

BYLAWS
VIRGINIA AREA AL-ANON ALATEEN ASSEMBLY, INC.
Approved by the Fall Assembly, October 20, 2019

PREAMBLE

This document is a complete restatement and revision of the Virginia Area Al-Anon Alateen Assembly bylaws approved on May 17, 2017, as amended, incorporating the text directed by the U.S. Internal Revenue Service for approval of nonprofit status.

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ARTICLE I: ORGANIZATION NAME AND STRUCTURE

1. Name: The organization is called the VIRGINIA AREA AL-ANON ALATEEN ASSEMBLY, INC., also known as the VIRGINIA AREA ASSEMBLY and sometimes referred to simply as the Assembly in these bylaws. The VIRGINIA AREA AL-ANON ALATEEN ASSEMBLY is designated AREA 57 by the Al-Anon Family Group Headquarters, Inc., often referred to as the World Service Office (WSO).

2. Legal Status: On April 26, 2017, the U.S. Internal Revenue Service designated the organization as a nonprofit under Section 501(c)(3). On March 14, 2018, the Commonwealth of Virginia designated it a corporation and on March 15, 2018, the County Clerk of Fairfax County registered it to do business everywhere officially as the VIRGINIA AREA ASSEMBLY.

3. The area organizational structure is outlined in the Al-Anon/Alateen Service Manual, Chapter: World Service Handbook, Chart: World Service Conference (Area World Service Committee Structure).

ARTICLE II: CORPORATION MEMBERS

Members of the corporation are the elected Officers, the appointed Coordinators and the appointed Committee Chairs. Virginia Service Center Chairs and District and Group

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Representatives participate and vote in various VIRGINIA AREA ASSEMBLY activities as described herein but are not members of the corporation.

ARTICLE III: ORGANIZATION OBJECTIVES

1. Be guided in all activities by the Al-Anon Twelve Steps, the Twelve Traditions, the Twelve Concepts of Service, the General Warranties of the Conference, the Al-Anon/Alateen Service Manual and the Guidelines for Al-Anon Information Services.
2. Administer the Alateen program in the Virginia Area, ensuring that it complies with World Service Office (WSO) guidelines.
3. Support the distribution of Al-Anon Conference Approved Literature (CAL) to Al-Anon and Alateen Groups through the Literature Distribution Centers (LDC).
4. Maintain a Public Outreach program in accordance with Al-Anon Step Twelve to carry the Al-Anon message to people affected by the disease of alcoholism and to attract new members.
5. Act as a clearing house for information about Al-Anon and Alateen meetings and activities by maintaining a directory of current meetings and making the information available to all Groups and individual members of Al-Anon and Alateen.
6. Cooperate with the Al-Anon and Alateen World Service Office (WSO), the Virginia Area Al-Anon Districts and Groups and neighboring Al-Anon and Alateen Service Centers. Cooperate with Alcoholics Anonymous in accordance with Al-Anon Tradition Six.
7. Conduct special events in accordance with, and in the advancement of, these objectives.
8. Establish and maintain policies that support the work of the organization.

ARTICLE IV: THE VIRGINIA AREA ASSEMBLY

1. The purpose of the VIRGINIA AREA ASSEMBLY is to decide matters affecting the Al-Anon community in the Commonwealth of Virginia. The Assembly may adopt policies and procedures that further define and support the functions outlined in these bylaws.
2. The Assembly consists of the elected Officers, the appointed Coordinators, the appointed Committee Chairs, the Virginia Service Center Chairs (Liaisons) and the District and Group Representatives, or their duly elected alternates, of the Districts and Groups in the Virginia Area. Any interested person may also attend meetings of the VIRGINIA AREA ASSEMBLY.
3. Consistent with the First Al-Anon Concept of Service and the Al-Anon/Alateen Service Manual, Chapter: Duties of Assembly Members, Subchapter: Group Representative (GR), the voting members of the VIRGINIA AREA ASSEMBLY are the GRs of the Groups in the Virginia Area, or their duly elected alternates.

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4. Motions requiring a vote are traditionally sent to the Assembly by the Virginia Area World Service Committee (VAWSC) to be voted upon.

5. The number of voting members present at meetings of the Assembly constitutes a quorum.

ARTICLE V: VIRGINIA AREA WORLD SERVICE COMMITTEE

1. The purpose of the Virginia Area World Service Committee (VAWSC) is to advise the VIRGINIA AREA ASSEMBLY, the Board of Directors and the elected Officers of the Assembly and to refer motions on matters affecting the Al-Anon community in the Virginia Area to the Assembly.

