

*Bylaws of the*  
**Southwest Area Conference of  
Young People in Alcoholics Anonymous**

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## **I. STATEMENT OF PURPOSE**

We, the members of the Southwest Area Conference of Young People in Alcoholics Anonymous (S.W.A.C.Y.P.A.A), have formed for the purpose of establishing an annual conference in the American South West. The states where the conference will be held are Colorado, Arizona, Utah, New Mexico, Nevada and California. In all its proceedings SWACYPAA shall observe the spirit of A.A. Traditions, taking great care that the Conference never becomes the seat of perilous wealth or power; that sufficient operating funds, plus an ample reserve, be its prudent financial principle; that none of the Advisory Council members shall ever be placed in a position of unqualified authority over any of the others; that all important decisions be reached by discussion, vote, and, whenever possible, by substantial unanimity; that no Advisory Council action ever be personally punitive or an incitement to public controversy; that though the Advisory Council may act in service of and to protect SWACYPAA, it shall never perform any unnecessary acts of governance; and that, like the society of Alcoholics Anonymous which it serves, the Advisory Council itself will always remain democratic in thought and action. We recognize that not all AA members will find our conference necessary to their recovery from alcoholism; we aim only to serve those who desire our assistance.

### **A. Facts, Aims & Purposes**

The Southwest Area Conference for Young People in Alcoholics Anonymous was originally conceived during a nearly five year stretch when there was only one regional Young People's Conference inside of a day's drive for residents of the Continental American Southwest. After the unanimous blessing of the WACYPAA Advisory Council, YPAAs from the southwest region planned an informal gathering at the 2012 WACYPAA in Tucson, AZ, where an Advisory Council to lead the idea from concept to actualization was formed.

The Southwest Area Conference for Young People in Alcoholics Anonymous has been established as an annual gathering to promote participation, unity, and enthusiasm about recovery among young AAs in the region. All across the Southwest there are young people achieving long-term, lasting recovery from alcoholism, but until now there has been no consistent vehicle for newcomers to be introduced to this reality throughout the area. To fill this void, SWACYPAA has been designed to enable smaller, sometimes less populated cities with growing YPAA communities to experience attending, bidding, and hosting a local area conference.

## **II. MISSION STATEMENT**

The Southwest Area Conference of Young People in Alcoholics Anonymous (S.W.A.C.Y.P.A.A.) was created with the sole mission of promoting participation, enthusiasm, unity and excitement about the program of Alcoholics Anonymous and to support the sobriety of young people in the Southwest United States through an annual area conference.

## **III. STRUCTURE OF SWACYPAA BOARD OF DIRECTORS**

- A. Purpose:** The SWACYPAA Advisory Council is the guardian of the annual SWACYPAA Conference, all related events, SWACYPAA-operated or -moderated websites, internet

forums, communication channels, social media pages, and of the Twelve Steps, Twelve Traditions, and Twelve Concepts of Alcoholics Anonymous in those contexts.

- B. The Council is the custodian of the Conference and the Board of Directors of SWACYPAA, CORP 501(c)3. It is both the legal guardian and spiritual servant of SWACYPAA, CORP.

**C. Advisory Council Relation to Host Committee and the Annual Conference**

1. In an effort to replicate the structure of Alcoholics Anonymous, SWACYPAA Advisory Council members shall functionally operate as both General Service Conference delegates (thereby serving the group conscience of Host Committees and Conference Attendees) and trustees of a General Service Board (retaining legal responsibility for and authority over the SWACYPAA corporate entity).
2. While the Advisory Council does not interfere with the daily operation of Host Committees, it has the ultimate responsibility for seeing that all SWACYPAA activities and committees operate in the best interest of the movement as a whole.

**D. Advisory Council Membership**

1. **Election:** One month prior to their conference, each host committee shall elect four people from their committee to serve on the SWACYPAA Advisory Council and two to serve as alternates. During these elections, the host committee may follow Concept XI's guidance that an individual's qualifications and the composition of the Council should be matters of serious concern.
  - i. **Election Procedure:** Council members shall be elected through third legacy procedure as stated in the AA Service Manual, and the host committee will decide who is eligible to vote.
    - A. The short form of Concept XI shall be read at the opening of every election of new Advisory Council members and Advisory Council position elections.
    - B. A description of Advisory Council member responsibilities will be read prior to election of new Council members.
  - ii. **Requirements for Elected Advisory Council Members**
    - A. Must be a member of Alcoholics Anonymous
    - B. Have a minimum of 1 year of continuous sobriety by the end of their host year's conference.
    - C. Must have reached their eighteenth birthday by the end of their host year's conference.
    - D. Must have served on the host committee continuously for half of the host year.
  - iii. **Requirements for Elected Alternate Advisory Council Members**
    - A. Must have a minimum of 1 year continuous sobriety to stand for an alternate position.
    - B. May be seventeen years old at the time of their election as an alternate, but must be eighteen by the time they rotate onto Council.
    - C. Must otherwise meet the same requirements as an elected Advisory Council Member.
2. **First Year Advisory Council Members**

