise will be kept, with an inventory taken at least annually. [The dates of the inventory will be set as closely as possible to the dates of required tax filings.]

ARTICLE X: AMENDMENT

Section 10.01. Amendments to these Bylaws shall be approved and adopted when approved by a majority of all the Directors at any regular or special meeting of the Directors.

ARTICLE XI: PROHIBITIONS:

Section 11.01. This corporation shall be a not-for-profit corporation, and no part of its earnings shall be used to benefit of any member of the corporation.

Section 11.02. This corporation has no opinion on outside issues and shall not attempt to influence public opinion or legislation at any level. Nor shall it participate or intervene in any political campaign on behalf of any candidate for public office.

ARTICLE XII: DISSOLUTION OF THE CORPORATION

Section 12.01. In the event of the dissolution of the corporation, after all liabilities are paid or provided for, the remaining monies shall be forwarded to the General Service Office of Alcoholics Anonymous, New York, New York, or any other appropriate 501 (c) 3 corporations.

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ARTICLE XIII: SEAL

Section 13.01. This corporation elects not to have a seal.

ARTICLE XIV: Parliamentary Authority

Section 14.01. Roberts Rules of Order shall serve as the parliamentary authority.

Approved as edited by current Board on July 9, 2015

Approval as written by current Board on March 14, 2013

Approved as written by current Board on November 10, 2011

Approved as written by current Board on October 14, 2010