

BY-LAWS

OF THE

**VIRGINIA PENINSULA SERVICE
CENTER, INC.**

Original Bylaws Adopted by Interim Board of Directors: October 1, 2019

Most Recent Annual Audit: _____

Most Recent Committee Addition: _____

Most Recent 3rd Legacy Election: _____

Reviewed in committee _____ through _____

This version ratified: _____

BYLAWS OF VIRGINIA PENINSULA SERVICE CENTER

Dated 1 October 2020

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 VIRGINIA PENINSULA SERVICE CENTER, INC., hereinafter referred to as the “SERVICE CENTER”; short title “VaPSC”.
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 SERVICE CENTER is a non-profit corporation. The mission of this corporation is to provide the highest possible level of service and support at the lowest possible cost to an individual, home group, or district served, consistent with the 12 Traditions of Alcoholics Anonymous and the 12 Concepts of World Service. In accordance with this Charter, it is the POLICY of the SERVICE CENTER, 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 SERVICE CENTER has been organized is to provide services to and assist Alcoholics Anonymous (“AA”) Groups within the area/districts served in their common purpose of carrying the AA message to the alcoholic who still suffers. VaPSC has no authority on its own account; it derives its authority from the participating Groups. The service center is essentially an A.A. service entity directly responsible to those it serves, as described in Tradition Nine. Local Group representatives reflect the Groups’ conscience in the service center operations. The principle by which the VaPSC shall operate is to be transparent and accountable in all its affairs, while providing outstanding support and services to those Groups serviced.
2. In pursuit of this purpose, the SERVICE CENTER may assist the Groups by providing support and services as described in the A.A. Guidelines – Central or Intergroup Offices (attached), such as:
 - A. Procuring, and supplying, General Service Conference approved literature for sale at the SERVICE CENTER, and at SERVICE CENTER, district, or area events such as workshops and conventions, or elsewhere, as appropriate.
 - B. Acting as a central forum and clearinghouse for groups, districts and individuals to disseminate information via the VaPSC website and other websites about AA-related events and other information that might be of interest to the fellowship’s Groups, members, and the public.
3. Other services may be provided as, and when, requested by the participating district(s) and/or groups(s) such as:
 - A. Providing 24 hour telephone answering coverage for information about AA.

BYLAWS OF VIRGINIA PENINSULA SERVICE CENTER

Dated 1 October 2020

B. Providing a directory of AA meetings in the community served by this SERVICE CENTER.

C. Providing web and email services for the Groups served by this SERVICE CENTER.

NOTE: This list is ONLYLY intended to provide examples of services that could be provided by VaPSC and is neither all inclusive, nor directive in nature, as the support and services provided will be determined by the Groups that participate in SERVICE CENTER operations.

3. In pursuit of this purpose, the SERVICE CENTER 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 SERVICE CENTER'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, consistent with the 12 Traditions of Alcoholics Anonymous and the 12 Concepts of World Service.

4. Specifically excluded from SERVICE CENTER's purpose is the operation and maintenance of a club, Clubhouse, or residence for the stay, care, or treatment of alcoholics. Those activities would be the responsibility of a distinctly separate and unaffiliated activity established in accordance with the applicable and current guidelines from the General Service Office of Alcoholics Anonymous.

5. In fulfilling its purpose and in conducting its activities, the SERVICE CENTER shall be ever mindful of, and observe, the Twelve Traditions of Alcoholics Anonymous and the Twelve Concepts for World Service, incorporating those ideals and principles whenever appropriate/applicable.

ARTICLE THREE – Board of Directors

1. The BOARD OF DIRECTORS of SERVICE CENTER (Board) shall:

A. Be composed of SCRs, DSRs, VaPSC officers, Standing and Ad Hoc Committee Chairmen, the VaPSC Office Manager, and the immediate past VaPSC officers.

B. Determine and control policy for the affairs and business of this SERVICE CENTER.

C. Be responsible for devising means of obtaining financial support for VaPSC activities.

D. Approve an annual budget for the SERVICE CENTER.

E. Appoint employees and approve salaries of said employees of the SERVICE CENTER.

F. Have authority to remove, with or without cause, any VaPSC officer, official, agent, or employee upon an affirmative vote of three-fourths (3/4) of the Board.

BYLAWS OF VIRGINIA PENINSULA SERVICE CENTER

Dated 1 October 2020

- G. Have authority to approve the disbursement of funds necessary for the proper maintenance of the SERVICE CENTER 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 FOUR – Board Membership and Representation

1. Any person who is a member of a MEMBER Group as defined in Article THREE, Section 2, may serve on the SERVICE CENTER board. 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 registered with the General Service Office and located in the cities of Newport News, Hampton, Grafton, or Yorktown, Virginia, and other areas of the Virginia Lower Peninsula or any other Alcoholics Anonymous Group that notifies VaPSC of its intent to be affiliated with VaPSC, provided that such Group is located contiguous to the Lower Virginia Peninsula area as determined by the VaPSC Board of Directors (the “Board”), or
 - B. Any Alcoholics Anonymous Group within the area serviced that is organized after the ratification of these By-laws that has formally notified VaPSC (in writing) of its intention to join this SERVICE CENTER.
3. A Member Group so defined is entitled to elect a SERVICE CENTER REPRESENTATIVE (“SCR”) to the Board to represent the Group’s conscience. SCR and alternate will serve a term of 2 years. The VaPSC Secretary shall notify the applicable group secretary/chairperson if its SCR is absent from three (3) consecutive Board meetings and request appointment of a new SCR.
4. District SERVICE CENTER Representation:
 - A. Currently, the only homegroups serviced by this SERVICE CENTER are within Virginia Districts 8 and 12, who should elect or appoint one (1) District SERVICE CENTER REPRESENTATIVE (“DSR”) and one (1) alternate DSR (“ADSR”) to represent its district conscience on the Board. If a Group from another District decides to be serviced by the SERVICE CENTER, the District to which that Group is affiliated will be invited to provide a representative. Each such District should elect or appoint one (1) District SERVICE CENTER REPRESENTATIVE (“DSR”) and one (1) alternate DSR (“ADSR”) to represent its district conscience on the Board.
 - B. Any Alcoholics Anonymous district on the Lower Virginia Peninsula contiguous to District 8 and/or 12 that has formally notified VaPSC (in writing) of its intention to participate in this SERVICE CENTER after the ratification of these By-laws should elect or appoint one (1) DSR and one (1) alternate DSR (ADSR).

BYLAWS OF VIRGINIA PENINSULA SERVICE CENTER

Dated 1 October 2020

- C. District SERVICE CENTER Representative: This Representative and alternate may be elected, appointed, or accepted as a volunteer from participating member Groups of the respective District(s) being served. DSRs and ADSRs shall each serve a term of two (2) years beginning on January 1st. Since groups within more than one district are serviced, there will be two panels of DSRs/ADSRs, with Panel 1 (District 12) serving beginning on January 1 of even years, and Panel 2 (District 8) serving 2 year terms beginning 1 January of odd years. The terms for DSRs and ADSRs from AA Virginia District 12 Groups shall be on even-year terms (Panel 1). The terms for DSRs and ADSRs from any other Alcoholics Anonymous district on the Lower Virginia Peninsula serves group(s) that join the VaPSC after the ratification of these By-laws and that has notified VaPSC of its intention to join this SERVICE CENTER shall be two (2) years on Panel 1. As, and if, other districts decide to be affiliated with the SERVICE CENTER, the DSR(s) for the next such district will serve on Panel 2, and the DSR(s) for a subsequent district serve on Panel 1. This schedule will start in the calendar year immediately following the adoption of these by-laws. The Board, without amending these by-laws, may make changes in the existing selection schedule. Districts shall select DSRs and ADSRs prior to the January meeting of the Board.
- D. Qualifications, Duties, and Responsibilities of DSRs: The DSR is the communication link between the District with any AA homegroups in their District supported by the SERVICE CENTER, and VaPSC Board, officers, and Committees, and office staff. It is recommended that DSRs have at least two (2) years of sobriety, and have previously served as a group SCR. A District SERVICE CENTER 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 SERVICE CENTER to the Groups in his District and bring the informed conscience of the District to the monthly Board meetings.
 - (4) Be responsible for keeping the SERVICE CENTER office staff informed, via accurate information, on Groups in his District for VaPSC records and on meetings in his District for publication in the "Where and When", if/when the VaPSC has been asked to be responsible for the "Where and When".
 - (5) Encourage participating Groups in his District to elect SCRs.
 - (6) Solicit volunteers to serve on the SERVICE CENTER Standing Committees from among the SCRs or Group members in his District.
- E. Vacancies: The VaPSC Secretary shall notify the applicable Virginia Area District Committee Member ("DCM") if its DSR is absent from three (3) consecutive Board meetings and request appointment of a replacement.

ARTICLE FIVE – SERVICE CENTER Officers

BYLAWS OF VIRGINIA PENINSULA SERVICE CENTER

Dated 1 October 2020

1. The SERVICE CENTER 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. However, where an officer does succeed himself/herself, he/she may serve a maximum of two terms and may not thereafter serve in any governing or administrative capacity.
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. The new incumbent will serve the balance of the resigned Officer's term.
7. Officers' Duties:
 - A. The CHAIRMAN shall:
 - (1) Be ipso facto President of the SERVICE CENTER, 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. All selections for committee chairperson must be validated and approved by a 2/3rd majority vote of the sitting Steering Committee at which at least 2/3rd of all participating groups are represented.
 - (3) Create Ad Hoc Committees as needed, as approved by the Steering Committee.
 - (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 adherence to the "Rights of Decision, Participation, and Appeal".
 - (5) Provide for an independently prepared annual audit and publication of the SERVICE CENTER's financial records at calendar year end, which will be provided to the

BYLAWS OF VIRGINIA PENINSULA SERVICE CENTER

Dated 1 October 2020

participating District(s) and Groups.

(6) Appoint members of the participating Groups of Alcoholics Anonymous to fill any SERVICE CENTER vacancies for which they are qualified, and which fall within his authority to appoint.

(7) Perform such other duties as the Board of Directors may from time to time assign.

(8) Ensure adequate advance notice is given for any planned/anticipated committee or board meetings.

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 adherence to the "Rights of Decision, Participation, and Appeal".

(2) Be a member of the Steering Committee.

(3) Recruit SCRs and DSRs, being ever mindful of AA's Eleventh Tradition.

(4) Provide orientation and education on the SERVICE CENTER structure, services, and traditions to newly-elected/appointed SCRs and DSRs and any groups/districts who express an interest in participating with the SERVICE CENTER.

(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 SERVICE CENTER monthly newsletter.

(4) Provide a full copy of the most-recent regular Board meeting minutes to the Office Manager for distribution to all present 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.

BYLAWS OF VIRGINIA PENINSULA SERVICE CENTER

Dated 1 October 2020

(6) Maintain a confidential database containing names, addresses, and other contact information of all current Board of Directors, employees, committee members, and Group Service Center Reps. Said database will be maintained in the spirit of the principle of anonymity.

D. The TREASURER shall:

(1) Be a member of the Steering Committee.

(2) Render to the Board at the monthly Board meetings, or whenever requested, an accurate accounting of the SERVICE CENTER's financial condition. This accounting includes, but is not limited to, income and expenses of any operating entity, such as literature sales, all reports of contributions received from Member Groups or other approved sources (by name). The Office Manager may make this accounting or portions thereof public, 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. SERVICE CENTER 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 VaPSC'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 SIX – Committees

1. STEERING COMMITTEE:

A. There shall be a Standing Committee known as the Steering Committee. The Committee shall be comprised of: the Chairman of VaPSC, the VaPSC Vice Chairman, the VaPSC Treasurer, the DSRs, and three SCRs. 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 SCRs shall be elected to serve as Steering Committee members during the December Board meeting during even-numbered years. The names of DSRs to serve on the Steering 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 Representative

BYLAWS OF VIRGINIA PENINSULA SERVICE CENTER

Dated 1 October 2020

serve on the Committee.

- C. The VaPSC 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 Steering 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 Steering 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 VaPSC past officers, DSRs or SCRs, such that the Committee maintains its ratio of SCRs, DSRs, and VaPSC 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 tenure of office 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 not be 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 office staff salary range and benefits to the Board of Directors.
 - (5) Recommend office staff hiring and termination to the Board of Directors.
 - (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 VaPSC.
- 2. As/when requested by District(s)/Group(s) and accepted as part of the VaPSC mission, the following **STANDING COMMITTEES** shall be overseen and appointed by the **SERVICE CENTER**. The primary mission of such Standing Committees is to ensure a single standard

BYLAWS OF VIRGINIA PENINSULA SERVICE CENTER

Dated 1 October 2020

of service/support to/for all actual/potential AA Groups and their members regardless of the districting in which they may reside, be members of serviced groups, or receive professional support/services that are assisted by, or for which, the SERVICE CENTER provides support.

- A. **COOPERATION WITH THE PROFESSIONAL COMMUNITY (CPC) COMMITTEE:** Pursuant to more than one District participating in the VaPSC, the CPC Committee is a liaison between VaPSC, and professionals working with alcoholics or alcoholism within the established SERVICE AREA. 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:** When/if requested, the PI Committee provides guest speakers for civic/church/school events. 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:** Upon request, the Corrections Committee supports Group efforts in correctional facility meetings and maintains schedules of Group and individual commitments providing AA member support to correctional institution meetings. Included with this function is the potential requirement to establish and maintain VaPSC contact with correctional institutions.
- D. **TREATMENT FACILITIES COMMITTEE:** If/when requested, the Treatment Facilities Committee is a liaison that supports Group and individual commitments for providing AA member support to treatment facility meetings. Included with this function is the requirement to maintain contact with the treatment facilities.
- E. **ARCHIVES COMMITTEE:** If/when requested, the Archives Committee is responsible for providing support to recording the history of AA in the Lower Virginia Peninsula area and maintaining in a safe manner SERVICE CENTER papers and other memorabilia of interest to the Northern Virginia AA community. The Archives Committee is available to assist with the display collected memorabilia at area AA conventions or workshops where other AA members can appreciate AA history.
- F. **PHONE WATCH COMMITTEE:** If/when requested, the Phone Watch Committee is responsible for assisting in the scheduling of telephone answering volunteers on a 24 hour basis, providing training sessions for new telephone answering volunteers, maintaining an accurate and up to date phone watch training manual, and an accurate and up to date 12 Step volunteer list.
- G. **LITERATURE COMMITTEE (aka VaPSC Bookstore):** The Literature Committee shall make available, as requested, General Service Conference approved literature for sale at SERVICE CENTER, district, or area events such as workshops and conventions, or elsewhere as appropriate. The Literature Committee is encouraged to provide education and information on available General Service Conference approved literature and products. The Literature

BYLAWS OF VIRGINIA PENINSULA SERVICE CENTER

Dated 1 October 2020

Committee may also provide such goods and services as may be requested of it, such as chips, plaques, other memorabilia, etc.

H. **WEBSITE COMMITTEE:** The Website Committee is responsible for creating, developing and maintaining a VaPSC website for the purpose of posting information and facilitating communication with, and among, members of Alcoholics Anonymous and the VaPSC in furtherance of their recovery in the VaPSC region and for recommending guidelines for the content and use of the same. The Website Committee is also responsible for cooperating with the webmasters (if such exist) of the participating districts/groups and/or the Virginia Area Committee.

3. Any Standing Committee Chairperson not present for three (3) consecutive regular SERVICE CENTER Board of Director meetings 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 SEVEN – Office Staff

1. The SERVICE CENTER office may be staffed by a member of Alcoholics Anonymous whose title shall be SERVICE CENTER OFFICE MANAGER.
2. The Office Manager shall:
 - A. Be a member of Alcoholics Anonymous with a recommended four (4) years of continuous sobriety.
 - B. Is not a voting member of the VaPSC Board of Directors, nor of any subordinate committee.
 - C. Maintain continuous sobriety while holding any position at SERVICE CENTER. 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 VaPSC paid positions.
 - D. Have experience in the Alcoholics Anonymous service structure.
 - E. Display a reasonable knowledge of AA’s Traditions and The Third Legacy of Service.
 - F. Give a bond satisfactory to the Board of Directors. SERVICE CENTER will pay any expense adhering to this bond.
 - G. Upon relinquishment/termination of position, return all VaPSC books, equipment, material, documentation, resources, etc. to the VaPSC Board of Directors.

ARTICLE EIGHT – Meetings

BYLAWS OF VIRGINIA PENINSULA SERVICE CENTER

Dated 1 October 2020

1. GENERAL MEETINGS:

- A. The Board of Directors 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 VaPSC 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, such means as by telephone or email.
- B. Shall be called upon petition of not less than 30 Group members of those Groups participating with VaPSC. 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 Representative reports.
 - (7) VaPSC Committee Reports.
 - (8) VaPSC 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

BYLAWS OF VIRGINIA PENINSULA SERVICE CENTER

Dated 1 October 2020

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 procedures will follow the guidelines of the AA THIRD LEGACY PROCEDURE in the most current edition of the AA Service Manual. Unless otherwise specified, 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. Unless otherwise specified herein, 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 SERVICE CENTER shall exist under the following conditions:
 - A. For Board of Directors Meetings: when a minimum of two (2) Officers; one DSR (or if more than one MEMBER DISTRICT is being serviced by VaPSC, at least two-thirds of the total number of DSRs); two (2) Chairmen of Standing and/or Ad Hoc Committees; and at least half the number of SCRs as there are MEMBER Groups serviced by VaPSC are present.
 - B. For Special Meetings of the Individual Members: when a minimum of two (2) Officers and at least twenty (20) 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 SCR (or in his absence the ASCR).
 - (2) Each Officer.
 - (3) Each DSR (or in his absence, the ADSR).
 - (4) Each Standing and Ad Hoc Committee Chairman.
 - (5) Each Immediate Past Officer.

BYLAWS OF VIRGINIA PENINSULA SERVICE CENTER

Dated 1 October 2020

- (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. SCRs 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 SCR.
- 2. The selection of candidates for SERVICE CENTER OFFICER POSITIONS shall be by means of a Nominating Committee. This committee shall be composed of the DSRs whose names shall be furnished by the Secretary at the October Board of Directors Meeting to the SCRs 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 SCR 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 SERVICE CENTER 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

BYLAWS OF VIRGINIA PENINSULA SERVICE CENTER

Dated 1 October 2020

1. The activities of the SERVICE CENTER 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 and such other AA-related/endorsed/sponsored items.
 - 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. Acceptance of contributions from outside entities is prohibited.
3. The financial activities of SERVICE CENTER shall be conducted in accordance with the Twelve Traditions and guidelines approved by the AA General Service Conference.
4. The SERVICE CENTER shall not accumulate funds beyond current necessities, plus a retention of a prudent reserve as determined by the Steering Committee, in consultation with the Treasurer.
5. Guidelines concerning deposit accounts of the SERVICE CENTER shall be established by the Steering Committee, in consultation with the Treasurer. Signatory authority over SERVICE CENTER 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 SERVICE CENTER shall not receive, directly or indirectly, any salary, compensation or emolument from the SERVICE CENTER. 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 two weeks prior notice. Such changes shall then become effective.

ARTICLE THIRTEEN – Dissolution

1. In the event of DISSOLUTION of the SERVICE CENTER, after paying the lawful debts and obligations of SERVICE CENTER, the remaining assets shall be distributed, in substantially

BYLAWS OF VIRGINIA PENINSULA SERVICE CENTER

Dated 1 October 2020

equal portions, to each District comprising this SERVICE CENTER, provided that any District receiving SERVICE CENTER assets has been represented by a DSR 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 VaPSC office.

ARTICLE FOURTEEN – Conform with GSO Guidelines

1. In the case that any stipulation, rule, provision, organizational structure (see Attachment 1), or other provision in this set of By-Laws does not comply with the latest AA GSO Guidelines on Intergroup/Service Centers (see Attachment 2), the provisions of the GSO guidelines will take

