

**By-Laws**  
of the  
**Al-Anon Information Services, Inc. (AIS)**

**A Texas Non-Profit Corporation**

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## DEFINITIONS

**AL-ANON INFORMATION SERVICE (AIS):** A local service established and maintained by one or more districts or groups that are close enough to one another for easy access and communication.

**AL-ANON/ALATEEN EAST TEXAS DISTRICT 8:** Al-Anon/Alateen Family Groups located within a geographical segment formed to conduct business. Boundaries for District 8 are determined by East Texas Al-Anon/Alateen Area (ETAAA).

**AL-ANON FAMILY GROUP, INC. (AFG, Inc.):** Headquarters for all Al-Anon/Alateen Family Groups (AFGs). AFG, Inc. is also known as World Service Office (WSO).

**AREA WORLD SERVICE COMMITTEE (AWSC):** The primary function of the AWSC is to plan for the general improvement of both the Assemblies and the groups. Voting members are usually Assembly Officers, DRs, Coordinators of Services and AISLs.

**BOARD OF DIRECTORS (BOD):** Composed of the elected Directors and the DR (District Representative). (*Article 4*)

**COMMITTEE:** Established to perform specific functions, tasks, and duties. (*Article 8*)

**CORPORATION:** A registered Texas non-profit organization with By-Laws governing the administration of the organization. For the purposes of this document Corporation refers to the voting members as well.

**CORPORATE MEETINGS:** Attended by BOD, ISRs, and Members-at-Large. Held quarterly in January, April, July and October. (*Article 7*)

**DISTRICT REPRESENTATIVES (DR):** Elected from the incoming, outgoing or active past GRs in their home district to represent the district in the Area. Helps the groups understand their relationship and responsibility to the worldwide fellowship.

**GROUP REPRESENTATIVES (GR):** Designated by each Al-Anon/Alateen Family Group to represent the group and vote at Al-Anon/Alateen East Texas District 8 meetings. Groups may ask the GR to serve as the Information Services Representative (ISR) at Corporate Meetings or may designate another member to serve as ISR.

**INFORMATION SERVICES REPRESENTATIVE (ISR):** Designated by each Al-Anon/Alateen Family Group to represent the group and vote at Corporate Meetings.

**LITERATURE DISTRIBUTION CENTER (LDC):** Provides Al-Anon members with local access and quick delivery of Al-Anon Conference Approved Literature.

**MEMBER-AT-LARGE:** Any member of an Al-Anon/Alateen Family Group who is not an ISR or elected Board of Director. They have voice, but no vote at Corporate meetings. They may serve on and vote on Committees. (*Article 3.3*)

**QUORUM:** Number of members that must be present at meetings in order to vote—majority of BOD (*Article 4.7, Article 7.5*)

**By-Laws**  
of the  
**Al-Anon Information Services, Inc. (AIS)**  
**A Texas Nonprofit Corporation**

**Article 1 — OFFICES**

**1.1** The principal office of the Corporation, also referred to as the Al-Anon Information Services (AIS) Office, is located within the Texas Al-Anon/Alateen East Texas District 8 boundaries.

**1.2** The Corporation will continuously maintain in the state of Texas a registered office and a registered agent whose office is identical with such registered office as required by the Texas Non-Profit Corporation Act. The registered office may be identical with the principal office of the Corporation in the State of Texas.

**Article 2 — PURPOSE**

The corporation is organized to encourage unity of purpose, growth and communication with groups in our membership. A central office is maintained for Al-Anon and Alateen activities and for selling and distributing Al-Anon Conference Approved literature and non-conference approved materials. Requests from persons seeking helps with problems associated with alcoholism in a relative or friend will be answered or referred to appropriate members. The corporation will be guided in all activities by the Twelve Steps, Traditions and Concepts of Service.

**Article 3 — MEMBERS**

**3.1 ELIGIBILITY FOR MEMBERSHIP IN THE CORPORATION** – Registered groups that the AIS serves.

**3.2 VOTING MEMBERS** - Voting members of the Corporation are members of a registered Al-Anon/Alateen Family Group (AFG) who have been elected by a Group to serve as Information Services Representative (ISR) or as Alternate ISR. An individual may cast only one vote.

**3.3 NON-VOTING MEMBERS** - Non-voting members of the Corporation are members-at-large.

**3.4 DUTIES OF ISR**

3.4.1 Attends all Corporate Meetings

3.4.2 Acts as liaison between the group and the AIS

3.4.3 Reports AIS activities to the groups

3.4.4 Serves on Committees

## **Article 4 — Board of Directors**

**4.1 MANAGES CORPORATE AFFAIRS** - The affairs of the Corporation are managed by the BOD.

**4.2 BOARD MEMBERS** - The Corporation will have seven Directors, including six elected Directors and the District Representative (DR) for East Texas District 8. All Directors must be members of an Al-Anon/Alateen Family Group and may be members of Alcoholics Anonymous.

