

Omaha Area Central Committee, Inc.

## Bylaws

(Incorporates all amendments adopted prior to July 7, 2025)

# **OMAHA AREA CENTRAL COMMITTEE, INC.**

## **BYLAWS**

### **PREAMBLE**

In solemn affirmation of the letter and the spirit of the Twelve Steps, Twelve Traditions, and Twelve Concepts of Alcoholics Anonymous, and placing all of our activities under the guidance of a Higher Power, the various and several groups of A.A. in the Greater Omaha Area have met to form an Association known as the OMAHA AREA CENTRAL COMMITTEE, INC. (DBA The Omaha Area Intergroup). These bylaws serve to fulfill our legal obligations as an incorporated association, but more importantly to serve as a guide for our successors.

### **ARTICLE I**

#### **DEFINITIONS**

Section 1. Association. The Omaha Area Central Committee, Inc. (DBA Omaha Area Intergroup) shall hereinafter be referred to as the "Association".

Section 2. Central Office Committee. A standing committee of the Association organized and existing pursuant to the bylaws of the Association and hereinafter referred to as the "Committee."

Section 3. Quorum. Within the Association, a quorum is defined as 50% of the registered members attending the first January meeting of each year.

Section 4. Greater Omaha Metropolitan Area. Includes all meetings registered with GSO within the boundaries of the Omaha Metro Area, including Council Bluffs and other surrounding Communities in Iowa – such as are included within District 6.

### **ARTICLE II**

#### **OBJECTIVES**

Section 1. The objectives of this Association are as follows:

- a. To assist in the recovery and rehabilitation of people suffering from the disease of alcoholism.
- b. To maintain a business office, with paid employees and volunteers, for merchandise and activities involving Alcoholics Anonymous members.
- c. To complement and cooperate with the General Service Office of Alcoholics Anonymous in the effective development of the A.A. program at the local group level in the Greater Omaha Metropolitan Area.
- d. To serve and function as the communications center for the member groups with respect to matters of local area policy and interest.
- e. To conduct and/or support special events committees in accordance with and in the furtherance of these objectives.
- f. To assist in the distribution of literature and materials necessary or useful in the recovery of people suffering from the disease of alcoholism.
- g. We are directly responsible to those we serve.

**ARTICLE III**  
**EXCLUDED OBJECTIVES**

Section 1. Specifically excluded from the objectives of the Association are:

- a. The operation and maintenance of a club or clubhouse.
- b. A.A. matters of policy at the national or international level because this is the function and responsibility of the General Service Board of Alcoholics Anonymous.
- c. Carrying on propaganda, or otherwise attempting to influence legislation or participating in or intervening in any political campaign on behalf of any candidate for public office.
- d. Performing any unlawful act or permitting the property of the Association to be used in connection with the performance of any unlawful act.
- e. Raising funds for any purpose other than one approved by the Association to carry the A.A. message and to attract people to the program.

**ARTICLE IV**  
**MEMBERSHIP**

Section 1. The membership of the Association shall consist of present member A.A. groups registered with the Association and such other A.A. groups as shall become members in accordance with this Article.

Section 2. A.A. groups shall become members of the Association upon submitting: (a) The names of its representative and alternative representative, if applicable, and (b) notification of the dates, times and locations of its meetings.

Section 3. Future membership in the Association shall be restricted to A.A. groups holding meetings at locations within the Greater Omaha Metropolitan Area, including Iowa groups in proximity to Omaha.

Section 4. Traditionally, each member A.A. group supports the Association either by pledges or by special contributions. However, financial support (although needed) is not required for an A.A. group to remain or become a member.

Section 5. The Association shall verify biannually the list of active membership groups.

Section 6. It is the responsibility of the Officers of the Association to actively reach out to inactive groups and invite their participation both Intergroup or with the Central Office Committee.