ARTICLE FIFTEEN – Prohibited Activities

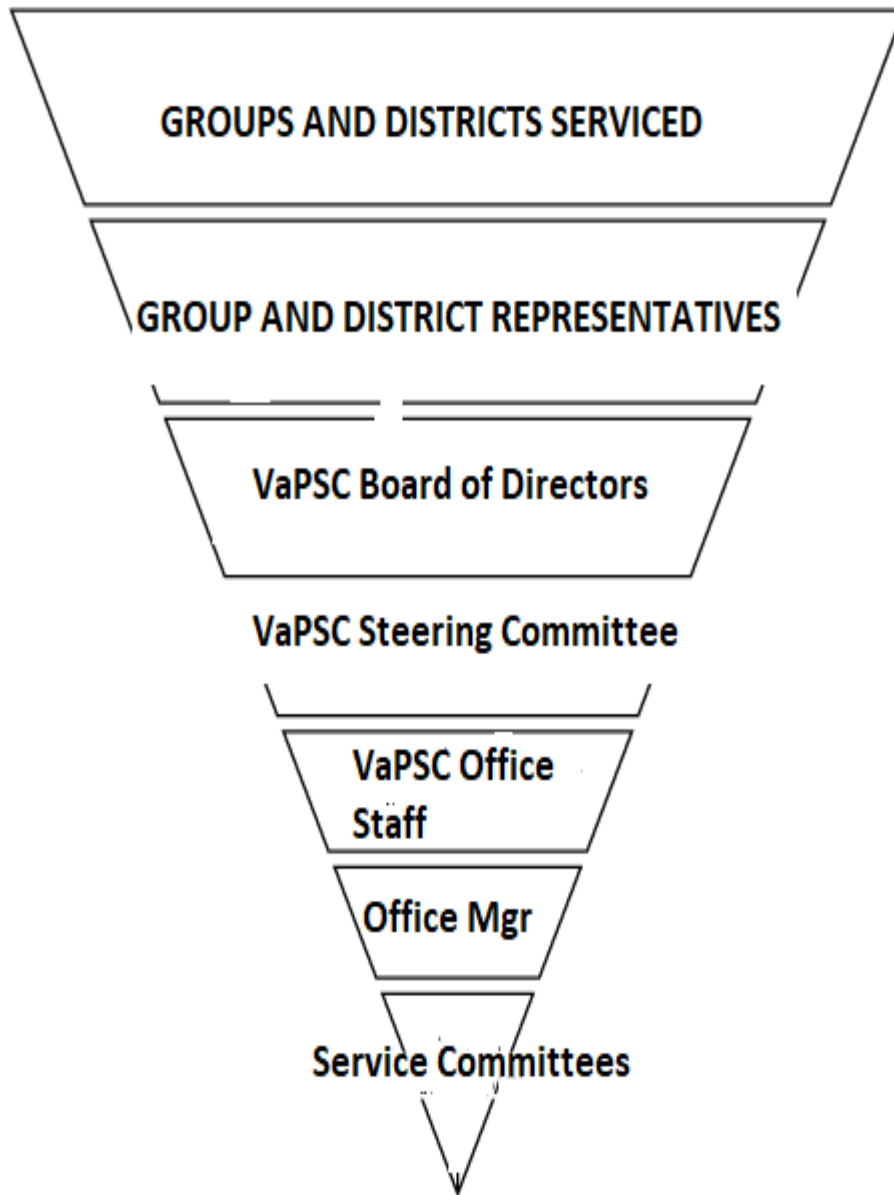
1. No committee or individual within any committee may take action on behalf of VaPSC without the express permission of the Board of Directors.
2. Employees of the corporation may not be members of the Board of Directors or any subordinate committee.
3. No officer of the corporation may be related by marriage, financially, or family ties to any other officer of the corporation. If, and when, such a relationship is known, one or both officers will be removed from office at the discretion of the Board of Directors.
4. All officers, members, and employees of the Board of Directors of the Corporation should avoid all actual or perceived conflicts of interest. All known potential conflicts shall be disclosed to the Steering Committee for recommended action to the Board of Directors.

Attachments:

1. Diagram of VaSPC Service Structure
2. Diagram of VaPSC Organizational Structure
3. GSO Guidelines on Central Office/Intergroup (double-click)