### **4.3 ELECTION OF DIRECTORS**

4.3.1 Three Directors are elected in even years and three are elected in odd years.

4.3.2 No less than two weeks prior to the April Corporate Meeting, the Nominating Committee will give notice to the voting members of the Corporation (Directors and ISRs) of the names on the slate which the Committee is presenting for election as new Directors. Notice may be given electronically or by other means.

4.3.3 The slate of candidates will be presented to the Corporation by the Nominating Committee at the April Corporate Meeting unless rescheduled by Chair.

4.3.4 Following the presentation of the slate, nominations may also be made from the floor by any voting member. Nominations from the floor will require a second, and the consent of the nominee must have been secured prior to the nomination.

4.3.5 Voting members of the Corporation will then cast votes to elect the new BOD.

**4.4 TERM OF DIRECTORS** - Serve a two-year term and hold office until their successor is elected. No Director may serve more than two consecutive two-year terms, but may stand again for service at a later time.

### **4.5 DUTIES OF DIRECTORS**

4.5.1 Attend all Regular and Special Meetings of the Board and all Corporate Meetings

4.5.2 Authorize all expenditures in excess of \$600.

4.5.3 Periodically review all expenditures made by Officers and/or Agents of the Corporation pursuant to any delegation of the Board's authority (*Article 9*)

4.5.4 Determine if other Committees are necessary or desirable and create these as needed. Serve as advisors to all Committees and review their activities

4.5.5 Elect or appoint Officers for the BOD

### **4.6 VACANCIES ON THE BOARD**

4.6.1 A Director may resign before the expiration of her/his term by giving written resignation to the Chair of the Board or to a member of the BOD.

4.6.2 An Interim Director is a member who is appointed by the Chair of the Board when a vacancy occurs on the BOD

**4.7 QUORUM OF DIRECTORS** - The presence of a majority of the BOD constitutes a quorum at any meeting.

**4.8 SALARY AND COMPENSATION** - Directors will not receive salaries or compensation for services. To avoid conflict of interest, no Director during her/his term should serve the Corporation in any paid capacity.

## **Article 5 — OFFICERS**

**5.1 OFFICERS AND TERMS** - The officers of the Board are: Chair of the Board, Vice Chair, Secretary and Treasurer. Each will serve a one-year term, holding office until a successor is elected.

**5.2 EXECUTIVE COMMITTEE** - The Executive Committee of the Corporation is made up of all Officers.

**5.3 ELECTION OF OFFICERS** - Officers are elected or appointed annually by the BOD when it meets following the April Corporate Meeting, when incoming Directors are elected.

**5.4 REMOVAL OF OFFICERS** - An Officer may be removed by the BOD by majority vote if it is determined to be in the best interests of the Corporation.

### **5.5 GENERAL DUTIES OF OFFICERS**

5.5.1 Attend all Regular and Special BOD Meetings and Corporate Meetings

5.5.2 Submit an end-of-term report to the incoming corresponding Officer and give a copy to Secretary of the Board for safekeeping.

5.5.3 Meet with incoming Officer to ensure a smooth transition of duties.

5.5.4 Perform other duties as requested by the BOD

### **5.6 DUTIES OF CHAIR OF THE BOARD**

5.6.1 Acts as the principal executive officer of the Corporation

5.6.2 Supervises the business affairs of the Corporation

5.6.3 Presides at all Regular and Special BOD Meetings and Corporate Meetings

5.6.4 Appoints Committee Chair and Board Liaison of Committees

5.6.5 Appoints interim Directors to fill vacancies, as needed (*Article 4.6*)

**5.7 DUTIES OF VICE CHAIR** - Has the authority to perform the duties of the Chair when the Chair is unable.

### **5.8 DUTIES OF SECRETARY**

5.8.1 Records and maintains copies of minutes from meetings

5.8.2 Makes corrections and additions of previous meeting minutes as read or presented.

5.8.3 Establishes that a quorum is present at meetings

5.8.4 Is custodian of Corporate records and assures that copies of minutes, motions, reports and other records are kept in a notebook at the AIS office and that electronic records are maintained.

5.8.5 Maintains a current list of the BOD, ISRs and AISL, including their term dates and their contact information

5.8.6 Maintains a copy of the current By-Laws

5.8.7 Maintains registered office and registered agent with the State of Texas, as required by the Texas Non-Profit Corporation Act

### **5.9 DUTIES OF TREASURER**

5.9.1 Reports on the financial status of the Corporation at all meetings and presents a detailed accounting of all expenditures and/or debts incurred

5.9.2 Is a member of the Budget Committee

## **Article 6 — AL-ANON INFORMATION SERVICE LIAISON (AISL)**

**6.1 PURPOSE** - AISLs serve as the communication link between the local AIS and the Area Assembly/Area World Service Committee (AWSC). They attend the Area Assembly/AWSC meetings and all BOD and Corporate Meetings to promote information exchange. Properly documented expenses incurred for attending the Area meetings are reimbursed by AIS.