2. Consistent with the Al-Anon/Alateen Service Manual, Chapter: Post-Election Activities, Subchapter: Area World Service Committee Meetings, the VAWSC consists of the elected Officers, the appointed Coordinators, the appointed Committee Chairs, the Service Center Chairs (Liaisons) and the District Representatives (DRs) of the Al-Anon Districts in the Virginia Area, or their duly elected alternates. The VAWSC members each have one vote on VAWSC matters.

3. The number of voting members present at a meeting of the VAWSC constitutes a quorum.

ARTICLE VI: COORDINATORS AND COMMITTEE CHAIRS

Coordinators and Committee Chairs are responsible for carrying out specific programs and functions of the Virginia Area. Refer to the Al-Anon/Alateen Service Manual, Chapter: Post-Election Activities, Subchapter: Area World Service Committee Meetings for suggestions of Coordinator and Committee Chair positions at the Area level.

ARTICLE VII: OFFICERS

1. The elected officers of the VIRGINIA AREA ASSEMBLY are the Area Chair, Area Secretary, Area Treasurer, Area World Service Delegate and their Alternates. They are responsible for overseeing and carrying out the functions of the Virginia Area.

2. The term for each elected office is three years beginning on the first day of January. The Officers, Coordinators and Committee Chairs are called a Panel.

3. Elections of Officers are held at the Fall Assembly in the third year of each Panel.

4. Elections of Area Officers are conducted in accordance with the provisions of the Al-Anon/Alateen Service Manual, Chapter: World Service Handbook, Sections: Elections and Election Assembly Procedure.

5. Duties of the Officers and their alternates are described in the Al-Anon/Alateen Service Manual, Chapter: World Service Handbook, Section: Duties of Assembly Members. Other duties may be assigned as needed.

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6. The VIRGINIA AREA ASSEMBLY maintains job description documents that list the duties of the Officers, Coordinators and Committee Chairs, tailored to the needs of the Virginia Area.

ARTICLE VIII: BOARD OF DIRECTORS

1. Virginia state law requires that a corporation have a Board of Directors. The task of the Directors is to provide proper legal and financial oversight of the VIRGINIA AREA ASSEMBLY.

2. The Board is composed of the Area Chair, who is designated the Director of the Corporation, the Area Delegate, the Area Treasurer and the Area Secretary. The alternates of these Officers are members of the Board in the absence of the primary officer.

3. The Board is assisted by the VAWSC when needed and meets at least semiannually. Any gathering of the Board members for the purpose of discussing VIRGINIA AREA ASSEMBLY business, can be called a meeting of the Board of Directors.

ARTICLE IX: MEETINGS

1. The Assembly traditionally holds two meetings per year, in May and in October.

2. The VAWSC traditionally holds two meetings per year, in March and in August.

3. The Officers traditionally hold two meetings per year, in January and in June.

4. Meeting dates may be changed if conditions warrant.

5. In all meetings, voting issues are decided using the Informed Group Conscience Decision process.

ARTICLE X: CONTRIBUTIONS AND FINANCIAL SUPPORT

1. The source of operating income of the VIRGINIA AREA ASSEMBLY is voluntary contributions from the Service Centers, Districts, Groups and individuals, in accordance with the Seventh Al-Anon Tradition. Contributions of any type from any source may not be earmarked for a particular purpose. There are no organizational dues or fees.

2. The VIRGINIA AREA ASSEMBLY will not act as a trustee for any trust fund.

3. Bequests and Donations will be accepted in accordance with the Al-Anon/Alateen Service Manual, Chapter: Digest of Al-Anon and Alateen Policies, Section: Financial Matters, as well as the guidelines and resolutions of the VIRGINIA AREA ASSEMBLY and the World Service Conference (WSC).

