

NCWSA Executive Committee Guidelines
Revised 9/26/2011
Northern California World Service Area of AFG, Inc.

I. Definitions of Terms In These Guidelines

1. *Chairperson* refers to the Executive Committee Chairperson.
2. *Secretary* refers to the Executive Committee Secretary.
3. *Bylaws* refers to the Bylaws of Northern California World Service Area of AFG, Inc. (NCWSA).
4. *NCWSC* means the Northern California Area World Service Committee as defined in Bylaws Article VIII, Section 1.
5. *Executive Committee* refers to the committee defined in Bylaws Article V.

II. Duties of the Executive Committee

1. Maintains the policies of the Assembly

- A. In maintaining the policies of NCWSA, the Executive Committee applies the Twelve Steps, Twelve Traditions, and Twelve Concepts of Service, as well as the NCWSA Bylaws, NCWSC Guidelines, and Executive Committee Guidelines.

2. Authorizes expenditures

- A. The Executive Committee may delegate blanket authority to the NCWSA Treasurer to expend, with proper documentation, funds in the name of NCWSA up to the amount authorized in the current approved budget within individual schedules.
- B. The Executive Committee may also withdraw such delegated authority and require individual item approval by the Executive Committee.
- C. On a case-by-case basis, the Executive Committee may authorize the NCWSA Treasurer to expend funds in the name of NCWSA in excess of the Assembly-approved individual schedule amounts, by shifting funds from elsewhere in the approved budget, as long as such authorization does not cause the budget to exceed the overall budget authorized by the Assembly.
- D. In a dire emergency only, and only if such power be granted to the Executive Committee by the Assembly, the Executive Committee may authorize expenditure of funds above and beyond the total budget figure approved for the year by the Assembly. Traditionally the Executive Committee never should substantially exceed an Assembly-approved budget without consulting the Assembly (see Concept 6, example 2, AI-Anon/Alateen Service Manual pages 149-50 in 1992-93 edition).

3. Reserve Fund Account Transfers

- A. Moving operating funds into the Reserve Fund is a decision of the Treasurer.

- B. The Treasurer is responsible to deposit, or cause to be deposited, the Reserve Fund. The Executive Committee is to approve the financial institution. The Budget Committee is responsible for the investment of the Reserve Funds. The EC approves the decision of the Budget Committee.
- C. Moving Reserve Funds into the operating fund.
 - i. Upon request by two or more officers of NCWSA, the Executive Committee, or the Assembly may authorize the withdrawal of funds from the Reserve Account.
 - ii. Funds from the Reserve Account may be withdrawn with approval by a quorum of the Executive Committee or by a majority vote by the Assembly.
 - iii. Notification of any decision by the Executive Committee to withdraw funds from the Reserve Account will be sent to the District Representatives, Delegate and the Officers of NCWSA by first class mail.
 - iv. The Executive Committee will report any decisions concerning the Reserve Account at the subsequent NCWSC meeting and in so doing, the report will be published in the 12 Stepper.
 - v. The funds will be withdrawn in such a fashion as to minimize penalties.

4. Performs duties required by the Articles of Incorporation and Bylaws

- A. Requests for reimbursement or "advance" of Executive Committee expenses of office and travel, are filed on forms provided by (or similar to those provided by) the NCWSA Treasurer. The Chairperson approves all Executive Committee expenses before they are submitted to the NCWSA Treasurer.
- B. The Executive Committee approves all investment decisions of the Treasurer and Budget Committee regarding the Reserve Fund (See Motion 14, Area Assembly, Modesto, CA, 2/11/89). Generally investment decisions are reached at least annually, immediately after the annual Business Assembly. If, 30 days prior to Assembly, the Executive Committee has not received preliminary investment information adequate to enable informed approval of the investment, the Executive Committee then requests such information from the Treasurer.
- C. Before the Executive Committee declares the position of an Executive Committee member vacant under Bylaws Article V, Section 9, the Chairperson first discusses the matter with the Executive Committee member if possible. If necessary, the Executive Committee then, pursuant to current Bylaws, refers the matter to the appropriate entity to fill the vacancy.

[Note: although NCWSA 9/91 deleted the word "officers" from this duty in the Bylaws, all corporate officers are by definition agents of the corporation, and are included in this duty by California State law.]

5. Appoints, removes, employs, and discharges agents and employees of the corporation, when appropriate.

- A. Agents and employees of the corporation are not appointed or employed until authorized by NCWSA.

- B. The Executive Committee will develop separate guidelines (as needed) for appointing, removing, employing, and discharging agents and employees.

