

National A.A. Archives Workshop

United States and Canada

NATIONAL ALCOHOLICS ANONYMOUS ARCHIVES WORKSHOP BY-LAWS

Adopted September 27, 2015

I. INTRODUCTION

The National Alcoholics Anonymous Archives Workshop ("NAAAW") began in 1996 with a Workshop held in Akron, Ohio at the Mayflower Hotel. The Workshop grew out of the desire of a group of Archivists to have a Workshop for the Archivists operating within the General Service, Intergroup, and Institutions structures. These Archivists are found all across North America as well as the rest of the world. We take our inspiration from the first General Service Archivist, Nell Wing, and all of the subsequent General Service Office Archivists. Our Co-founder, Bill W., told us why we need Archives and Archivists:

WE ARE TRYING TO BUILD UP EXTENSIVE RECORDS WHICH WILL BE OF VALUE TO A FUTURE HISTORIAN....IT IS HIGHLY IMPORTANT THAT THE FACTUAL MATERIAL BE PLACED IN OUR FILES IN SUCH A WAY THAT THERE CAN BE NO SUBSTANTIAL DISTORTION....WE WANT TO KEEP ENLARGING ON THIS IDEA FOR THE SAKE OF THE FULL LENGTH HISTORY TO COME... .

Bill W., 1957

II. MISSION STATEMENT

“The National Archives Workshop is committed to helping Alcoholics Anonymous Archivists working within the service structure of Alcoholics Anonymous who are also bound by the spiritual principles of our Fellowship.”

III. STATEMENT OF PURPOSE

The National AA Archives Workshop is an open, service-oriented, educational Workshop hosted on an annual basis by a Host Committee chosen through an open bidding, Third Legacy procedure. The Guidelines, Agendas, and overall direction of the Workshop are determined by the Board of Trustees, Officers, and Advisory Council of the National AA Archives Workshop. The individual workshops are conducted in an AA Forum format, with a specific focus on the open sharing of the experience, strength and hope of Archivists, attendees and members of the NAAAW. Each Workshop seeks to renew and energize our

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efforts and foster enhanced communications between AA Archivists and Archives Committee members. We share information, methods, procedures, ethics, and our enthusiasm at each Workshop.

Consistent with AA's primary purpose, AA Archivists and National A.A. Archives Workshop attendees try to help the still suffering alcoholic by preserving the integrity of the AA message and the history of the Fellowship for current and future members

As our A.A. unity, spirit, and support for AA Archives efforts continues to grow, develop and prosper, our service encourages further study, attraction and participation in AA and archival related matters to help carry the AA message to the still suffering alcoholic.

IV. STRUCTURE

The work of the NAAAW Limited Liability Not for Profit Company ("NAAAW LLC") shall be carried out by and through the Board of Trustees, the Officers, the Advisory Council and the Host Committee. All members of the NAAAW shall conduct themselves within the 12 Steps, 12 Traditions, and 12 Concepts of Alcoholics Anonymous, which are attached hereto, and the G.S.O. A.A. Guidelines, especially those for Archives, Finance, and Conventions.

A vote of two-thirds (10 of 15) of the Board of Trustees, the Officers, and the Advisory Council is necessary to change these By-Laws.

All NAAAW elections will be conducted using the 3rd Legacy Procedure outlined in the *A.A. Service Manual*.

The NAAAW shall have an Annual Business Meeting on Saturday during the Workshop, and four Officer Conference Call Business Meetings the second Monday in December, February, May and July at a time convenient for all the Officers of the NAAAW. Any Board of trustees member may attend and vote at the Officer Conference Call Business Meetings. Any member of the NAAAW Board of Trustees, Officers, or Advisory Council members proposing Agenda items for the Annual Business Meeting at the Workshop should try to provide copies of the proposals 30 days prior to the Annual Business Meeting to the Board of Trustees, the Officers, and the Advisory Committee Members for evaluation by them. Any issues may be raised at the Annual Business Meeting under New Business. Motions and resolutions shall require a simple majority vote of those eligible to vote (See Elections Section below).

Drinking alcoholic beverages or using mind or mood altering drugs shall be considered a

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resignation from any position in the NAAAW.

NAAAW members must adhere to Non-Discrimination, Anti-Harassment, and Conflict of Interest Policies.

It is the NAAAW's policy to practice general transparency in regard to its mission, activities, finances and governance.

V. BOARD OF TRUSTEES

The Board of Trustees is the custodian of the NAAAW and the Board of Directors of NAAAW, LLC's 501(c)(3) (in the process of application, will submit and await approval). It is the legal guardian of the NAAAW, LLC.

MEMBERSHIP: The Board of Trustees of the NAAAW, LLC shall consist of five (5) members. The Board of Trustees shall include the following:

- a. five (5) members who are past Trustees of the A.A. General Service Board, or past Directors of the A.A.W.S. Board or the A.A. Grapevine, Inc. Board, a past General Service Conference Archives Committee Member, a past General Service Conference Delegate, or up to two (2) persons who have attended three (3) or more NAAAWs.

QUALIFICATIONS: The Board of Trustees shall have the following minimum qualifications:

- a. Ten (10) years of sobriety;
- b. Ten (10) years of service with either General Service, Intergroup, or Institutions Committee, with at least one year of service on the Archives Committee of the service branch.

ELECTION/SELECTION: The first slate of the Board of Trustees will be selected by the NAAAW Officers, with three members serving a three (3) year term and two members serving a two (2) year term. Thereafter the Board of Trustees will be elected by the 3rd Legacy Procedure at the end of their term. Those meeting the qualifications who are interested in serving in this position shall submit their A.A. Resumes, and, if they desire, their Work Resume and Recommendations, to the Officers by the July Officer Conference Call Business Meeting. The Resumes will be posted on a password protected section of the NAAAW Website, viewable only by NAAAW voting members and then voted on at the NAAAW Annual Business Meeting.

TERM: Except as above, the Trustees shall serve for two (2) years and may be elected for one additional two (2) year term.

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REMOVAL OF TRUSTEES: If a Trustee fails to perform their duties, the Officers and Board of Trustees may remove a Trustee upon a three-quarters (3/4) vote of those present during the meeting.

The Board of Trustees shall have the authority to amend the Articles of Incorporation by a substantial unanimity vote of 75% or greater, take any action reserved to the Board of Trustees by the Articles of Incorporation or these By-Laws, or any other action they believe to be in the best interests of the NAAAW. All Board of Trustees members must attend the Annual business Meeting by telephone or in person, and are welcome to attend and vote at the Officer Conference Call Business Meetings. They should encourage Workshop participation and attendance throughout the year.

The Board of Trustees shall have direct authority over the Officers, Advisory Council, and the annual Host Committees.

VI. OFFICERS

MEMBERSHIP: The Officers shall consist of the Chair, Co-Chair, Treasurer, Secretary, and Registrar.

QUALIFICATIONS: The Officers shall have the following minimum qualifications:

- c. Five (5) years of sobriety;
- d. Five (5) years of service with either General Service, Intergroup, or Institutions Committee, with at least one year of service on the Archives Committee of the service branch.

ELECTION: The first slate of the Officers was selected by the NAAAW body last year, except for the Registrar who was appointed by the Officers. In order to have staggered terms, the Chair and the Secretary will start with 2 (2) year terms and the Co-Chair, Treasurer and Registrar will have three (3) year terms. Thereafter, the Officers will be elected by the 3rd Legacy Procedure at the end of their respective terms. Those meeting the qualifications who are interested in serving as an Officer shall submit their A.A. Resumes, and, if they desire, their Work Resume and Recommendations, to the Officers by the July Officer Conference Call Business Meeting. The Resumes will be posted on a password protected section of the NAAAW Website, viewable only by NAAAW voting members and then voted on at the NAAAW Annual Business Meeting.

