

MEMPHIS AREA INTERGROUP ASSOCIATION (M.A.I.A.)

BY-LAWS

June 3, 1990

AMENDMENT

June 2, 1991

AMENDMENT

August 5, 2001

AMENDMENT

April 6, 2008

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**BY-LAWS
MEMPHIS AREA INTERGROUP ASSOCIATION**

ARTICLE ONE: Organization

The name of this organization is the Memphis Area Intergroup Association (M.A.I.A.)

ARTICLE TWO: Purpose

---As Amended 4/6/2008---

- A. The purpose of the association is to help in the recovery of people suffering from alcoholism.
- B. M.A.I.A. exists to aid the groups in their common purpose of the A.A. message to the alcoholic who still suffers.
- C. To receive and distribute funds from membership. To perform any acts necessary to carry out the M.A.I.A. purpose while staying within the Twelve Traditions.
- D. To carry on the everyday activities and to purchase or acquire property for the transaction of its business
- E. To acquire property by grant, gift or bequest which shall not exceed to the amount prescribed by the General Service Office.
- F. To pay reasonable compensation for services necessary to carry out the purpose of the M.A.I.A.

ARTICLE THREE: Membership

- A. Membership shall consist of any Memphis Area ("Group or Meeting") of Alcoholics Anonymous that wishes to participate in the purpose of the M.A.I.A.
- B. Membership shall in no case be dependant on dues, fees, pledges, or assessments.
- C. In order to become a Member of the M.A.I.A., the applying Group or Meeting shall petition at the regular Intergroup monthly meeting. With a voice vote of a majority of Representatives present, membership shall be granted. The Intergroup Secretary may assist the new Group in applying for membership with G.S.O., if desired.

ARTICLE FOUR: Meetings-Order of Business at Intergroup Meetings

Section A. Meetings

- 1. The regular monthly Representative Meeting will be held the 1st Sunday of every month at 1:30 P.M. or changed by the Representatives for the following month due to a holiday or some valid reason.

2. The Intergroup Chairman may call a meeting under unusual and extraordinary circumstances at his discretion.
3. A special meeting of the Intergroup Representatives shall be called and set by the Chairman upon a vote of not less than two thirds (2/3) of the Intergroup Representatives.
4. Voting by proxy shall not be permitted at individual Representative Meetings.
5. Voice and vote shall be restricted to duly elected M.A.I.A. Representatives or their Alternates (not both).
6. Steering Committee Members shall have a voice at the M.A.I.A. meetings.
7. In any meeting of the M.A.I.A., voting shall be by hand count. If the hand count is questioned, the Chairman, or any M.A.I.A. Representative may request a written ballot.
8. A quorum, within the meaning of these by-laws shall consist of twenty-five (25) Representatives of the M.A.I.A.

Section B...Order of Business at Intergroup Meetings

1. At the Intergroup meetings of the Association, the suggested order of business shall be as follows:
 - a. Distribute the financial report.
 - b. Roll call, or report by Executive Secretary to presiding officer, or number of members in good standing present at the meeting.
 - c. Reading minutes of the preceding Membership meeting, if requested.
 - d. Discuss the financial report.
 - e. Report of Committees.
 - f. Completion of unfinished business.
 - g. Transaction of new business.
 - h. Adjournment.
2. The order of business at a special meeting shall be substantially the same above, except only matters set forth in the notice calling the meeting shall be considered.
3. Robert's rules of Order as revised shall decide all questions of parliamentary nature not provided for in these by-laws.

ARTICLE FIVE: M.A.I.A. Representatives

The M.A.I.A. shall be managed by the M.A.I.A. Representatives as described below:

- A. All matters except those concerning the everyday operation of the office Shall come before the monthly IG Representative meeting.
- B. The everyday operation of the Intergroup Office facility will be delegated to the Steering Committee.

- C. Representatives of the M.A.I.A. shall be elected by the majority of the “local group” or “meeting” they represent and their suggested term of office shall be for two (2) years.
- D. Nothing in these by-laws shall be construed as determining the method of Election of a Representative by an individual group or meeting, providing that the elected Representative be a member of the electing group and that he or she has a satisfactory record of sobriety all of which is determined by the conscience of his or her home group.
- E. Any Representative of the M.A.I.A. may be removed by their member Group or meeting with or without cause. It is suggested that any vacancies occurring by such group action are to be filled within thirty (30) days of such action.