6. Supervises the performance of officers, agents, and employees of the corporation to assure that their duties are performed properly

- A. The Executive Committee supervises the performance of duties of elected NCWSA officers, but delegates to the NCWSA Chairperson the direct supervision of duties of appointed coordinators and committee chairpersons.
- B. The Delegate does not report to the Executive Committee because the Delegate serves the Groups directly, not through the corporation; his/her duties do not affect the corporation; s/he does not serve as an agent of the corporation. The Delegate thus does not fall under Bylaws Article V, Section 4, F.
- C. Each officer elected to NCWSA (i.e., Alternate Delegate, Chairperson, Treasurer, Secretary, Alateen Process Person) is asked to, at least once per year, report to the Executive Committee on the proper performance of his/her duties under the Bylaws.
- D. In evaluating the conduct of officers' duties, the Executive Committee refers to current Bylaws; NCWSA Approved Guidelines; Group Consciences Including Motions Passed and Failed by NCWSA, NCWSC and Executive Committee; *the Al-Anon/Alateen Service Manual*; Conference-Approved Literature; and any current NCWSA officer job-functions agreements.
- E. When an officer is not performing duties properly, the matter is discussed with the officer. If necessary, the matter is then refereed to NCWSA for action under Bylaws Article VI, Section 7.
- F. Officer Evaluation
 - 1. Officer Orientation
 - a. Evaluation of Officers is conducted in the spirit of Concept 9, "Good personal leadership at all service levels is a necessity." It is a positive tool for improving effectiveness as leaders.
 - b. It is advisable that the outgoing and incoming Executive Committee meet with newly elected officers to discuss and agree on job descriptions and evaluation criteria.
 - c. Delineate duties using the Bylaws, Service Manual, NCWSC Guidelines, Motions Passed and Failed, and other appropriate service material.
 - d. Discuss what the officer expects, as well as what the Area Assembly expects from them.
 - 2. Objective Guidelines for Evaluation of an Officer
 - a. Solicit input from all NCWSA officers in evaluating officer performance.
 - b. Ask the officer to be evaluated to bring a written report of what has been done to carry out the duties of the office. Use the evaluation as a constructive inventory of the job the officer is doing, ask questions similar to the following:
 - i. Is the job what you expected?

- ii. How well do you think you are doing the job?
 - iii. What are your strong points?
 - iv. What are your difficulties with this job?(i.e., equipment, officer interaction, etc.)
 - v. What assistance or changes would you recommend concerning this job?
 - vi. Do you see any impending problems in the team effort of Area Service?
- c. Use correspondence and resolution from conflict/complaint process in evaluating the officers.
 - d. Conflict/Complaint Resolution Guidelines may be suggested in the event that officers are having problems with one another.
 - e. Use the evaluation interview to guide improvement, develop goals and plans if necessary.

7. Meets at times and places required by the Bylaws

- A. The Executive Committee meets approximately four times per year, between NCWSC meetings. (For example, February, May, August, and November.) At least one meeting is timed to coincide with the approval process for the NCWSA Reserve Fund investment. Telephone conferences may be used to conduct business between formal meetings.
- B. Executive Committee meetings are open to all active AI-Anon members, with no voice and no vote.
- C. Executive Committee meetings are open to all current NCWSA officers, Delegate, and Bylaws Coordinator, with voice and no vote. NCWSA officers are encouraged to bring issues and problems to the Executive Committee for discussion, and request time on the agenda from the Chairperson-in advance if possible.
- D. Any current Executive Committee member, NCWSA officer, Delegate, or Bylaws Coordinator may call the Chairperson to request a meeting by telephone or in person.
- E. In advance of scheduled meetings, the Chairperson sends out an agenda to Executive Committee members, NCWSA officers, Delegate, and Bylaws Coordinator, with an extra copy to the NCWSA Secretary for timely deposit in the corporate office (see Bylaws Article VI, Section 7).
- F. Following meetings, the Secretary sends copies of draft and approved minutes to Executive Committee members, NCWSA officers, Delegate, and Bylaws Coordinator, with an extra copy of approved minutes and proceedings to the NCWSA Secretary for timely deposit in the corporate office.
- G. At the end of each Executive Committee's term, the Secretary sends copies of all of that term's agendas, correspondence, approved minutes, and other pertinent records to the Area archivist
- H. The Chairperson of the EC gives regular periodic status reports of Executive Committee activities to NCWSC, *12 Stepper*, and the Assembly.

8. Is elected and serves a term as defined in the Bylaws

- A. Executive Committee members and officers serve for 18 months (i.e., from January 1

through June 30 of the following year, or July 1 through December 31 of the following year), in accordance with current Bylaws.