- i. Each new Advisory member shall be given a copy of the forthcoming “Welcome to Council” packet.
  - ii. Shall serve as voting-only members for their first year.
  - iii. All members of the Advisory Council are eligible to hold an officer position after completing their first year as a voting-only member.
- 3. **Size of Council**: Council shall maintain membership of 15-20 members.
- 4. **Vacancies**: If membership drops below 15, vacant Council seats will be filled in this order -
  - i. Elected Alternates from a resigning Advisory member’s host committee year, in the order such Alternates were elected.
  - ii. Any previously elected Alternate from any previous Host Committee (least represented area to the most represented).
  - iii. Any previous Council members (least represented area to the most represented).
  - iv. If there are still vacancies after proceeding through the *supra* three steps, then the Advisory Council may elect non-Alternates who were a member of any previous Host Committee (least represented area to the most represented).
- 5. **Member Attendance Requirements**
  - i. **Meetings**
    - A. If any member misses 2 consecutive regular Council meetings without notifying Council they have effectively resigned from the Advisory Council. .
    - B. If any member misses 50% out of all scheduled regular Council meetings within a host year (excluding midyear and subcommittee meetings), they have effectively resigned from the Advisory Council.
  - ii. **Conferences**
    - A. Advisory Council members are required to attend the annual SWACYPAA conference, however, extenuating or personal circumstances may be considered.
    - B. If any Member misses two consecutive annual SWACYPAA conferences, they have effectively resigned from the Advisory Council.
- 6. **Continuous Sobriety**: Any interruption in the continuous sobriety of an Advisory Council Member shall be considered a resignation.
- 7. **Advisory Council Operating Committee**
  - i. The Operating Committee shall consist of, but is not limited to, the Chairperson, Co-Chairperson, Secretary, Treasurer, Co-Treasurer, Archivist, Bylaws Chair, Outreach Chair, Communications Chairperson, and Bid Cities Liaison. These Operating Committee positions may hereafter be referred to as “Officers.”
  - ii. Officers shall not take any actions outside of their stated position responsibilities individually or collectively without the consent of the entire Council.

**E. Election Procedure**

- iii. The Council shall elect members to Officer positions from its existing

- membership in accordance with 3rd Legacy election guidelines.
- iv. **Alternate Calendar Years**: Officer elections shall take place in alternating calendar years , at the business meeting of the conference, in accordance with the following:
    - A. **Odd Numbered Conference Years**: Co-Chairperson, Treasurer, Archivist, Bylaws Chair, and Communications, Bid Cities Liaison
      1. The Archivist shall be elected six months prior to the annual Conference, thereby giving them sufficient time to arrange for transportation and storage of the archives after they take office at the Conference (see Archivist Position description).
    - B. **Even Numbered Conference Years**: Chairperson, Co-Treasurer, Secretary, Outreach Chair, Facilities Chair.
  - v. **Member Eligibility**
    - A. Council members must serve on the Council for one year prior to being elected to an Officer position.
    - B. An Officer may be elected or reelected to one additional term in the same position.
    - C. Council members may be elected to an Officer position in their 5th year on Council, which could extend their term on Council to a total of 7 years.
    - D. No members shall be eligible to stand for an Officer position after their original 5 year term on Council has expired.
  8. **Position Duration**: The term for all Officer positions is two conference years.
  9. **Vacancies**
    - i. If for any reason an Officer position is vacated midterm, the Counsel shall elect a replacement from its membership according to the guidelines.
    - ii. The newly elected Council member will fill that Officer position for the duration of the original two year term.
    - iii. Upon the completion of the original term, the Council member who was elected midterm may be re-elected into the position for an additional, full two year term.
  10. **Host Committee Chair**: The Chair of each year's respective Host Committee shall be a non-voting, honorary member of the Operating Committee.
    - i. As such, the Host Committee Chair shall be invited to participate in Advisory Council meetings throughout their host year and be added to any electronic Council group-communication channels.
  11. **Council Positions**
    - i. **CHAIRPERSON**:
      - A. The Chairperson of SWACYPAA Advisory shall act as the President of the *SWACYPAA Business Entity*.
      - B. Plan, announce the agenda for, and chair all Council meetings.
      - C. Have general supervision of the affairs of the Council.
        1. The Chairperson shall make the date, time, and forum of each Council meeting known to all interested AA members so that they know they are welcome to attend.
      - D. Shall be an administrator on all Council bank accounts