ARTICLE SIX: Steering Committee

- A. Responsibilities
 - 1. The Steering Committee will be responsible for the Intergroup Office.
 - 2. The Steering Committee will be responsible for any other facility, which the M.A.I.A. Representatives may authorize.
 - 3. The Steering Committee will be responsible to the M.A.I.A. Representatives in all matters.
- B. The qualification of a Steering Committee member shall be as follows:
 - 1. Be a past M.A.I.A. Representative.
 - 2. Three (3) years of continuous sobriety.

Prior to Amend

Term of office for the at large members of the Steering Committee
Will be two (2) years.

As Amended 8/5/01

Term of office for the at large members of the Steering Committee
will be two (2) years. There is a term limit of either two (2) partial
or full terms, consecutive or otherwise.

- C. Vacancies
 - 1. Any vacant Steering Committee position shall be filled by the Remaining Committee Members for the remainder term. To be confirmed by the M.A.I.A. Representatives.
 - 2. In the event of the resignation of the past Chairman, the replacement must be a past Chairman or past Steering Committee member. The M.A.I.A. Representatives also must confirm this.

- D. General Election of Steering Committee Members
1. The Steering Committee will consist of the Association Chairman, Executive Secretary, Treasurer, five (5) At-large Representatives will elect the at-large members.
 2. The residing Steering Committee shall nominate one (1) individual For each open at-large position on the Committee.
 3. Nominations from the M.A.I.A. Representatives will be accepted at the same meeting that the Steering Committee makes their nomination. Election will be held at the next regular M.A.I.A. Intergroup Representatives meeting.
 4. Notice should be given to the M.A.I.A. Representatives at the Meeting prior to nominations so the Representatives can obtain their Groups' nominations.
 5. All nominated individuals must be present at the nominating Meeting to accept the nomination.
- E. Steering Committee Meetings
1. The Steering Committee shall meet monthly prior to the M.A.I.A. Representatives Meeting.
 2. A quorum of the Steering Committee shall be five (5).
 3. Any Steering Committee member who misses four (4) meetings in a calendar year shall be removed.

ARTICLE SEVEN: Officers

- A. The following are the officers of the Memphis Area Intergroup Association: Chairman, Executive Secretary, and Treasurer

Prior to Amend

1. Chairman-Selected by nomination and vote of the M.A.I.A. representatives. Candidates shall be past M.A.I.A. Representatives, and have five (5) years of continuous sobriety. The election procedure should be a three (3) meeting process like the Steering Committees. The Chairman of the Association (M.A.I.A.) and Chairman of the Steering Committee. Terms of office shall be two (2) years with an additional two (2) years on the Steering Committee.

As Amended 8/5/01

1. Chairman: Selected by nomination and vote of the M.A.I.A. Representatives and have five (5) years continuous sobriety. The election procedure should be a three (3) meeting process like the Steering Committees. The Chairman of the Association (M.A.I.A.) and Chairman of the Steering Committee. The term of office shall be two (2) years on the Steering Committee as past Chairman. There is a term limit as Chairman to either two (2) full or partial terms, consecutive or otherwise. The Chairman rotates to the Steering Committee for one (1) additional two (2) year term. The Steering Committee shall follow ARTICLE SIX C if the outgoing Chairman does not rotate onto the Steering Committee.

As Amended 4/6/08

1. M.A.I.A. Chairperson

- A. Is the executive officer of M.A.I.A. and shall preside over all regular and special Intergroup Representative Meetings.
- B. Shall serve as chairperson of the Steering Committee.
- C. Shall be one of three (3) authorized persons to sign checks together with the Treasurer or Office Manager/Executive Secretary.
- D. Shall have no vote at the Intergroup Representative Meetings EXCEPT to break a tie.
- E. Shall be empowered to call special meetings for urgent reasons and may appoint various committees as needed.

The chairperson is responsible for conducting all meetings in the spirit of the Twelve Traditions of Alcoholics Anonymous and assures that all activities are conducted in the spirit and intent of the Intergroup Association By-Laws.

2. Executive Secretary: (Office Manager)

- A. Will attend all meetings of the Steering Committee and the monthly meeting of the Intergroup Representatives. He/She will act as the secretary of each meeting by recording all votes and minutes.
- B. The Secretary will notify the Steering Committee and all Representatives. The Secretary will do the correspondence for the Association.
- C. In the event of the Secretary leaving, the Executive Secretary (Office Manager) candidates will be screened and selected by the Steering Committee. He/She shall have five (5) years of continuous sobriety.

As Amended 4/6/2008

- D. In the absence of the secretary for any reason, the chairman may appoint a Secretary pro term for that particular meeting.
- E. Shall be one of the three (3) authorized persons to sign checks together Chairman or Treasurer.

3. Treasurer: Will keep the books of the Association including receipts and disbursements and will handle all tax matters. He/She will be nominated by the Steering Committee, have three (3) years continuous sobriety and be elected by the Intergroup Representatives for a two (2) year term and may be re-elected. The Treasurer will oversee that two (2) Association Officers sign all banking transactions.

B. A motion for recommendation of removal of any M.A.I.A. Officer of Steering Committee member will be made and seconded at the Representatives meeting. A vote will be taken at the next regularly scheduled meeting. The vote of 2/3 of the members present will be Required for removal.

C. In the absence of the Chairman the Treasurer will preside at the monthly

Intergroup meeting or the Steering Committee meeting in addition to their Own duties. In the absence of both the Chairman and the Treasurer, the Secretary will conduct the meetings.

- D. Resignation: An officer may resign at any time with a letter of resignation to the Steering Committee. A resignation will become effective upon receipt by the Steering Committee. The Steering Committee will elect an individual to fill the un served portion of the vacated position. The M.A.I.A. Representatives must confirm this selection.

ARTICLE EIGHT: Amendments

Prior to Amend

These by-laws to be altered, amended, repealed, or added to by an affirmative vote have not less than two thirds (2/3) have the M.A.I.A. Representatives present and voting, provided such amendments are presented by the Steering Committee at the regular meeting preceding such a vote.

As Amended 8/5/01

****** CORRECTION **** (12/17/07)**

These by-laws to be altered, repealed, or added to by an affirmative vote of not less than two thirds (2/3) of the M.A.I.A. Representatives present and voting, provided such amendments are presented at a preceding, regularly scheduled M.A.I.A. Representatives meeting by either the Steering Committee minutes or a seconded motion of the M.A.I.A. Representative.

ARTICLE NINE: Restriction of these By-Laws

Nothing in these by-laws shall be construed as interfering with the internal business, policies or organization of any of the local groups forming the Association.

ARTICLE TEN: Registration of the Intergroup

The registration of the Intergroup shall be duly maintained in the State of Tennessee as a non-profit organization and such Association shall be kept current by appropriate payments of taxes, and etc., which will be taken from the fund of the Memphis Area Intergroup Association.

ARTICLE ELEVEN: Effective Date

These by-laws are effective upon their adoption by a two thirds (2/3) vote of the Intergroup Representatives of the M.A.I.A. present. Prior by-laws, rules and regulations are repealed. Effective date: June 3, 1990

ARTICLE TWELVE: Disposition of Assets in the event of Dissolution of the Association.

Be it resolved that in the event of the dissolution of the Memphis Area Intergroup Association, the residual assets, after settlement of all outstanding claims and debts, shall be ordered by the Corporations Board of Representatives transmitted to the General Service Board of Alcoholics Anonymous, Incorporated, In New York, New York (or its successor) for that abatement of alcoholism. Should such a transmittal prove impracticable, the said residual assets shall be transferred to a comparable organization qualifying under Section 501 of the Internal Revenue Code. (Group Meeting) is defined as: Any gathering of members of Alcoholics Anonymous that meet on a regular basis that complies with the six (6) points on page 9 in the A.A. Group pamphlet.

The group conscience of A.A. in the U.S. and Canada seems to have agreed upon six points that define an A.A. group:

1. All members of a group are alcoholics, and all alcoholics are eligible for membership.
2. As a group, they are fully self-supporting.
3. A group's primary purpose is to help alcoholics recover through the Twelve Steps.
4. As a group, they have no outside affiliation.
5. As a group, they have no opinion on outside issues.
6. As a group, Their public relations policy is based on attraction rather than promotion, and they maintain personal anonymity at the level of press, Radio, TV and film.