- B. Election of new Executive Committee members is done according to NCWSA Bylaws and NCWSC Guidelines.
 - i. Typically, one is a current District Representative from each of NCWSA's three Sections, each elected by a caucus of his/her Section's District Reps and confirmed by NCWSC; the other two (at-large) Executive Committee members are elected by the NCWSA Delegate, officers, and District Representatives at the NCWSC, from among past Delegates and officers, and current and past District Reps.
 - ii. Elections are held at the last NCWSC meeting before the next Executive Committee term begins.
 - iii. In NCWSA election years (every third year), the three Section Executive Committee members are elected (in accordance with NCWSA and NCWSC procedures) from among the incoming District Representatives-elect, at the Assembly or NCWSC meeting (e.g., October) immediately preceding the beginning of the next Executive Committee term. (Incoming DRs-elect are eligible to stand for election to the incoming Executive Committee because they will be DRs during the incoming Executive Committee term.)

9. Elects Executive Committee officers

- A. Executive Committee members-elect elect their incoming Executive Committee officers. This may be done by caucusing immediately after all Executive Committee members are elected (see 7.B. above); or at the final meeting of the current Executive Committee, when both committees are present at the "transition" meeting (see 9.D. below).
- B. Election of Executive Committee Chairperson and Secretary is by 2/3 of the ballots cast. If after three ballots no one has a 2/3 majority, candidates' names go into a hat and the candidate whose name is drawn will serve. ("Third legacy" election method; see Concept 5, *AI-Anon/Alateen Service Manual*, pages 145-146 of 1992-93 edition.)

10. Transfers information to successor Executive Committees

- A. At its final meeting, the outgoing Executive Committee transfers information to the incoming Executive Committee, in order to provide continuity and ease of transition between Executive Committees. In advance of the meeting, the outgoing Chairperson includes the incoming committee members in the mailing list for agenda, advance information, etc.
- B. At this "transition meeting" the outgoing Executive Committee reviews its term's business, activities, and any open or pending issues with the incoming Executive Committee.
- C. At the transition meeting the outgoing Executive Committee gives the incoming committee all appropriate records, including each member's two 3-ring binders or access to electronic copies of all appropriate information. One binder contains all current NCWSA guidelines. The other binder contains all approved minutes, correspondence, list of outstanding issues, list of group consciences including motions passed and failed, the latest edition of the *California Guide For Charities*,

- and other essential documents. These ten binders (two each for five members) and their contents are the property of the Executive Committee, to be handed down to each successive Committee.
- D. The incoming Executive Committee may, if it has not already done so, elect its officers at the transition meeting.
 - E. The outgoing Executive Committee continues to fulfill its responsibilities after the transition meeting, until the end of its term according to the Bylaws. The actual transfer of responsibility takes place on the first day of the new Executive Committee's term as per the Bylaws.

11. Voting Procedures

- A. Right to Change Procedures
The Executive Committee has the right to establish and change voting procedures for its own meetings, except as directed by the Bylaws.
- B. Voting Procedures
Except as listed below, the Executive Committee has voted to use the voting procedures established and printed in the NCWSC Guideline, sections 6 a. through 6h. The NCWSC Committee does not allow voting by phone or e-mail. The Bylaws allow the Executive Committee to meet and make decisions and vote by "conference telephone or similar communications device, as long as all the Executive Committee members participating may hear each other." (Bylaws Article IV, Section 6). The Executive Committee has determined that one of Webster's Dictionary's meanings of "hear" means to "understand" each other. The Executive Committee determined that a decision via e-mail meets the requirements of the Bylaws.
 - 1. Calling a Phone or e-mail meeting - The Chairperson, or another member at the request of the Chairperson, or, in the absence of the Chairperson, any other member of the Executive Committee may call a phone or e-mail meeting.
 - 2. Conduct of a phone or e-mail meeting - no voting may take place unless a quorum is present. Nothing requires or precludes the Chairperson from calling or e-mailing individuals to solicit a quorum.
 - 3. Calling a Phone Meeting
 - a. By Conference Call - The Chairperson will contact each member of the Executive Committee and set up a time for a Conference Call, giving notice as to the topic.
 - b. By sequential phone calls - This method is available when the Chairperson does not expect that further discussion of the motion is necessary. The Chairperson will phone all members of the Executive Committee, notify them of the motion on the floor and solicit the member's vote. If there is an objection to this procedure from any member, that member may request a meeting by conference call.
 - 4. Calling an e-mail meeting.
 - a. Calling an e-mail meeting is appropriate if all Executive Committee members have an e-mail account and if all Executive Committee members agree that

- they may accept e-mail messages as part of Executive Committee business.
- b. The Chairperson will send the outgoing message outlining the topic to be discussed and a motion, if appropriate, to all Executive Committee members, request an acknowledgment from each member and request that any replies be sent to all members.
 - c. When a quorum of the Executive Committee replies with an acknowledgment of receipt, the Chairperson will notify the Executive Committee that discussion and questions about the matter will close after a waiting period of three days.
 - d. At the end of the waiting period, The Chairperson will formally introduce the motion and request a vote.
 - e. