

## **PROCEDURE GUIDELINES**

### **ARTICLE I**

The Denver Area Central Committee of Alcoholics Anonymous hereinafter referred to as the "CENTRAL COMMITTEE" is a body through which Denver AA can function as a whole. It serves, but does not govern the fellowship of Alcoholics Anonymous in the greater Denver Area.

Incorporated as a non-profit corporation under the laws of the State of Colorado, this committee is guided by the traditions and concepts of Alcoholics Anonymous. This guide is not a legal document. This is an instrument, which sets forth the means and manner by which the Central Committee may best serve the Denver area AA community.

Officers and delegates are but TRUSTED SERVANTS of the groups they represent.

### **ARTICLE II**

#### **A. MEMBERSHIP QUALIFICATIONS**

Any group of Alcoholics Anonymous, formed in keeping with the traditions of the fellowship, may become a member of the Central Committee, provided that:

- 1) The group is located within the area boundaries as defined from time to time by the Central Committee.
- 2) The group presents the current name, address, phone number (s) of a delegate and alternate to the Central Office, along with the group name, meeting place, meeting times (s) and days.
- 3) The group agrees to accept Twelfth Step calls from the Central Office in keeping with AA traditions.
- 4) The group expresses a willingness to accept its share of the financial obligations for operations of the Central Office in keeping with the traditions of AA.

#### **B. CENTRAL COMMITTEE**

The Central Committee will be the representative group through which all final decisions are approved, and in which rests the ultimate responsibility for providing service to the AA fellowship as a whole in the Denver Area.

This committee shall be responsible for the election or appointment of their delegate and alternate and notification of such election or appointment to Central Office.

It is suggested that the term of service be one year for both the delegate and the alternate, however each may serve as many terms as the group he represents may choose.

It is suggested that delegates have one year of sobriety at the time of election or appointment and be an active member of the group.

It is suggested that the delegate act in accord with the informed group conscience and feel free to exercise the right of decision where appropriate.

Each group will be entitled to one vote which may be cast by either delegate or alternate, according to group instruction or agreement.

Any "slip" will automatically disqualify a delegate or alternate from service on the Central Committee.

All proceedings of this committee shall be presided over by a chairperson duly elected in accordance with procedures set forth in these guidelines.

#### **C. FUNCTIONS OF THE CENTRAL OFFICE COMMITTEE**

The Central Committee shall represent AA as a whole in the Denver area, providing direct communication between the groups, as well as providing information and public relations services for the general public.

The committee shall be responsible for causing the preparation, presentation and implementation of, and the review and approval of, an annual budget for operations of the Central Office. It shall be responsible for the review and approval of all expenditures of the Central Office, and all committees and activities of the Operating Committee within the guidelines specified within Article IV. This committee shall have responsibility for the review and approval of all actions of the Operating Committee, Central Office staff, and all committees and functions of the Denver Area Central Committee.

The Central Committee shall develop, implement and supervise, a policy and procedure guide for operations of the Central Office, the Central Committee and all subcommittees.

It shall hold responsibility for continued implementation of policies and procedures included in this guide until such time as they are properly amended and repealed.

The Central Committee shall be empowered to delegate specific responsibilities to the Operating Committee with the proviso that the Operating Committee report all actions at its earliest opportunity to the Central Committee for review.

The Central Committee shall meet monthly, at a time and place to be set by vote of the committee quorum. A quorum shall be the greater of fifteen groups or the simple majority of votes of properly registered delegates present.

It shall be the responsibility of this committee to maintain and coordinate communication with the AA community in order to provide an exchange of information, and to provide services to the community in keeping with the traditions of AA and budgetary restrictions.

Prior to each monthly meeting there shall be a meeting notice with proposed agenda items sent to each delegate who has registered. This notice shall be postmarked no fewer than five calendar days in advance of the scheduled meeting date. The notice is to include time, location and date of the meeting with as RSVP phone number for information.

#### **D. SPECIAL MEETINGS AND ANNUAL MEETING**

Special meetings of the Central committee may be called for specific purposes upon a written notice to each delegate five calendar days in advance of the meeting. Specific items to be addressed shall be stated on the notice. Such meetings shall be restricted to discussion and action upon only those items included in the notice unless a two-thirds majority of properly registered delegates present shall agree to include additional items. Special meetings may be called in the above manner either by the Chairperson or the Central Committee or on the written request of delegates representing ten percent of registered groups.

This annual report shall include, but not be limited to, a full disclosure of the financial condition of the Central Committee and all operations under its supervision. Also included shall be a report on the activities of all committees, office operations and special projects of the Committee.

### **ARTICLE III**

#### **CONTRIBUTIONS AND FINANCIAL SUPPORT**

The Central Committee shall have the authority to fix guidelines for accepting contributions to the Central Committee and its operations. It is suggested that these be in conformance with the GSO guidelines. No dues or fees are to be set for membership. However, member groups may be encouraged to follow AA traditions in providing the funding needed to carry out the functions of the office and its committees. Any fund-raising activities undertaken by, or under the auspices of, the Central Committee, must meet with the prior approval of the Central Committee in a regular or special meeting.

Consideration of the AA Traditions and of AA as a whole in the Denver area must be given prior approval of any outside fund-raising activities.

It is suggested that the Central Committee maintain a prudent reserve of funds sufficient to maintain operations for six months.

## ARTICLE IV

### A. OPERATING COMMITTEE

For purposes of more efficient operations of the daily services and functions of the Central Office and committees, there shall be established an OPERATING COMMITTEE which shall function as an executive committee to oversee the daily activities and functions of the office staff and committee proceedings. This committee shall be responsible to the Central Committee, and report to that committee each month.

Specific responsibilities of the Operating Committee shall include, but not limited to the following:

- 1) Develop and implement workable job descriptions, a performance review process and compensation schedule for Central Office Staff.
- 2) Provide general supervision and review of office and committee functions to assure compliance with policy and traditions established by the Central Committee guidelines.
- 3) Review appointment of committee chairpersons and recommend confirmation or rejection to the Central Committee.
- 4) Work with staff and committees to establish specific goals, objectives, budget and procedures to allow maximum coordination of effort and effectiveness in service to the community.
- 5) Evaluate and recommend specific ways and means for the continued provision of adequate funding and services in keeping with the stated purposes and objectives of the Central Committee and Central Office functions within the community.
- 6) Encourage and review volunteer participation in office functions and committee activity.
- 7) Be responsible for the development, implementation and systematic review of an accounting and record-keeping system which accurately reflects the financial condition of the office and committees.
- 8) Establish and implement specific responsibilities and functions of all elected and appointed officers and chairpersons with periodic review of performance to allow for redefinition as needed.
- 9) Perform a periodic review of Central Office staff performance.
- 10) Select, hire, fire, set performance standards, establish specific compensation rates, provide direction and review performance of the Central Office Manager. It is expressly understood that the Central Office Manager shall be directly responsible to the Chairperson of this committee and through this process, to the Committee as a whole.
- 11) Perform such other functions and assume such other responsibilities as may, from time to time, be assigned to it by the Central Committee.
- 12) Provide procedures and guidelines for development and maintenance of current twelfth step referral system. (**Night Watch**)
- 13) Development and implementation of guidelines for the purchase and sale, or distribution of, literature, reference books, placards and displays, brochures and related materials.
- 14) Development and implementation of guidelines for the handling of contributions, receipt of donations, fund-raising policies and related financial development efforts.

Candidates for Office:

- Should have a considerable period of sobriety (three years or more), and have experience at the Group, Central Committee or District level.
- Should also have demonstrated an active interest in the Central Committee.
- Should be willing and available to fill the chair if vacated by the standing chairperson on a temporary or permanent basis.

It is expressly intended that this Committee shall function under the right of decision (Concept III) in its deliberations with full recognition of the fact that the Central Committee is the full group conscience body of the Fellowship structure.

**B. OPERATING COMMITTEE SELECTION**

One voting member of the Operating Committee is to be elected from each of the area zones (at present 4) Such voting members are to be elected by the Central Committee delegates from such zones thus, localizing the process. Candidates for elections to the Operating Committee should be active in AA service work, and other activities in their area, and have at least two years of continuous sobriety at the time of election.

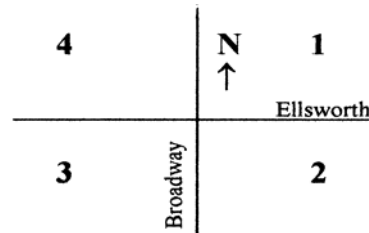
Elections will be scheduled for March of each calendar year with the Nominating Committee formed in December distributing applications to the fellowship. No later than eight weeks before the election, the representatives shall have the application forms for new Operating Committee members.

Individuals qualified to be Operating Committee members shall be nominated by sending an AA resume to the Central Office or may be nominated by a registered representative at least one month prior to the elections. Resumes shall include sobriety date, home group, relevant AA service experience, relevant non-profit service experience and relevant work experience.

For the purpose of OPERATING COMMITTEE selection, divide the Denver Area into four zones, with Broadway as the East-West dividing line and Ellsworth as the North-South dividing line. There shall be two delegates per zone, with each delegate per zone elected on alternating years.

These are the zone numbers:

- North of Ellsworth and East of Broadway - Zone 1
- South of Ellsworth and East of Broadway - Zone 2
- South of Ellsworth and West of Broadway - Zone 3
- North of Ellsworth and West of Broadway - Zone 4



No member shall serve more than an expired term plus one regularly elected term consecutively.

The voting members of the Operating Committee will, within a reasonable time, which should not exceed three months, elect from the new voting members, Vice-Chairperson, Assistant Treasurer, and Assistant Secretary, each of whom will serve for the remainder of one year and will then succeed to the offices of Chair person ,Treasurer and Recording Secretary, respectively, where they will serve for one year.

Any voting member of the Operating Committee is subject to recall by the Central Committee delegates. Such recall action may be instituted by the signature of any three delegates and presented at any regular meeting. The petition for recall is to be voted on at the next regular meeting. To be successful, a two thirds majority of the delegates present and voting must vote favorably to recall.

If the petition fails to carry by such majority, it fails. If recall is successful, delegates of the zone previously represented by the removed member will elect a new member to serve the unexpired term.

In the event of a vacancy for any reason with respect to the position of a voting member, the delegates from the zone represented shall at the next regular delegate meeting, elect a replacement member who shall serve for the remaining portion of the term left vacant. In the event of any vacancy in an Operating Committee office, the Operating Committee shall, from among its members, elect an officer to serve the remainder of the term left vacant.

The members elected as provided in this Article IV shall constitute the voting members of the Operating Committee, which shall meet monthly. These monthly meetings shall also be attended by the Central Office Manager and the Chairpersons of the Central Office Standing Committees, who shall be ex-officio, non-voting members of the Operating Committee. \* (see amendments)

### **C. OPERATING COMMITTEE MEETINGS**

The Operating Committee shall meet once each month in advance of the Central Committee meeting. Special meetings may be called upon seven days notice by the Chairperson or three members of the Operating Committee.

## **ARTICLE V OFFICERS AND THEIR DUTIES**

There shall be established a set of officers who shall serve as trusted servants in keeping with the traditions off AA. These officers shall be a Chairperson, Vice-Chairperson, Treasurer, Assistant Treasurer, Recording Secretary, and Assistant Secretary. Duties and terms of the office of the above officers shall be as follows:

### **A. CHAIRPERSON**

- 1) Preside at all meetings of the Central Committee and Operating Committee.
- 2) Appoint chairpersons of any approved standing or special committees subject to confirmation by the Central Committee.
- 3) Call, or cause to be called, special meetings of the Central Committee, or the Operating Committee according to procedures outlined in these guidelines.
- 4) Provide direct supervision and direction to the Central Office Manager and committee chairpersons as the delegated representative of the Operating Committee.
- 5) Provide leadership and coordinate the efforts of the Central Committee and its staff and committees.
- 6) Work closely with other officers and staff in planning and implementing ways and means of improving and expanding needed services.
- 7) Have the right and obligation to cast a vote in the Central Committee meetings and in the Operating Committee meetings ONLY in the case of a tie vote and only following the second ballot on any given issue.
- 8) Serve as an ex-officio member of all standing and special committees, without voting rights, and attend any and all such meetings at his or her discretion.
- 9) Be responsible to the Operating Committee for reports on office and committee activities and have specific responsibility to the Central Committee for performance of his or her duties.