**ARTICLE V**  
**GROUP REPRESENTATIVES**

Section 1. Each A.A. group comprising the membership of the Association shall be represented by a representative and alternate representative, if applicable. It is suggested that wherever possible groups choose an alternate representative who should attend all meetings of the Association with the group representative. The alternate representative may vote on behalf of the A.A. group in the absence of the group representative.

Section 2. Each group representative shall faithfully reflect the "group conscience" and shall act as a liaison between their group and the Association in the following manner:

- a. Representatives should be a member of the A.A. group they are representing.
- b. Representatives should attend all meetings of the Association.
- c. Representatives should communicate to their A.A. group the activities, growth and current issues of the Association.
- d. Representatives shall represent only one group, thereby having only one vote.

Section 3. Representatives and alternate representatives should have at least two years sobriety.

## **ARTICLE VI**

### **OFFICERS**

Section 1. Officers and their duties:

- a. The officers of the Association shall be the President (hereinafter referred to as "Chairperson"), the Vice-President (hereinafter referred to as "Vice-Chairperson"), the Treasurer and the Secretary.
- b. The Chairperson shall preside at all meetings of the Association, and shall perform such duties as required for the office or those that may be directed by the Association.
- c. The Vice-Chairperson, in the absence of the Chairperson, shall preside at all meetings of the Association, and shall perform such other duties as may be required.
- d. The Treasurer shall be responsible for the collection and disbursement of the group contributions and all other contributions and donations. Shall keep the accounts of the Association and shall deposit and disburse the funds of the Association as ordered by the Association. If so directed by the Association, he or she shall obtain a bond for himself or herself, for the salaried staff of the Association office or for such other individuals as the Association may designate, in the penal sum specified by the Association, conditioned upon the faithful performance of the duties of the individuals named as principals on such bonds, which shall be procured at the expense of the Association. At the discretion of the Association, a bond for the people who have access to our money may be purchased by the Association.
- e. The Secretary shall see that any required notice is given for all meetings of the Association. They shall keep the minutes of such meetings. They shall be responsible for the correspondence, and see to it that the records are kept on file at the Association's office. The Secretary shall furnish to the Association the names of all groups that have become members of the Association, and shall perform such other duties as the Association may assign.
- f. No officer, acting in good faith, shall be held personally liable for any damages in association with their duties.

## Section 2. Qualifications of officers:

### a. Chairperson

1. They should have a minimum of three years of sobriety.
2. They shall be a member of one of the Association's member groups (see Article IV, Section I).
3. They should be elected on the basis of capability, experience, leadership and organizational abilities.

### b. Vice-Chairperson

1. They should have a minimum of three years of sobriety.
2. They shall be a member of one of the Association's member groups (see Article IV, Section I).
3. They should be elected on the basis of capability, experience, leadership and organizational abilities.

### c. Treasurer

1. They shall have a minimum of five years of sobriety.
2. They shall be a member of one of the Association's member groups (see Article IV, Section I).
3. They shall be elected on the basis of capability, experience (accounting or bookkeeping), leadership and organizational abilities. A resume shall be provided.
4. They shall be bonded by a surety company prior to gaining access to our financial accounts.

### d. Secretary

1. They should have a minimum of two years of sobriety.
2. They shall be a member of one of the Association's member groups (see Article IV, Section I).
3. They shall be elected on the basis of capability, experience (proficient in MS Office & email), leadership and organizational abilities. A resume shall be provided.

## Section 3. Election of Officers and Terms of Office:

- a. In September of each odd numbered year, the Chairperson shall appoint a Nominating Committee, and shall announce the names of the members of this committee at the Association's regular October meeting. The Committee shall consist of at least three members, all of whom shall be group representatives for the members of the Association.
- b. The nominating Committee shall accept nominations for the election of officers of the Association from the members of the Association and nominations will be received from the floor at the regular November meeting of the Association. The nominations shall be compiled into a list which shall be delivered to the group representatives at the regular November meeting of the Association.
- c. Each member group shall be entitled to one vote for each office, which shall be cast by the representative or alternate of each group at the Association's regular December meeting. Any group representative or alternate desiring to cast a vote for their group must be present at the Association's regular December meeting in order to do so. No proxy votes are accepted.
- d. Officers shall be elected by a two-thirds majority vote of the members present at the December meeting during which the election is held, provided that a quorum is present. In the event that no candidate for a particular office receives the required vote on the first ballot, then a second ballot shall be held with only the two candidates receiving the greatest

number of votes on the first ballot. If neither candidate receives the required vote on the second ballot, the election shall be decided by lot from the hat.