- E. File Statement of Information due every ODD year (bi-annually) by October 14th (corporation formation date).
  - F. File RRF-1 form by May 22nd.
  - G. Execute on behalf of the corporation all contracts, deeds, conveyances, and other legal instruments that may be required and/or authorized by the Council and/or Host Committee for the necessary and proper transaction of business.
    - 1. Must be a signatory on all facility contracts and all Advisory bank accounts.
    - 2. Must sign the annual facility contract on behalf of the *SWACYPAA Business Entity* and Council.
      - i. All current Council members shall have the opportunity to review and request or suggest changes to the annual facility contract prior to its execution.
  - H. Affix his or her signature to all legal and/or binding Council actions.
    - 1. Inform all Council members of any such actions prior to signature.
  - I. Maintain a working relationship between the Host Committee and the Council to ensure that the best interests of the conference are being served by both bodies.
  - J. Is responsible for supporting all members in the completion of their duties.
  - K. Acts as a liaison to any AA member or Service Body who has a request of the Advisory Council.
    - 1. All pertinent communication shall be shared with all other members of Council.
  - L. Keep the Co-Chairperson apprised of all Council activities so that they can step into the Chairperson's role in the Chairperson's absence.
  - M. Attend or review reports from all Bylaws subcommittee meetings.
  - N. All unfulfilled Officer positions are the responsibility of the Chair and Co-Chair until the position is filled.
  - O. Maintains neutrality on all matters, casting a vote only during anonymous 3rd Legacy matters and/or to break a tie vote.
  - P. Will be listed as the CEO on the statement of information filed with the secretary of state.
- ii. **CO-CHAIRPERSON:**
- A. In the absence of the Chairperson, shall accept the full duties of the Chairperson.
  - B. Be an administrator on all Council bank accounts
    - 1. Check all Council bank accounts at least once a month in order to stay apprised of all transactions and maintain the integrity of the Committee's treasury
  - C. Keep completely informed on all SWACYPAA matters
  - D. Perform additional duties assigned to him/her by the Chair

- E. Assist Outreach and Bid-Cities Liaison in providing the current year's convention flyer to Area Offices within the SWACYPAA region.
- F. Act as advisor to the co-chairperson of the annual host committee.
- G. All unfulfilled service positions are the responsibility of the Chair and Co-Chair until the position is filled.
- H. Be responsible for ensuring all signatures are up to date on bank accounts, including adding and removing new and old host committee members
- I. Will be listed as the secretary on the statement of information filed with the secretary of state.

iii. **TREASURER:**

- A. Have general charge of the finances of the Council
- B. Will serve as the Assistant Secretary on behalf of the SWACYPAA Advisory Council in order to carry out all necessary functions related to advisory and host bank accounts including: opening accounts, adding signatories and removing signatories
- C. Shall be authorized to make payments and transfers from all Council bank accounts
- D. When bills or reimbursements become due, shall obtain, record, and retain records of expenses, promptly disperse, transfer, or direct another authorized officer to disperse or transfer payments, and retain records of the disbursement in official Council financial records.
  - 1. It is the Treasurer's responsibility to make sure that all rents and other bills are paid on time.
  - 2. Ensure that all reimbursements to Council members are distributed promptly within a month.
- E. Shall keep full and accurate accounting of all receipts and disbursements of the Council.
  - 1. Financial records of Council shall be open at all times to the inspection of the Board at all times.
  - 2. Financial records of Council shall be open to any AA member at their request, except where may be prohibited by state or federal law.
- F. Give a financial report at each Council meeting, summarizing all income and expenditures and the current state of Council finances.
  - 1. Provide a detailed financial report of the Council's accounts to the Council a month prior to the annual Conference.
  - 2. Provide a detailed financial report of the Council's accounts to the Council as soon as practical after each conference Host Committee has completed their post-conference financial accounting.
    - i. Shall assist each Host committee in completing a post conference financial reconciliation and accounting within 90 days after each annual conference.