### **B. VICE-CHAIRPERSON (ONE YEAR WITH PRESUMPTION OF SUCCESSION TO CHAIRMANSHIP)**

- 1) Serve as Chairperson in the absence or incapacity of the Chairperson.
- 2) Serve, upon approval of Chairperson, as designated ex-officio member of any or all standing and special committees of the Central Committee without vote.
- 3) Serve as coordinator for special events and activities of the Central Committee such as information seminars, new member orientation meetings, etc. This is intended to mean that the Vice-Chairperson

will act to avoid confusion and duplication of effort, not that the Vice-Chairperson will chair or direct.

- 4) Devote himself or herself to preparation for Chairmanship through familiarization with the history, needs and financial limitations of the office and Central Committee and the study of the Traditions of the office and Central Committee and the study of the Traditions and Concepts of AA and the service objectives of the Committee.
- 5) Upon satisfactory completion of the term of office as Vice-Chairperson, this officer shall assume Chairmanship for the following year with the hope that this will provide continuity and informed leadership to the Fellowship in the Denver area, "Satisfactory completion" means that the Vice-Chairpersons performance shall be reviewed by other members of the Operating Committee and, if unsatisfactory, referred for vote the Central Committee.

**C. TREASURER (ONE YEAR)**

- 1) Oversee, and be specifically responsible for, reporting of the accounting and recordkeeping system established and approved by the Operating Committee.
- 2) Provide periodic reports to the Operating and Central Committee on the financial condition and adherence to procedures of the office and committees.
- 3) Evaluate and recommend changes for financial and record keeping methods as the need for changes may arise.
- 4) Oversee arrangements for an accurate and acceptable annual review of financial statements and procedures and transactions by persons, or a financial agency, independent of the committee and office, with a report to be submitted directly to the Operating Committee for submission to the Central Committee for examination and action.
- 5) In cooperation and coordination with the Chairperson , assist the office manager and staff in the preparation and submission of the monthly financial reports to the Operating and Central Committees at the regular monthly meetings.
- 6) In coordination with special events chairpersons, arrange for and designate specific persons to handle financial transactions for these functions, including the proper and timely deposit and accounting report of receipts and expenditures.
- 7) Chair the finance committee to review all financial policies annually. The chair will be assisted by one other operating committee member, the office manager and two appointed committee members with expertise in finance.

**D. ASST TREASURER (ONE YEAR WITH PRESUMPTION OF SUCCESSION AS TREASURER)**

- 1) Assume duties and responsibilities of Treasurer in case of absence or incapacity.
- 2) Work with Treasurer in preparation of reports and activities review to familiarize himself or herself with responsibilities of the office.
- 3) Upon satisfactory completion of term of office, this officer shall assume the duties of Treasurer for the next term. "Satisfactory completion" shall be the same as for the Vice Chairperson.

**E. RECORDING SECRETARY (ONE YEAR)**

- 1) Attend all meetings of the Central Committee and Operating Committee.
- 2) Keep full and complete minutes of proceedings of these meetings with verbatim records of options passed and resolutions adopted.
- 3) Provide copies of these minutes to the Central Office Manager within five days of meeting date for distribution at monthly meetings.

- 4) Make such corrections and additions as may be directed by Central Committee to minutes presented for approval at monthly meetings.
- 5) Keep complete files of corrected minutes and maintain this file on monthly basis with copies readily available in the Central Office for examination by any delegate or member of the Fellowship.
- 6) Mail, or cause to be mailed, a meeting notice and agenda to all delegates and officers no later than five calendar days prior to meeting dates. Meeting notice must include date, time and specific location of meeting with notation of specific agenda items to be covered exclusive of standard committee reports.