TERM: Except as above, upon election, the Officers shall serve for two (2) years and may be elected for one additional two (2) year term.

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REMOVAL OF OFFICERS: If an Officer fails to perform their duties, the Officers and Board of Trustees may remove an Officer upon a three-quarters (3/4) vote of those Board members and Officers present during the Annual Business Meeting or one of the four Officer Conference Call Business Meetings.

The Officers shall not take action individually without consulting with the other Officers. If one of the Officers is unavailable to attend a meeting or perform a function, the Chair may select an alternate from the Board of Trustees or Advisory Council to serve temporarily or until the next Officer Conference Call Business Meeting. Officer meetings and conferences calls are open to everyone on the Advisory Council to attend, however participation is limited to the Officers. Minutes of all Officer Conference Call Business Meetings shall be e-mailed to the Trustees, Officers, and Advisory Council members within 30 days of the meeting.

The Officers are responsible for:

- conducting the business of the NAAAW between conference calls and the Annual Meeting;
- informing the Board of Trustees and the Advisory Council on the progress of the upcoming Workshops;
- Submitting an operating Budget proposal to the Advisory Council at the Annual Business Meeting on Saturday, after it is prepared by the Treasurer;
- Receiving each Host Committee's progress, plans, and activities on a monthly basis;
- Reviewing the Hotel Contract and other major contracts to be entered into by the Host Committee, and the Budget of the Host Committee. The Secretary will remind each Host Committee of these obligations a week before the Monthly Report and Minutes are due. The Officers and the Host Committee shall share their experience, strength and hope with each other.

The Officers shall have the authority over the Advisory Council, and each annual Host Committee.

A. CHAIR

- Plan, announce the agenda for, and chair all Officer and Advisory Council meetings.
- Maintain a working relationship between the Officers, the Advisory Council, and the Host Committees to ensure that the best interests of the NAAAW are being served.
- Be a signatory on all facility contracts and bank accounts including Host

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- Committee accounts.
- Work jointly with the Treasurer to maintain a working list of all financial obligations, and ensure that all are being met.
- Keep the Trustees and Officers informed on all NAAAW matters of importance.
- Be responsible to support all members in the completion of their duties.
- Act as liaison between the NAAAW and the General Service Office and ensure that the General Service Office has a current list of the members of the Board of Trustees, the Officers, and the Advisory Council, including e-mail addresses, and telephone numbers.

B. CO-CHAIR

- In the absence of the Chair, shall perform the full duties of the Chair.
- Keep completely informed on all NAAAW matters.
- Be one of three signatories on NAAAW bank accounts.
- Review A.A. Resumes and other documents submitted by persons standing for the NAAAW positions of Trustee, Officer of Advisory Council member, forward them to the Webmaster to place on the password protected portion of the NAAAW website, and forward them to the Trustees, Officers, and Advisory Council members.

C. TREASURER

- Set up and maintain checking account.
- Receive and disburse funds accordingly.
- Keep detailed financial records of all NAAAW business and make the current year's financial records, bank statements, account ledgers, check books, tax returns and correspondence available at the Annual Business Meeting.
- Give financial reports at the Annual Business Meeting on Saturday summarizing all income and expenditures.
- Provide a detailed transactions report and balance sheet of the NAAAW accounts to the Board of Trustees, Officers, and Advisory Council 30 days prior to each Officer Conference Call Meeting. The Treasurer shall also provide this information, as soon as is practical, after each Workshop, preferably no later than 90 days after each Workshop.
- Be a signatory on all NAAAW bank accounts.
- Work directly with the Treasurer of each Host Committee to insure the proper maintenance of financial records, receive proposed budgets and financial worksheets from the Host Committee Treasurer 30 days before

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- each Officer Conference Call Business Meeting.
- Treasurer shall have on-line access to the Host Committee's bank account. If the Host Committee does not submit their Monthly Financial Report, including Budget Progress, then the NAAAW shall have the right to immediately take full control over the Host Committee's finances.
- Oversee the preparation and filing of federal tax returns.
- Shall immediately inform the Board of Trustees, the Officers, and the Advisory Council of any inconsistency in the accounts or records.
- Create Budgets for the NAAAW.