- G. Work with the treasurer of the host committee to insure the proper maintenance of Host financial records
  - H. Oversee the preparation and filing of tax returns
  - I. Shall immediately inform the Council of any inconsistency in the accounts or records.
  - J. Check all Advisory Council and Host Committee bank accounts at least once a month in order to stay apprised of all transactions and maintain the integrity of the Committee's treasury.
  - K. The Advisory Council Treasurer will have a debit card linked to the SWACYPAA main account.
    - 1. The Co-Treasurer will have the pin and billing zode code for the debit card.
  - L. Provide necessary financial documents to SWACYPAA accountant no later than April 1st.
    - 1. Provide IRS 990 form created by SWACYPAA accountant to the Council Chair as soon as it is available.
  - M. Will be listed as the CFO on the statement of information filed with the secretary of state.
- iv. **CO-TREASURER:**
- A. The Co-Treasurer shall, in the absence of the treasurer, accept the full duties of the Treasurer
  - B. Shall be authorized to make payments and transfers from all Council bank accounts
  - C. Shall carry out the various duties assigned by the Council and Treasurer.
  - D. Shall assist in the filing of taxes
  - E. Assist Treasurer in establishing an annual budget for Council travel reimbursements and dispersing such reimbursements to Council members.
  - F. Check all Committee bank accounts at least once a month in order to stay apprised of all transactions and maintain the integrity of the Committee's treasury.
  - G. The Co-Treasurer will have the pin and billing zode code for the debit card.
    - 1. The Advisory Council Treasurer will have a debit card linked to the SWACYPAA main account.
- v. **SECRETARY:**
- A. Responsible for keeping accurate minutes of all Council meetings, recording all Council actions and motions.
    - 1. Exception: when annual site selection is being discussed, only the results shall be recorded.
  - B. Shall have minutes of previous Council meetings available for reference at all Council meetings.
  - C. Custodian of all books, notes, correspondence, and papers relating to the business of the corporation, except those of the treasurer.
  - D. Maintain the email address, promptly answering and/or directing the message to the appropriate person



1. Report on and provide copies of all correspondence to Council members at each Council meeting.
  - E. Provide information from Council records and minutes to anyone who requests it.
  - F. Shall provide copies of Council minutes to the Communications Chair after each meeting so they may be posted on the website.
  - G. Advise and maintain communication with the Host Committee Secretary, including obtaining and making available to Council all minutes from Host Committee Business meetings.
  - H. Shall update the Registered agent portal following Council Elections at each years conference.
- vi. **BYLAWS CHAIR:**
- A. Shall oversee changes and amendments to the bylaws
  - B. Shall run bylaws subcommittee meetings to address changes or amendments before bringing them before the entire Council in accordance with Sections IV.A.3 and VII.
  - C. Shall have copies of Bylaws, Host Committee Packet, Bidding Requirements, Facts, Aims, and Purposes, and any other Official Council material available for reference at each Council meeting
  - D. Responsible for incorporating revisions into existing approved Bylaws
  - E. Responsible for printing and providing council documents and literature, including these Bylaws; the Facts, Aims, and Purposes; Bidding Requirements; Bid City Packet; and Host Committee Packet upon request.
- vii. **ARCHIVIST:**
- A. Follow the Archives Guidelines set forth by G.S.O.:
    1. At all times act in accordance with the Twelve Traditions, being especially concerned with protecting members' anonymity, and in accordance with the Twelve Concepts for World Services, exercising appropriate authority while always remaining accountable to the guidance of the Advisory Council.
  - B. Shall gather materials from each year's Host committee and annual conference (including documents, minutes, hotel contracts, bid packages, speaker tapes, banners, t-shirts, memorabilia, traveling showcases, etc) for the archives and records
    1. After each annual conference, shall collect all material and records from the Host Committee and place it in a single digital folder for preservation and reference
      - i. Provide relevant materials to the Communications Chair for upload to the Advisory Council website.
    2. Shall act as caretaker for such materials, ensuring there is no substantial distortion of the material and the SWACYPAAs archives are preserved.
  - C. Collect, arrange and make available all obtainable archival materials related to SWACYPAAs Advisory Council history.

- D. Shall make suitable arrangements for transportation and display of archive materials at the annual conference
  - E. Act as custodian of the conference banner and unicorn mask, be responsible for its storage between conferences and for the banner's delivery to the current Host committee at the annual conference.
- viii. **OUTREACH CHAIR:**
- A. Shall be in direct contact with the Host Committee Outreach Chair throughout the year to ensure that outreach for the annual conference is taking place.
  - B. Shall work with the Bid Cities Liaison to generate bids to host SWACYPA, providing information on how to get involved and the current conference flyer.
    - 1. Assign territories to other Council members as needed, giving each member an explicit responsibility to learn about and reach out to YPAA groups within their assigned region.
    - 2. Will maintain regular contact with fellow Advisory Council members, ensuring their assigned territories are getting outreached throughout the year.
  - C. Actively network to learn about new YPAA committees being created within the SWACYPA territory and offer the Council's assistance in their development
  - D. Work with any specific community liaisons serving on Advisory Council to make sure outreach is being done to their assigned communities
- ix. **BID CITIES LIAISON:**
- A. Shall act as a liaison between known Bid Cities and Advisory Council.
  - B. Shall work with the Outreach Chair to generate bids to host SWACYPA
    - 1. Shall create and/or help distribute invitations to bid and host the next conference.
    - 2. Shall provide the Bid Committee packet to all interested committees and advise interested individual AA members on how to create a Bid Committee in their area.
  - C. Shall make reports of Bid Committee progress and potential bids at each Council meeting.
  - D. Assist Outreach Chair in obtaining, organizing and maintaining a database of contact information for all intergroups, central offices, and YPAA committees in our Conference's region.
- x. **COMMUNICATION CHAIR:**
- A. Shall construct, maintain, and update the SWACYPA domain, Council website, and Social Media presence.
  - B. Maintain an active internet presence for the SWACYPA website.
    - 1. Obtain the official conference registration form from Host at the earliest possible date, as well as any other material