- e. The results of the voting shall be announced by the Secretary at the Association's regular December meeting.
- f. Newly elected officers, except for the Treasurer, shall assume the duties of their respective offices at the regular January meeting of the Association, and shall remain in office for a term of two years or until their duly elected successors assume the office(s). Installation of officers shall take place at the January meeting in even numbered years. The Treasurer will serve a three-year term or until the duly elected successor assumes the office.

#### Section 4. Vacancies and replacements:

- a. Any officer may resign at any time.
- b. Any officer may be removed from office by a two-thirds affirmative vote of the members present and voting at a regular meeting of the Association where a quorum is present, provided that the motion for removal was presented and seconded at the previous regular meeting.
- c. Should an officer cease to maintain sobriety, their office shall be considered to be vacant.
- d. Any existing vacancies shall be announced at the regular meeting of the Association. Vacancies shall be filled by election from among the representatives to the Association at the next regular meeting of the Association, using the procedure described in Section 3.d. Replacement officers shall serve until the end of the regular term for which they are installed.

#### Section 5. Consecutive terms:

- a. No officer of the Association may serve consecutive terms in the same office, other than replacement officers who have served as replacement officers for no more than one year.

### **ARTICLE VII** **MEMBERSHIP MEETINGS**

#### Section 1. Schedule:

- a. Regular meetings of the Association shall be held on the first Monday of each month at a location to be designated by the Chairperson and specified by announcement to be delivered to the representatives as hereinafter provided. In the event that the first Monday of any month shall fall upon a legal holiday, the regular meeting for that month shall be held on the following Monday.

#### Section 2. Procedures:

- a. All meetings of the Association shall be run in accordance to Robert's Rules of Order.
- b. Prior to the meeting, representatives and alternates shall register at the door.
- c. Each member group having a representative or alternate representative present at any meeting of the Association, shall have the right to cast one vote upon each matter coming before the Association for a vote, as shall the officers of the Association.

- d. Voting shall be by show of hands except where one-third (1/3) of the members present or more representatives request a closed ballot. In the event of a closed ballot, the Chairperson shall appoint three representatives to count and record the votes. Note: Committee Chairs (such as Alcathon, Archives, etc.) do not have a vote.
- e. The recommended order of business at all meetings of the Association shall be as follows:
  1. Call to order.
  2. Reading of the minutes of prior meeting and request for approval
  3. Report of the Treasurer and request for approval
  4. Report of Permanent Committees
  5. Report of Temporary or Adhoc Committees
  6. Communications
  7. Old business
  8. New business
  9. Announcements
  10. Adjournment

This order may be changed or dispensed with by a majority vote of the members present.

### **Article VIII**

#### **CENTRAL OFFICE COMMITTEE BYLAWS**

In acknowledgement of the bylaws of the Omaha Area Central Committee, Inc., the Central Office Committee adopts the following bylaws:

#### **Section 1. Membership:**

- a. The Central Office Committee shall consist of the officers of the Association, officers of the Committee, and two (2) representatives identified by election or appointment from each district as defined by the Association and located within the Greater Omaha Metropolitan Area.
- b. District Representatives should be appointed or elected by their District to serve alternating two-year terms. Both terms should begin at the regular January meeting, with one term beginning on the even numbered years and the other term beginning on the odd numbered years.
- c. District Representative should have at least two years sobriety. They shall be a member of a group located in the district that he or she represents. They shall be interested not only in the welfare of his or her own district, but also in the welfare and growth of A.A. in the Greater Omaha Metropolitan Area and be selected on the basis of business, fiscal and organizational experience and capabilities.