D. SECRETARY

- Keep minutes of each Officer and Advisory Council meeting; maintain and make available at the Annual Business Meeting notebooks, or electronic versions thereof, of all prior Officer Conference Call and Advisory Council Meeting Minutes; furnish Minutes of the Board of Trustees, the Officers, and the Advisory Council Meetings to all Board of Trustees, Officers, and Advisory Council members within thirty (30) days of the meetings.
- Shall maintain the post office box, funded by the NAAAW, and e-mail address for all correspondence, promptly answer all correspondence or direct it to the appropriate person, and furnish copies of all correspondence to Advisory Council members monthly.
- Furnish letterhead for use by all Advisory Council members for Advisory Council communications.
- Be responsible for the revision and printing of all Advisory Council documents and literature including these By-Laws, and the NAAAW Guidelines. These items should list accurate revision dates and be made available to anyone by having the Webservant place them on the website.

E. REGISTRAR

- Works with Host Committee Registrar to maximize efficiency and cooperation.
- Monitors and assists Host Committee with registration data submitted through the NAAAW website, forwards to the Board of Trustees, Officers, Advisory Council, and the Host Committee each month; once the conference is three months out, reviews Registration List with Host Committee each week.
- Assists Host Committee with registrations and banquets from walk-ins.
- Communicates with and supplies deposits to the Treasurer all monies received from registrations.
- After the Workshop, assists Host Committee with e-mailing Registration files to the NAAAW Archivist.
- Assists Host Committee with assembling and passing out Registration List on

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Sunday. Registration List should include name, address, Archives affiliation, phone number(s) and e-mail address.

- E-mails Registration List to Secretary and NAAAW Archivist.

VII. ADVISORY COUNCIL

MEMBERSHIP: The Advisory Council shall consist the five (5) duly selected/elected NAAAW attendees who meet the Qualifications below and who are willing to serve.

QUALIFICATIONS: The Advisory Council Members shall have the following minimum qualifications:

- a. Five (5) years of sobriety;
- b. Five (5) years of service with either General Service, Intergroup, or Institutions Committee, with at least one year of service on the Archives Committee of the service branch they served with; and
- c. Be a past or present NAAAW Chair, Co-Chair or Host Committee member.
- d. Note: Our past experience shows that some past Chairs do not show an active interest in continuing to serve the NAAAW.

ELECTION: Those meeting the qualifications who are interested in serving on the Advisory Council shall submit their A.A. Resumes, and, if they desire, their Work Resume and Recommendations, to the Officers by November 1, 2015 to complete the first Advisory Council. Once the first Advisory Council is selected by the Officers and the Trustees in place by November 1, those interested in serving on the Advisory Council shall submit their A.A. Resumes, and, if they desire, their Work Resume and Recommendations, to the Officers by the July Officer Conference Call Business Meeting. The Resumes will be posted on a password protected section of the NAAAW Website, viewable only by NAAAW voting members and then voted on at the NAAAW Annual Business Meeting.

TERM: Upon selection, the first three Advisory Council Members shall serve for three (3) years, the last two for (2) years, and thereafter, each Advisory Council member will serve a two (2) year term on a staggered basis. Each member may be elected for one additional two (2) year term.

REMOVAL OF ADVISORY COUNCIL MEMBERS: If an Advisory Council Member fails to perform their duties, the Advisory Council, the Officers, and the Board of Trustees may remove an Officer upon a three-quarters (3/4) vote of those present during the Annual Business Meeting or an Officer Conference Call Business Meeting.

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A. GENERAL INFORMATION -

The Advisory Council is the spiritual servant of NAAAW . Its purposes include, but are not limited to:

- Make available, to any AA member who requests it, information regarding the NAAAW and archivists in AA.
- Provide guidance to Host Committees who are bidding for the Workshop.
- Provide guidance to each Host Committee.
- Custodial oversight of the NAAAW and veto power over each Host Committee.
- Protect the NAAAW LLC (Company), its assets and manage the Company using best practices of not-for-profits.
- Uphold its fiduciary responsibility.
- Practice transparency in its affairs.