**6.2 ELECTION OF AISL** - AISLs are elected by the Corporation in October to serve a three-year term beginning in January. The election coincides with that of the DR for the District. In the spirit of rotation of service, AISLs may serve only one three-year-term, but may stand again for service at a later time.

**6.3 VOTING** - AISLs vote at the AWSC meetings, but not at the ETAAA Assembly, unless also a GR. AISLs may not be members of Alcoholics Anonymous (AA), since the AISL's voting power extends beyond the District level to Area World Service Committee meetings.

## **Article 7 — MEETINGS OF THE CORPORATION**

**7.1 FREQUENCY OF CORPORATE MEETINGS** - There will be at least four regular meetings of the Corporation each year. Additional meetings may be called by Chair or at least 2 directors.

**7.2 SCHEDULING CORPORATE MEETINGS** - In order to foster cooperation, it is desirable that the AIS Chair and the District 8 DR work together to schedule Quarterly Meetings in January, April, July and October, ideally on the same weekend of each month.

**7.3 NOTICE OF MEETINGS** - Notice of these meetings, including date, time, place and agenda will be sent out electronically or by other method at least two weeks prior to the meeting. Notice must go out to Directors, ISRs, AISL, GRs and members-at-large. The AIS Office Manager, Chair and Secretary of the Board, DR and District Secretary will work together to ensure notice is given.

**7.4 VOTING** - Directors and ISRs can vote at Regular and Special Corporate meetings. They must be present at the meeting to cast a vote.

**7.5 QUORUM** - The presence of a majority of the BOD constitutes a quorum at any meeting. If a quorum of Directors is not present, the Chair may decide to continue the meeting for informational purposes only, with no voting. The Secretary will still take Minutes.

## **Article 8 — COMMITTEES**

The Corporation will have four Standing Committees – Audit, Budget, By-Laws and Nominating with members serving one-year terms. The Corporation may also create other committees as needed, the duties and terms of which will be determined by the Corporation. Committee members may come from the BOD, ISRs or Members-At-Large.

For further information refer to Committee Guidelines

## **Article 9 — CONTRACTS AND FUNDS**

**9.1** The BOD may authorize any Officer or Officers to enter into any contract or agreement affecting the operation of the Corporation.

**9.2** All checks and payments of money issued in the name of the Corporation will be signed by designated agents of the Corporation.

**9.3** All funds of the Corporation will be deposited regularly to the Corporation's accounts.

**9.4** The BOD may accept on behalf of the Corporation any contribution, gift or bequest made in accordance with Al-Anon/Alateen Traditions for any purposes of the Corporation.

## **Article 10 — BOOKS AND RECORDS**

The Corporation will keep current and complete books and records of account and will also keep minutes of the Corporation, minutes of the proceedings of its BOD and Committees having any of the authority of the BOD, and will keep at the registered or principal office a record giving the names and addresses of its Directors (*Article 3.*; *Article 4.2.*; and *Article 5.1*). All books and records of the Corporation may be inspected by any member or her/his agent or her/his attorney for any proper purpose at any reasonable time.

## **Article 11 — FISCAL YEAR**

The fiscal year of the Corporation will begin on the first day of January and end on the last day of December in each year.

## **Article 12 — WAIVER OF NOTICE**

Whenever any notice is required to be given under the provisions of the Texas Non-Profit Corporation Act or under the provisions of the Articles of Incorporation or these By-Laws, a waiver thereof, in writing, signed by the persons entitled to such notice, whether before or after the time stated therein, will be deemed equivalent to the giving of such notice.

## **Article 13 — AMENDMENTS TO BY-LAWS**

These By-Laws may be amended and/or repealed, in whole or in part, at any meeting of the Corporation by an affirmative vote of two-thirds of the voting members there present, provided a copy of the proposed amendments and/or repeal is mailed (via regular USPS or via electronically) to each voting member at least two weeks prior to the meeting at which action is taken on the proposed amendments.

## **Article 14 — DISSOLUTION CLAUSE**

Upon the dissolution of Al-Anon Information Services, Inc. (AIS), the governing body shall, after paying or making provision for the payment of all liabilities of the corporation dispose of all of the assets of the club exclusively for the purposes of the club in such manner or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code.



These By-Laws are approved on this day \_\_\_\_\_, and replace all previous By-Laws.

Signed by the current Al-Anon Information Services (AIS) Board of Directors:

Chair \_\_\_\_\_

Vice Chair \_\_\_\_\_

Secretary \_\_\_\_\_

Treasurer \_\_\_\_\_

District Representative \_\_\_\_\_

Director \_\_\_\_\_

Director \_\_\_\_\_