BYLAWS OF VIRGINIA PENINSULA SERVICE CENTER
Dated 1 October 2020

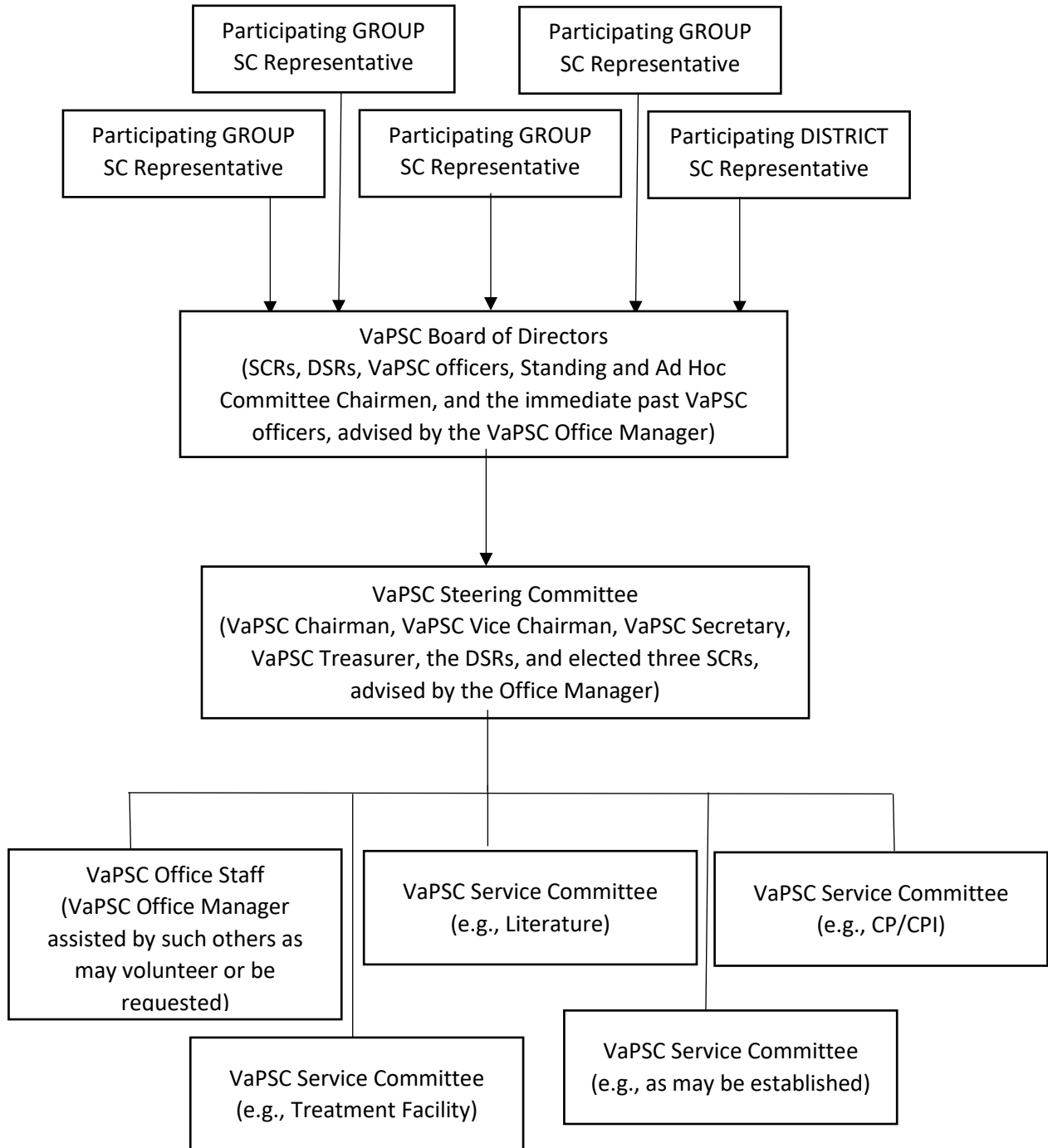
**STRUCTURE OF THE VIRGINIA
PENINSULA SERVICE CENTER**



BYLAWS OF VIRGINIA PENINSULA SERVICE CENTER
Dated 1 October 2020

ATTACHMENT 2

VIRGINIA PENINSULA SERVICE CENTER ORGANIZATIONAL STRUCTURE



BYLAWS OF VIRGINIA PENINSULA SERVICE CENTER
Dated 1 October 2020

ATTACHMENT 3

A.A.[®] Guidelines **Central or Intergroup Offices**

from G.S.O., Box 459, Grand Central Station, New York, NY 10163

The A.A. Guidelines below are compiled from the shared experience of A.A. members throughout the U.S. and Canada. They also reflect guidance given through the Twelve Traditions and the General Service Conference. In keeping with our Tradition of autonomy except in matters affecting other groups or A.A. as a whole, most decisions are made by the group conscience of the members involved. The purpose of these Guidelines is to assist in reaching an *informed* group conscience.