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ARTICLE XI: FINANCIAL GUIDELINES

1. The VIRGINIA AREA ASSEMBLY fiscal year is the same as the calendar year and the tax year. The outgoing Area Treasurer is responsible to complete the outgoing panel's final year-end Treasurer's report by the end of February.
2. A proposed budget for the next fiscal year will be presented as a motion by the VAWSC to a meeting of the Assembly for approval no later than the end of October of each year. The Area Treasurer drafts the budget in consultation with the Officers, Coordinators and Committee Chairs as appropriate and presents it to the VAWSC for approval to refer it to the Assembly.
3. An ample reserve will be maintained that approximates one year's operating cost. Outside of the ample reserve, funds can be held aside for specifically defined future purposes such as equipment, software licenses or as seed money for Area events, if required.
4. Only the Area Chair and Alternate Area Chair are authorized to sign contracts on behalf of the VIRGINIA AREA ASSEMBLY unless such authority is explicitly delegated in writing on a case-by-case basis, for a specific purpose, to another Officer.
5. Only the Area Chair, the Area Treasurer and the Alternate Area Treasurer are authorized to make financial transactions for the VIRGINIA AREA ASSEMBLY unless such authority is explicitly delegated in writing on a case-by-case basis, for a specific purpose, to another Officer.
6. Consistent with the Second and Third Al-Anon Concepts of Service, the Area Chair has the authority to reallocate funds from one budget line to another during the fiscal year to meet operational needs that were not anticipated when the budget was developed and approved by the Assembly, as long as the total projected outlays as a result of the reallocation do not exceed the total projected funds available during the fiscal year, per the current budget. Outlays that exceed total projected funds available require a vote of the Assembly.
7. The VIRGINIA AREA ASSEMBLY will operate as a nonprofit business abiding by all federal, state, and local laws, regulations and other requirements.
8. The nonprofit status which applies to the VIRGINIA AREA ASSEMBLY does not cover the Service Centers, Districts or Groups within the service area of the Virginia Area. Each Service Center, District and Group is autonomous and the VIRGINIA AREA ASSEMBLY exerts no control over any aspect of Service Center, District or Group business but may provide advice and counsel as appropriate.
9. The VIRGINIA AREA ASSEMBLY is organized exclusively for educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations described under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

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10. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XII: CONFLICTS OF INTEREST

1. Whenever an Officer, Coordinator, Committee Chair, Service Center Chair, District Representative or Group Representative has a financial or personal interest in any matter coming before the VIRGINIA AREA ASSEMBLY, this person shall fully disclose the nature of the interest and refrain from discussion and voting on the matter.

2. Any transaction involving a potential conflict of interest shall be approved only when a two thirds majority of disinterested voting members present determine that it is in the best interest of the corporation to do so. The minutes of meetings at which such votes are taken shall record such disclosure and rationale for approval.

ARTICLE XIII: INDEMNIFICATION

Each individual serving or having served as a VIRGINIA AREA ASSEMBLY Officer, Liaison, Coordinator or Committee Chair shall be personally indemnified to the full extent permitted by law, against any and all costs, expenses and financial consequences of whatever nature, including legal fees actually incurred in connection with any action, suit or legal proceeding of any kind in which such an individual is a defendant by reason of acting or having acted in their official capacity in accordance with the law and in accordance with these bylaws.

ARTICLE XIV: AMENDING THE BYLAWS

1. These bylaws may be amended or repealed in whole or in part at a meeting of the VIRGINIA AREA ASSEMBLY either by unanimous declaration or by an affirmative vote of two thirds of the voting members in attendance, not counting abstentions.

2. A proposed amendment is presented at two meetings of the VAWSC and at two meetings of the Assembly. A proposed amendment is presented to the first Assembly meeting that falls between the two VAWSC meetings, for consideration and discussion within the Groups. At the second VAWSC meeting the voting members decide whether or not to refer the motion to the Assembly. If the VAWSC voting members decide to refer the proposed amendment to the Assembly, the motion and the proposed amendment are provided to the groups prior to the second meeting of the Assembly. At the second meeting of the Assembly, the voting members vote whether or not to accept the amendment.

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1 3. Changes in future editions of the Al-Anon/Alateen Service Manual do not require an
2 amendment of the bylaws.

3
4 4. Changes in the job descriptions or titles of the Officers, Coordinators and Committee Chairs
5 do not require an amendment of the bylaws.

6
7 5. Written statements of Area policy consistent with the bylaws do not require an amendment of
8 the bylaws, but the statements themselves may require a vote of the Assembly.

9
10 6. Administrative changes to the bylaws to correct spelling, indentation, spacing, punctuation,
11 inadvertent word omission or inconsistency in nomenclature do not require a vote, unless such
12 changes alter the substance or meaning of the bylaws.

13
14 7. To keep track of future changes to the bylaws, amendments will be numbered and dated in
15 order of approval by the Assembly and added to this document.