the Advisory Council deems relevant (including Council meeting minutes), and make available on the Council website.

- C. Shall coordinate with the Host Committee to promptly make requested changes to online registration and website infrastructure throughout the year.
- D. Shall work with Bid Cities Liaison and Outreach Coordinator to do at least one mailing to the entire SWACYCAA contact list per year (if at all possible, two mailings should be done).
- E. Ensure that all fees associated with maintaining an internet presence are submitted to the Treasurer and promptly paid.

**xi. FACILITIES CHAIR:**

- A. The Facilities Chair shall be the main point of contact for all conference facilities.
- B. Act as the representative of the Advisory Council with the Conference facilities. All contracts should be negotiated in communication with the Host Committee and Advisory Council in accordance with SWACYCAA's guidelines.
- C. The Facilities Chair must be available throughout the entire conference event to act as the intermediary between the conference committee, conference attendees and the facility staff.
- D. Work with the Host Committee to ensure adequate program space, keeping in mind what is best for all persons involved in regards to space, time, and availability of security, staff and setup.
- E. The Facilities Chair shall work in conjunction with the host committee Facilities Chair throughout the year to ensure all changes, adaptations and needs are met as the program is developed.
- F. Ensure all contracts and related documents, including but not limited to A/V, security, invoices and receipts and other facility related vendors, are updated and available on the advisory Google Drive.
- G. While the chair is responsible for signing the contract, the Facilities Chair shall be responsible for keeping the chair and committee updated on any challenges or updates to any related contracts.
- H. Provides an update of all upcoming contract deadlines or changes at every council meeting as a part of their report.

**12. Other Council Elected Positions**

- i. The Advisory Council may, with a two-thirds vote, establish other sub-councils and/or elected positions as needed to:
  - A. Serve the Conference on an ongoing, rotating basis; or
  - B. For the purpose of meeting a particular challenge facing the Council for the duration of the difficulty.

## IV. ADVISORY COUNCIL PROCEDURES

### A. General Guidelines

1. The Council shall:
  - i. Keep the welfare of AA as a whole paramount to other interests.
  - ii. Be guided in its deliberations and decisions by the spirit of the Twelve Traditions and Twelve Concepts of Alcoholics Anonymous.
  - iii. Always act as a body.
    - A. No individual members are permitted to act independently of the majority Council opinion.
2. As provided in these guidelines, SWACYPAA Advisory Council members shall operate as both General Service Conference delegates (thereby serving the group conscience of Host Committees and Conference Attendees) and trustees of a General Service Board (retaining legal responsibility for and authority over the SWACYPAA corporate entity).
  - i. **Advisory Responsibilities of Council Members:**
    - A. Act on behalf of SWACYPAA in the interest of the perpetuation and guidance of its services;
    - B. Be a vehicle by which Host Committee members and Conference attendees can express their view upon all matters of vital SWACYPAA policy and all hazardous deviations from AA Tradition; and
    - C. Be free to vote as their conscience dictates.
    - D. The above responsibilities are adapted from the AA General Service Conference Charter.
  - ii. **Board Member Responsibilities of Council Members:**
    - A. Advisory Council has the ultimate responsibility for seeing that all SWACYPAA activities and committees operate in the best interest of the movement as a whole.
    - B. **Concept X - Responsibility and Authority of Council:** The service responsibility of elected Advisory Council members should be matched by an equal service authority; with the scope of such authority well defined.
      1. The Advisory Council shall have all the powers provided for in these bylaws and those that are vested in a Board of Directors under the law. Subject to the laws of the State of Incorporation, Council members are expected to exercise the powers vested in them by law in a manner consonant with the faith that permeates and guides the Fellowship of Alcoholics Anonymous, inspired by the Twelve Steps of A.A., in accordance with the Twelve Traditions, and in keeping with the Twelve Concepts of World Service.
    - C. **Routine Conduct:** Excepting for decisions upon matters liable to seriously affect SWACYPAA as a whole, the Advisory Council has entire freedom of action in the routine conduct of the policy and business affairs of SWACYPAA, CORP..
    - D. **Consulting Group Conscience:** Except in a great emergency, the

SWACYPAA Advisory Council ought never take any action liable to greatly affect SWACYPAA as a whole without first consulting the Conference. In such instances, it shall nevertheless be understood that the board shall at all times reserve the right to decide which of its actions or decisions should be taken to the annual Conference.