**F. ASSISTANT SECRETARY (ONE YEAR WITH PRESUMPTION OF SUCCESSION AS SECRETARY)**

- 1) Assume duties and responsibilities of Recording Secretary in case of absence or incapacity.
- 2) Work with Recording Secretary to familiarize himself or herself with duties of the office.
- 3) Upon satisfactory completion of term of office, this officer shall assume the duties of Recording Secretary for the next term. "Satisfactory completion" shall be as defined for the Vice Chairman.

**G. OFFICER VOTING RIGHTS**

It shall be considered a responsibility of all officers to attend all meetings of the Central Committee and Operating Committee and to cast their votes on all items brought before the Committee. Exceptions are the Chairperson, who votes only in case of a tie as specified elsewhere in these guidelines, OR in the case of an officer choosing to abstain from voting rights, on an issue for a stated reason such as conflict of interest.

Committee Chairpersons, while not officers, are requested to attend meetings of the Operating committee, without voting rights, to provide information on their committee activities and needs.

\* (see amendments)

Zone Representatives will be voting members of the Operating Committee upon their election by the zone groups they represent. They are not considered officers of the Central Committee unless otherwise noted.

**H. VACANCY OR ABSENCE PROCEDURES**

Should an officer or committee chairperson vacate the office through resignation, death, incapacity or other reason, the Operating Committee shall select and replace the office or chairperson for the duration of the unexpired term only.

A simple majority of the voting members of the Operating Committee will suffice to elect or appoint the person to fill the vacancy. Any officer or committee chairperson who misses three consecutive regular or properly call special meetings shall be deemed to have vacated that office and vacancy procedures will be adopted for replacement. The exception to this policy shall be an excused absence voted upon and accepted by a majority of the committee on which the officer or chairperson serves. Such excused absences is to be duly recorded in the minutes of the proceedings.

**ARTICLE VI**

**CENTRAL OFFICE STAFFING AND OPERATIONS**

The Central Committee may authorize establishment and staffing of the Central Office to coordinate and direct services to the Fellowship in the Denver area.

The Central Office, upon authorization of the Central Committee, shall function under the general direction of the Central Committee in keeping with the purposes, principles, Traditions and Concepts of the AA Fellowship.

The Central Office shall act as the focal point for Alcoholics Anonymous information, twelve step referral services, public information services, approved literature sales and distribution, telephone answering service for AA inquiries and referral, communication and cooperation the community, coordination of services to the Fellowship, and publication of meeting books and other Fellowship activities of interest.

The primary purpose of the Central Office shall remain as a service facility which is maintained, supervised and supported by the AA groups in the Denver area for the common goal of carrying the AA message to the alcoholic who still suffers.

## **ARTICLE VII**

### **SERVICE COMITTEES**

The Central Committee may from time to time establish committees for carrying out the purpose and objectives of the Fellowship in the Denver area. Such committees may be special purpose committees for a specific task and time or the Central Committee may choose to establish standing committees for specific functions.

One such standing committee shall be the OPERATING COMMITTEE which shall function as an executive committee under the direction of the Central Committee. As outlined elsewhere in these guidelines, the Operating Committee shall have and use the right of decision it its deliberations with reports to the Central Committee on a monthly basis.

### **OTHER STANDING AND SPECIAL COMMITTEES suggested:**

#### Standing Committees:

- Twelfth Step Telephone Referral (Night Watch)
- Last Drop publication
- Various Special Events
- Nominating (Formed in December)

#### Special Committees:

- Group Participation
- Services Evaluation Review
- Literature Development & Selection
- Finance (Formed in August)
- Procedures & Guidelines

All service committees, with the exception of the Operating Committee, may by formed at the direction of the Central Committee, or upon suggestion of the Chairperson of the Central Committee with approval of a majority of the Central Committee delegates voting at any regular meeting of the Central Committee.

Unless otherwise stated, committees will serve for one year, concurrent with the term of the office of Chairperson.