Advisory Council members are expected to attend the Annual Business Meeting, the bid presentations, and site selection meetings. The Council members may attend the quarterly NAAAW Officer Conference Call Business Meetings. A Council member's failure to attend the Annual Business Meeting during her/his term shall be considered a voluntary resignation. Deployment with the uniformed military service or medical inability to attend shall not be counted as an absence.

Advisory Council seats shall be filled at the next NAAAW Annual Business Meeting.

B. ADVISORY COUNCIL GUIDELINES -

A quorum shall consist of three (3) members of the Advisory Council members at the Annual Business Meeting.

The Advisory Council shall approve the Budget prepared by the Treasurer, and endeavor to maintain a prudent reserve of two years of the current Annual Operating Budget, plus insurance deductibles, if any, in addition to operating funds. The Budget shall include, and the Treasurer will make available, \$2,000.00 seed money, preferably from the current Host Committee, to be deposited into the checking account of the Host Committee of the upcoming Workshop once the account has been established.

In the event that no city presents a bid, an emergency meeting of the Board of Trustees, the Officers, and the Advisory Council shall be called without delay. The Emergency Meeting shall find a suitable site for the Workshop, or

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determine if the Workshop should be suspended.

The Advisory Council shall review all of its documents every 5 to 10 years, to ensure its meeting compliance issues, and that all sections are up to date.

VIII. HOST COMMITTEE

Before returning home from the current Workshop, the Host Committee of the upcoming Workshop is offered any useful Workshop material together with whatever individual or collective information and experience the Board of Trustees, the Officers, and the Advisory Council members possess.

The Host Committee has the chief initiative and the active responsibility in preparing for and hosting NAAAW's annual Workshop. Each Host Committee is subject to directions from the Board of Trustees, the Officers, and the Advisory Council. Otherwise, the Host Committee shall be autonomous in regard to following the suggested Guidelines. The Board of Trustees, the Officers, and the Advisory Council reserve vetopower over any Host Committee action; this is legally necessary and right in principle. In addition, each Host Committee is bound by any new Motions, By-Laws or other procedures adopted by the Board of Trustees, the Officers and the Advisory Council.

IX. ELECTION PROCEDURE AND VOTING ELIGIBILITY

A. ELECTION PROCEDURE - All NAAAW positions shall be elected by using the 3rd Legacy Procedure as outlined in the *AA Service Manual*.

B. VOTING ELIGIBILITY - All NAAAW Board of Trustees, NAAAW Officers, NAAAW Advisory Council members, Area, Intergroup, and Institution Committee Archivists and Archives Committee members, and attendees to three (3) or more NAAAW Workshops are eligible to vote.

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X. OTHER ELECTED POSITIONS

A. ELECTION QUALIFICATIONS FOR THESE POSITIONS -

Candidates should have a service background and enough sobriety to be responsible and informed, generally 3 years or more. New members' terms will begin on the day after the close of the NAAAW where they were elected. Unless otherwise stated, the term of each elected position in this section shall be for two (2) years.

A. ARCHIVIST

- Act as the caretaker of the NAAAW archives (documents, memorabilia, traveling showcases, etc.) in such a way that there is no substantial distortion of the material to the best of his or her ability.
- Act as custodian of the NAAAW banner and be responsible for its storage between conferences and for the banner's delivery to the current Host convenience.
- Shall consult with the G.S.O. Archivist and the NAAAW Board of Trustees, the Officers, and the Advisory Council pertaining to all NAAAW archives issues and follow, to the best of his or her ability, the Archives Guidelines set forth by G.S.O.
- Shall receive archives materials from each Host Committee, including displays for the Workshop and material to be collected before, during and after the Workshop. This can include novelties, memorabilia, the Host Committee's written experience, etc.
- Shall display the Minutes of the Officer Conference Call Business Meetings and the Annual business Meeting at the Workshop.
- Maintain an inventory of NAAAW archives

A present or past Advisory Council member may stand for the Archivist position. This person must have served at least one year on the Advisory Council before being elected to the Archivist position. The Archivist shall be elected to a four (4) year term.