E. Ensure corporate and nonprofit status is maintained and registered agent is kept current.

3. **Sub-Committees and/or Ad-Hoc Committees**

- i. Any Council member may organize and run a Sub-Committee meeting to address issues or business related to their Council position.
- ii. If the need arises, Ad-Hoc Committees may be formed and meet separately to address specific Council issues or business at the discretion of Council membership.
- iii. All such Sub-Committees and Ad-Hoc Committees shall be open to all Council members and any interested members of Alcoholics Anonymous who wants to participate.
- iv. **Reports:** Sub-Committees shall prepare and present reports on their activity to general Council membership during regular business meetings.
- v. **Resulting Material:** Unless otherwise specified, any Literature or material created by a Sub-Committee shall be brought to a regular Advisory Council business meeting for a vote and final approval.

4. **Subcommittee Responsibilities and Assignments:**

- i. First and fourth year Council members are responsible for working together on the Host Committee Packet Sub-committee.
- ii. Second and fifth year Council members are responsible for working together on the Bid Committee Packet sub-committee
- iii. Third, sixth, and seventh year Council members are responsible for working together on the Bylaws Sub-Committee.

B. **Advisory Council Meetings**

1. The Chairperson shall call for and arrange the forum and agenda for all Council meetings.
2. A quorum shall consist of two-thirds of the Council membership.
3. Motions and resolutions shall require a simple majority vote of the quorum.
4. All Council members have one vote and may vote on all matters.
5. Absentee voting is not permitted.
6. Meetings shall follow Robert's Rules of Order. [Roberts Rules of Order Cheat Sheet](#)
7. **Non-Council Attendees:**
  - i. The Chairperson shall make the date, time, and forum of each Council meeting known to all interested AA members so that they know they are welcome to attend.
    - A. Participation in discussion by these attendees will occur only as permitted by the Chairperson.
  - ii. Attendance at Council meetings shall be open to all members of AA, with the following exceptions:

- A. During annual site selection deliberations.
- B. At the discretion of the Chairperson, a meeting or a portion of a meeting may be limited to Council membership due to the sensitive nature of the discussion.

**8. Reports:**

- i. Any written reports shall be emailed to Council membership prior to each Council meeting.
- ii. No motions may be made during committee reports, and questions should be limited. Items of discussion requiring a motion should be discussed in Old and New Business.

**C. Alternate Advisory Members:**

- 1. All Alternate Council members are encouraged to participate in subcommittees and all other advisory business and methods of communication.

**D. Removal of Council or Host Member**

- 1. The Advisory Council shall have the power to remove any member of the Advisory Council from their position on the Council or from the Council completely with a three-fourths (3/4) majority vote for some, any, or all of the following causes:
  - i. Theft, fraud, or other deliberate illegal conduct damaging to the Conference's financial or other interests.
  - ii. Consistent neglect of their position's duties or communication with the Committee Chair regarding their duties.
  - iii. Failing to meet attendance criteria.
  - iv. Violation of the GSO Safety Statement.
- 2. **Procedure:** The following procedure shall be followed to address both a particular position's fulfillment and an individual's membership on Council. Since dismissal from a Council position does not automatically result in being dismissed from Council as a whole, each shall require a separate, independent, and complete procedure whenever reasonably possible.
  - i. If members of Council have a concern about a particular member, of host or advisory, or position's duties not being fulfilled, they should bring the concern directly to the Chair or Co-Chair for private discussion.
  - ii. **Warning:** in the absence of an imminent and substantial threat of harm to SWACYPAA as a whole or individual members, there should be at least one warning given prior to the matter being brought to the entire Council membership and any formal action being taken.
    - A. If the imminent and substantial threat of harm is to individual members, the Council shall direct any emergency action to the appropriate authorities and may proceed directly to placing the member on a probationary period.
  - iii. **Probationary Period:** If the offending behavior continues or circumstances warrant, the matter shall be brought to Council membership and a vote to place the individual on a 3-6 month Probationary Period during which they can correct the offending behavior shall be taken.
  - iv. If the Chair, Co-Chair, and at least one other member agrees that the offending or problematic behavior has continued to be a detriment to

SWACYPAA as a whole, the matter shall be brought to a Council meeting for a vote to dismiss.