WHAT IS A CENTRAL OFFICE?

A central office (or intergroup) is an A.A. service office that involves partnership among groups in a community—just as A.A. groups themselves are partnerships of individuals. A central office is established to carry out certain functions common to all the groups—functions which are best handled by a centralized office—and it is usually maintained, supervised, and supported by these groups in their general interest. It exists to aid the groups in their common purpose of carrying the A.A. message to the alcoholic who still suffers.

FUNCTIONS OF A CENTRAL OFFICE

The A.A. experience has demonstrated that central offices are helpful, particularly in populous areas. There are nearly 700 central/intergroup offices throughout the world, performing vital A.A. services. These constitute a network of service outlets and A.A. contacts to help carry the A.A. message.

Sometimes, however, central office ventures have bogged down in disputes over money, authority, and like matters—thus becoming less effective in carrying the A.A. message. It's not always clear why these troubles have come up, but often it's been because the proper functions of a central office were not clearly explained or understood, or there was some disregard of the principles in A.A.'s Twelve Traditions. So the following suggestions have been made to outline the basic services a central office might offer:

- 1) *A.A. Inquiries*—By providing an Alcoholics Anonymous listing in the local telephone directory, the central office may receive inquiries from those seeking help. They will refer the caller to a nearby A.A. group, where sponsorship may be arranged, or have a twelfth stepper contact them. Many local A.A. offices now have their own Web site.
- 2) *Office Facilities*—The central office can maintain a conveniently located office in which paid workers and/or volunteers coordinate local A.A. services.
- 3) *Meeting Lists and Other Literature* — At regular intervals, the central office may publish and distribute up-to-date lists of meetings and other information about local A.A. services. Many intergroup/central offices sell A.A. Conference-approved literature for the convenience of local groups.
- 4) *Information Exchange*—The service office may function as a clearinghouse for the circulation and exchange of information among all the A.A. groups in the community. In this same connection, a logical function of the central office is to provide "program

exchange" meetings, where group program chairpersons meet regularly to exchange meetings with other groups.

5) *Local Committees on Public Information (P.I.) and Cooperation With the Professional Community (C.P.C.) in cooperation with district and area P.I. and C.P.C. committees*—The central office is an ideal contact with those in the community seeking information about A.A. Thus, A.A.'s relations with the public and professionals in the alcoholism field are often handled through the cooperation of general service committees and central offices. To avoid duplication of efforts and other difficulties, good communication between all parts of A.A. is paramount. A.A. Guidelines and Workbooks on P.I. and C.P.C. are available from G.S.O.

6) *A.A. in Correctional and Treatment Facilities*—The central office can maintain contact with local groups in correctional facilities and treatment facilities, offering literature and prerelease A.A. contacts and arranging for A.A. speakers and visitors to meetings. When there is a corrections or treatment committee for this purpose, the service office may assist it through close cooperation with local hospitals and prisons.

Central offices handling institutional contacts are also urged to send for G.S.O. material, Guidelines on Corrections Committees and Guidelines on Treatment Committees and the Corrections and Treatment Committees Workbooks.

7) *Local A.A. Events*—An A.A. central office is a logical body to manage the details of an annual dinner, picnic, or convention, if the participating groups wish it.

8) *A.A. Bulletin or Newsletter*—The preparation of a publication for periodic distribution to A.A. groups is often a function of the central office.

9) *Special Needs Services*—Many central offices carry information on groups that are wheelchair accessible, or signed for deaf members. Some offices have TDD/TTY (Teletypewriter or Text Telephone) equipment for communicating with deaf alcoholics.

MAKING A GOOD BEGINNING

Like many well-meant ventures in A.A., central offices sometimes suffer because they are conceived and established without advance planning. The unhappy and damaging experiences of such ventures indicate that a few questions should be raised before a central office is opened.

One question should concern actual need. Is there a sufficient

BYLAWS OF VIRGINIA PENINSULA SERVICE CENTER
Dated 1 October 2020