The Archivist shall at all times act in accordance with the Twelve Traditions, being especially concerned with protecting members' anonymity. The Archivist shall also act in accordance with the Twelve Concepts for World Service, exercising appropriate authority while always remaining accountable to the guidance of the Board of Trustees, the Officers, and the Advisory Council.

The Archivist must submit a written report at the Annual Business Meeting at the Workshop, detailing the activities of the proceeding year, including an expense report, and a projected budget for the coming year. The Secretary

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should receive this report one week prior to the current year's Workshop.

The Archivist is welcome to attend all Officer Conference Call Business Meetings with a voice, but not a vote.

B. BID DEVELOPMENT LIAISON

The purpose of the NAAAW Bid Development Liaison shall be:

- Maintain ongoing communications with current and potential bid committees.
- Plan, manage and execute the NAAAW University curriculum.
- Information Gathering and Reporting Person (IGR) for the Bid Requirements relating to the roster, Host Committee responsibilities and the content of the program.

C. HOTEL LIAISON

The purpose of the NAAAW Hotel Liaison shall:

- Help conduct the hotel contract negotiation and signing processes.
- Help conduct the AV contract negotiation and signing processes.
- Information Gathering and Reporting Person for the Bid Requirements relating to hotels, AV and the program as it involves the utilization of the function space.

D. WEBSERVANT LIAISON

The purpose of the NAAAW Website Liaison shall be:

- To build and maintain NAAAW'S presence on the web.
- In conjunction with the Registrar, manage NAAAW'S online registration system.
- Information Gathering and Reporting Person for the Bid Requirements relating to the bidding statement, host committee guidelines and the conference theme.

XI. AD HOC COMMITTEES

Ad Hoc Committees may be created at the discretion of the Board of Trustees, the Officers, and the Advisory Council Members. Ad Hoc Committees should have a specific purpose, length of service, and stated outcome (a report, motion and/or recommendation).

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XII. SITE SELECTION PROCEDURE

The NAAAW's official site selection process begins every year in February for the following year's Workshop. Those folks who seek to place a bid must provide their Bid Sheet Summary to the Officers ten (10) days before the February Officer Conference Call Business Meeting. All Officers are expected to read and become familiar with all of the Bid packages before the Conference Call Business Meetings and the Workshop. The Officers will review the bids to make sure they will work based on the Hotel Contract and the items in their Bid. If the Bid needs to be fine-tuned, the Officers will tell the Bidders what needs to be revised and/or changed. The Bidders will then provide a revised Bid Sheet ten (10) days before the May Officer Conference Call Business Meeting. Once the Bid is approved by the Officers, then the Bidders will be allowed to bring their Bid before the Body.

At the Annual Business Meeting, the NAAAW Board of Trustees, NAAAW Officers, and NAAAW Advisory Council members will vote and choose the next Workshop location.

The Hotel Liaison will be available to formally review specific Bids before the February and May Officer Conference Call Business Meetings. The Hotel Liaison shall forward the Bid Sheets to the Officers, and the Board of Trustees and Advisory Council members. This allows for questions, issues, and comments to be resolved prior to the February and May Officer Conference Call Business Meetings.

XIII. CONFLICT OF INTEREST POLICY

The NAAAW hereby adopts the Conflict of Interest Policy attached hereto.

XIV. DISTRIBUTION OF FUNDS UPON DISSOLUTION OF THE NAAAW

Upon dissolution of the NAAAW 501 (c)(3)(applied for), any remaining funds will be distributed to the A.A. General Service Office, and if possible, to the Archives located therein for them to use as they see fit.