- A. The individual Council member, or host member, at issue shall have an opportunity to address the entire Council membership prior to any such vote.

**E. Literature, Correspondence, and Property**

1. The Advisory Council has sole responsibility and ownership of any language, logos or titles developed for use by SWACYPAA Advisory or Host.
2. The email accounts, website, bank accounts, and other Council material should not be used for anything other than Council business.
3. All materials of the Council shall be deemed property of the Council.
4. **Website and Email Addresses:** The Council shall maintain a website and email addresses for SWACYPAA Advisory, and ensure that the Host Committee maintains both for themselves as well.
  - i. Council shall provide the SWACYPAA domain and Host shall maintain content for the Host Committee website.
  - ii. The Council Communications Chair shall make sure all forms of internet presence maintain only the official documentation of SWACYPAA Advisory/Host and information on how to directly contact the current Host Committee and Council.
  - iii. See position descriptions for related duties associated with these items.
5. **Social Media Presence:**
  - i. Advisory Council shall monitor all use of Social Media in the name of SWACYPAA to ensure that proper privacy settings/guidelines are being strictly followed and anonymity of members is protected.
    - A. This includes the Host Committee run Facebook group (on which the Advisory Council Chair, Co-Chair, Outreach Chair, and Communications Chair shall also always be made Administrators), and all posts made in other groups for Outreach purposes.
    - B. This also includes any additional social media and/or online communication channels.
6. **Council Literature:** The Advisory Council has sole responsibility for maintaining and updating all SWACYPAA literature.
  - i. SWACYPAA Advisory Council maintained Literature shall include these Bylaws; the Facts, Aims, and Purposes; Bidding Requirements; Bid Committee Packet; Welcome Packet, and Host Committee Packet.
    - A. All documents and revisions to these documents shall have date of approval and/or modification affixed within those documents.
    - B. To revise or amend any of these documents, the procedures outlined in Article VII of these Bylaws shall be followed.

**F. Finances**

1. **Financial Policy:** SWACYPAA, CORP shall maintain sufficient operating funds plus an ample reserve fund (“Prudent Reserve”) to ensure the future operation of SWACYPAA, CORP.
2. **Reserve Fund:** The prudent reserve shall be set and adjusted by the advisory

council as needed. Please reference SWACYPAA Financial Guidelines.

[Approved Fiscal Guidelines 2/20/2022](#)

3. **Fiscal Year:** The SWACYPAA, CORP. fiscal year shall run from January 1<sup>st</sup> to December 31<sup>st</sup>.
4. **Bank Accounts**
  - a. SWACYPAA Advisory will maintain 3 checking accounts. Each account will be set up under the SWACYPAA 501c3 and its EIN.
  - b. Advisory Chair, Co-Chair, and Treasurer will have access to all three accounts.
  - c. Account #1 will be the primary SWACYPAA bank account (prudent reserve)
    - i. The Advisory Council Chair, Co-Chair, Treasurer will receive alerts via email for all transactions
    - ii. The Advisory Council Treasurer will have a debit card linked to the SWACYPAA main account. The Co-Treasurer will have the pin and billing zode code for the debit card.
  - d. Account #2 will be used to even year host committees. (Even Host)
  - e. Account #3 will be used for odd year host committees. (Odd Host)
  - f. After the standing committee has been elected the Chair, Co-Chair, and Treasurer of the host committee will be given signatory power of their “host” account.
    - i. The Advisory Chair, Co-Chair, Treasurer will receive alerts via email for all transactions.
    - ii. The Host Committee Treasurer will have a debit card linked to their specific bank account. The host Co-Treasurer will have the pin and billing zode code for the debit card.
  - g. The host committee signatories can be adjusted based on bylaws adapted by the host committee.
  - h. The host committee signatories will be removed 1 month after they have completed hosting of their conference.
  - i. 6 months after the conference, or when all bills have been reconciled (whichever comes first) all funds in excess of \$2,000 will be transferred to the primary SWACYPAA bank account.
5. **Accounting**
  - a. All bills and contracts will be uploaded to the advisory google drive.
  - b. The host committee Treasurer will be responsible for documenting any money in and out of this account. A report to reconcile all transactions needs to be submitted to advisory once a month.
6. **Square/PayPal**
  - a. Advisory will set up a PayPal, Venmo, and/or Square account linked to the host bank account.

#### **G. Annual Reading of Bylaws**

1. These Bylaws will be read in their entirety at each conference so all members, new and old, are familiar with them.
  - i. This is not an opportunity to amend the Bylaws. The procedure to amend bylaws can be found under VII “PROCEDURE TO AMEND/REVISE



## COUNCIL BYLAWS”

2.