#### **Section 2. Committee Meetings:**

- a. Quorum. Within the Central Office Committee, a quorum is defined as 50% of the registered members attending the first January meeting of each year.

- b. Regular Meetings. The regular meetings of the Committee shall be held on the last Monday of each month at 7:00 p.m. The Committee, by majority vote of those in attendance after quorum is present, may change the frequency, time and/or place of regular meetings. No notice is required for regular meetings.
- c. Special Meetings. Special meetings of the Committee may be called at any time by the Chairperson or the Vice-Chairperson of the Committee or upon request of any appointed or elected member of the Committee, provided that notice must be in writing and include the place, day, hour and purpose(s) of the meeting. Notice, personally, by mail or email, must be given not less than 10 days and not more than 50 days before the meeting. Notice may be waived in writing at any time before the meeting or at the meeting. Waiver of Notice must be in writing and specify the place, day, hour, and purpose(s) of the special meeting for which notice is waived.
- d. Voting. Each member of the Committee present at any meeting shall be entitled to one vote on any question presented. All matters shall be decided by a majority of votes of those members present at a meeting and voting after a quorum has been called. No voting by proxy shall be allowed.

### Section 3. Officers:

- a. Number. The committee shall have a Chairperson, Vice-Chairperson, Liaison Officer and Secretary and such other officers as shall be deemed necessary from time to time by the Committee. Committee officers cannot be Association officers and shall be selected from the Central Office Committee membership.
- b. Election and Terms. The officers of the Committee shall be elected biennially at the meeting of the Committee in December by a majority vote, for a period of two years. Officers shall not hold the same office for successive terms.
- c. The Chairperson. The Chairperson of the Committee shall preside at all meetings of the Committee at which they are present and shall have such other powers and duties as may be assigned by the Committee.
- d. The Vice-Chairperson. The Vice-Chairperson, in the absence of the Chairperson, shall preside at the meetings of the Central Office Committee.
- e. The Liaison/Manager (Liaison). The Liaison shall be the agent between the Committee, the Association and the Central Office personnel. The Liaison shall transmit all matters involving employees from the Committee to the employees involved and shall transmit concerns of the employees to the Committee. The Liaison shall directly supervise the Central Office employees and direct day to day operations. The Liaison shall attend all Association and Committee meetings and report to the Association regarding action(s) taken at Committee meetings.
- f. Secretary. The Secretary shall record all proceedings of the meetings of the Committee and shall furnish copies of the minutes of said meetings to the members of the Committee. The Secretary shall (1) have custody of the records of the Committee and shall see that all notices



are sent as required by these bylaws; and (2) have and perform all duties incident to the office or which may be assigned from time to time by the Committee.

#### Section 4. Vacancies and replacements:

- a. Any officer may resign at any time.
- b. Any officer may be removed from office by a two-thirds affirmative vote of the members present and voting at a regular meeting of the Committee where a quorum is present, provided that the motion for removal was presented and seconded at the previous regular meeting.
- c. Should an officer cease to maintain their sobriety, their office shall be considered to be vacant.
- d. Any existing vacancies shall be announced at the regular meeting of the Committee. Vacancies shall be filled by election from among the representatives to the Committee at the next regular meeting of the Committee, using the procedure described in Section 3.b. Replacement officers shall serve until the end of the regular term for which they are installed.

#### Section 5. Sub-Committees:

- a. Sub-Committees. The Committee shall have authority to establish such other sub-committees as the committee may, from time to time, determine necessary to carry out its purposes.

#### Section 6. Employees:

- a. Central Office Employees. The Liaison shall hire, supervise and (when necessary) discharge employees of the Central Office with approval from the Central Office Committee. The Liaison will conduct periodic personnel evaluations, such evaluations to be taken into account by the Central Office Committee in setting wages and granting raises.
- b. External Hiring. The Committee shall have authority to hire such other individuals or entities, such as accountants and attorneys, as it shall deem necessary in the regular course of business.