The chairperson of the Central Committee will appoint the Chairperson for each committee authorized, with confirmation by the Central Committee. ( Exception: Operating Committee see Article IV.) No standing or special committee of the Central Committee shall have the power, authority or permission to

obligate or speak publicly for the Central Committee, without express prior consent duly recorded in the minutes of the Central Committee or the Operating Committee acting on its behalf.

Operating Chairpersons appointed may select committee members from within the Fellowship, or from outside the Fellowship, according to expertise and willingness to serve. All such members of these committees are subject to confirmation by the Central Committee. The Central Committee retains the right to limit and specifically direct the activities of any committee for the purpose of avoiding duplication and misdirection.

## **ARTICLE VIII**

### **AMENDMENTS**

Amendments to this document may be adopted by a two-thirds majority vote of delegates present and authorized to vote at any regular or special meeting, provided that proper notice of the meeting shall have been given and that notification of proposed changes shall have been made available to all eligible delegates and officers, either by mail or in person, at least ten days in advance of proposed meeting date and that copies of the proposed changes have been made available for inspection in the Central Office.

## **ARTICLE IX**

### **GENERAL WARRANTIES**

In all its proceedings, the Central Committee, the Operating Committee and its service committees shall observe the spirit of all the AA Traditions, taking great care that these committees never become a seat of power, that none of its committee members shall ever be placed in a position of unqualified authority over any of the others and that all important decisions be reached by discussion, vote and, wherever possible, by an unanimous vote.

## **ARTICLE X**

No part of the new contributions or receipts of the Central Committee shall inure to the benefit of or be distributed to, its member groups, individual AA members or other private persons, except that the Central Committee through the Operating Committee may authorize and pay reasonable compensation to the Central Office Staff as provided in Article VI.

No substantial part of the activities of the Central Committee shall be the carrying on of propaganda or otherwise attempting to influence legislation, participate in any political campaign on behalf of any candidate for public office, as provided by the established Traditions of Alcoholics Anonymous. Notwithstanding any other provision of these articles, the Central Committee shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal Income Taxes.

## **ARTICLE XI**

### **DISSOLUTION**

Upon the dissolution of the Denver Area Central Committee of AA, whether such dissolution shall be a result of voluntary action on the part of that committee, court order or any other reasons, no part of the remaining assets of the Central Committee after discharge of all individual or Alcoholics Anonymous groups. After paying or making provision for the payment of all liabilities of the Central Committee, then all remaining assets should be converted to the cash by sale and such proceeds, together with all cash in bank and on hand shall be contributed directly to the General Service Office of Alcoholics Anonymous in New York. In the event this organization will not or cannot accept this contribution, the remaining assets shall be distributed to any organization or organizations which are exempt from Federal Income Taxes under Section 581 (3) of the Internal Revenue Code.

Draft Copy prepared 12/18/84 Final Copy Accepted

CENTRAL OFFICE OPERATING COMMITTEE MEETING 8-27-91

RECOMMENDATION: Any motion taken through the usual procedure, (Motion-Discussion-Vote-Minority Opinion-Vote) ending in a tie vote will automatically be tabled until the next meeting. If the vote is still tied after two meetings more, the motion would be killed.

NOTE: The idea here is that in A.A. we should arrive at a group conscience learning from each others experience, strength and hope. Our second tradition states, "For our group purpose, there is but one ultimate authority – a loving God as he may express himself in our group conscience. Our leaders are but trusted servants: they do not govern."

Adopted: September 3, 1991

\*AMENDMENTS:

Amended: All members of the Operating Committee are entitled to vote at the Delegates meeting.

All members of the service committees i.e. PI etc. are entitled to vote at the Operating Committee meeting as well as the Delegates meeting.

The Central Office Manager shall serve on the Operating Committee and vote at both the Operating Committee and the Delegates meeting.

Amended Draft Copy prepared 12/20/94, Pending acceptance. Adopted: January 1995

Draft copy prepared with enclosed changes to reflect current practice, 2/23/1999.

Final Copy accepted 3/2/99.

Amended to increase prudent reserve to six months September 2002 accepted.

Amended draft copy prepared October 19, 2010.

Final Copy accepted 2/1/2011.