### **H. Consulting the Conference Body**

1. The SWACYPAA Conference body shall act as nonvoting advisors to the Board.
2. Pursuant to this guideline, there shall be a forum held at each annual conference whereby conference attendees can voice their thoughts and suggestions to Council
  - i. A list of topics to be discussed at the forum will be provided to the conference body one week prior to the conference.
  - ii. At least 15 minutes of the forum shall be reserved to provide conference attendees the opportunity to raise topics or suggestions not on the agenda.
3. Any substantial decisions affecting SWACYPAA as a whole will be brought to the conference body for input.
  - i. What constitutes a “substantial” decision will be up to the group conscience of Council or in response to requests from the conference body.
4. Input from the conference body will be considered influential but nonbinding.
  - i. Pursuant to the responsibilities outlined , members of Council are legally bound to retain authority for making ultimate decisions in the best interest of SWACYPAA, CORP.
  - ii. As such, input from the Conference body shall influence Advisory’s resulting actions to the extent possible while not infringing upon its decision making authority as a legal Board of Directors.

### **I. SWACYPAA’s General Welfare**

1. SWACYPAA Advisory Council has formally adopted the General Service Office of Alcoholics Anonymous policy and publication known as “[Safety and A.A.: Our Common Welfare.](#)”

## **V. CONFERENCE BIDDING PROCEDURES**

### **A. Bid Packet Procedures, Bid Requirements, and Bid Presentations:**

1. SWACYPAA Bid Committees shall follow the bidding procedure, requirements, and guidelines as outlined in the Bid Committee packet.

### **B. Bid Packet Review / Discussion at Conference Bid Tables:**

1. Council members are expected to read and become familiar with all of the bid packages before meeting with Bid Cities during table discussions at the annual conference.
2. The day before Bid Presentations at the annual conference, Council members shall formally visit with all of the bid committees to ask clarifying questions and meet all Bid Committee members.

### **C. Deliberation Process:** all the discussions outlined below shall be closed to non-council members,

1. After Bid Table visits and Bid Presentations, Council shall have a Closed Sharing Session where each Council member is allotted one minute to address the merits and liabilities of each bid until each Council member has covered all of the Bids.
2. Following completion of this discussion, Council shall have a one hour Closed Priority Inventory session to give an opportunity for each Council member to

inform the Council as a whole what the most important factors are in their decision making process for the current bid year.

- i. A tally of factors is kept by the Secretary and condensed down to the common denominators once the inventory is complete.
  3. All Bids that meet Advisory Council Bid Requirements will be given due process and evaluation based on that year's Priority Inventory results
  4. Council will then proceed directly to the 3rd Legacy Voting procedure (as outlined in the A.A. Service Manual) and select the next year's SWACYCAA Host Committee.
- D. **Advisory Council Authority:** The Council shall have the sole authority in overseeing the bid session to determine to whom the next annual conference should be awarded. In the event that no bid is placed, or the Council determines that no bid committee is capable of successfully holding the conference, or it appears that [at any time after the conference is awarded] the host committee will not meet its minimum financial responsibilities to Council or any vendors, an emergency meeting of the Council shall be called without delay. All Council members will be invited to attend in order to find a suitable site for the conference, determine if the conference should be suspended and the subsequent fate of the Council and its function.

## **VI. CONFERENCE HOSTING PROCEDURES**

- A. *See Host Committee Packet*
- B. Terms of each elected Host Committee position shall run from the time of election until the final business meeting is held after the conference closes.
- C. Advisory Council shall do the contract negotiations.

## **VII. PROCEDURE TO AMEND/REVISE COUNCIL BYLAWS**

- A. **Review Period:** Proposed amendments and/or revisions to these Bylaws must be submitted to the entire Council membership in written form at least a week prior to their submission for final approval by vote.
- B. **Approval Procedure**
  1. Amendments and/or revisions to these bylaws must have been available for edits by all other Council members for the required Review Period prior to a vote.
  2. After the Review Period, the final version of an amendment and/or revision may be submitted at a regular Council meeting by motion and in written form.
  3. The proposed amendment and/or revision must be given due process by allowing all Council members to voice their support or opposition during discussion.
  4. The motion to amend and/or revise these Bylaws must be passed by a 2/3 majority of all members present.

## **VIII. DISSOLUTION**

Upon the dissolution of the corporation and after the payment or the provision for payment of all the liabilities of the corporation, the board of directors will dispose of all of the assets of the corporation exclusively for the purpose of the corporation or to organizations that are then qualified as tax-exempt organizations under section 501(c)(3) of the Internal Revenue

Code. Any assets not so disposed of will be disposed of by a court of jurisdiction in the county in which the principal office of the corporation is located.