#### Section 7. Expenditures:

- a. Wages. The Committee shall have the authority to set/pay all wages of the Central Office employees without further approval of the Association.
- b. Inventory. The Committee shall have the authority to order and pay for all inventory of the Central Office store without further approval of the Association.
- c. Committee Expenses. The Committee shall have the authority to pay all expenses for the standing committees of the Association without further approval of the Association, provided that the expenses were: (1) present in the standing committee budget; and (2) the Association previously approved the budget.
- d. Other Expenditures. The Committee shall have the authority to make such other expenditures as it shall deem necessary in carrying out its purposes unless such expenditures exceed \$500.00; an expenditure in excess of \$500.00 shall first be approved by the Association.

- e. Vendor Contracts. The Committee shall have the authority to annually review all contractual and recurring vendor (payable) relationships in consultation with the Central Office Staff. Those reviewed relationships should include but not be limited to:
  - 1. Office Lease Agreement
  - 2. CPA Agreement
  - 3. Copier or equipment lease agreements
  - 4. Merchant Account
  - 5. Web Hosting Service
  - 6. Internet Provider
  - 7. Area 41 Archives Room

#### Section 8. Rules and Regulations:

- a. The Committee may adopt such rules and regulations, policies and procedures, as are deemed necessary to carry out the purposes of the bylaws of the Association and the bylaws of the Committee. All such rules and regulations, policies and procedures shall be appended to these bylaws, and an official copy shall be kept by the Secretary of the Committee.

#### Section 9. Prudent Reserve:

- a. The Central Office shall maintain a prudent reserve (segregated funds for unusual situations) of approximately 50% of current budgeted annual expenses, in the event normal operating revenues do not cover its obligations. The Committee may access these funds as approved by the Association. This fund will be reviewed annually by the Association.

#### Section 10. Executive Session:

- a. Committee meetings are open to any A.A. member but only elected District Representatives and officers may vote. When personnel matters must be discussed at Committee meetings, an "Executive Session" can be called wherein only members of the Committee attend. All employee matters discussed in an Executive Session shall be held in strict confidence. If an Executive Session necessitates a vote, the vote will be held and recorded after the Executive Session ends and the regular meeting has reconvened.

#### Section 11. Amendments:

- a. These bylaws may be amended at any time by the vote of a majority of the members of the Committee at a meeting if a quorum is present. Notice must be given to the members of the Committee of any proposed amendment. Such notice shall be made personally, by mail, or by email. The notice shall be sent to all members of the Committee at least ten days prior to the meeting at which the amendment is called to a vote.

#### Section 13. Budgets:

- a. In preparation for the March Central Office Committee meeting each standing committee chair or representative shall complete the appropriate budget form provided by the Association Treasurer.

- b. The standing committee chair shall provide the Treasurer with the proposed budget and a copy of its past budget and actual expenditures (for the year immediately preceding) no later than one week prior to this meeting.
- c. A standing committee representative shall be present at the Central Office committee meeting to answer questions concerning the proposed and past budgets.
- d. At the March Central Office Committee meeting the Central Office budget, and all standing committee budgets, shall be approved by the Committee before submission to the Association for final approval.
- e. The Treasurer shall deliver the Central Office Committee recommendations to the Association at the next scheduled monthly Association meeting.
- f. Each group representative shall share each committee's proposed budget with their individual groups to review, discuss and draft potential questions for the next Association meeting.
- g. Each group representative shall at the next scheduled monthly Association meeting be given the opportunity to ask questions from their group for discussion regarding the committee's proposed budget.
- h. Following the meeting the proposed Central Office budget will be finalized by the Treasurer and if needed the standing committee.
- i. During the June scheduled monthly Association meeting the Treasurer or Association Chair shall present to the Association the final proposed budget for vote.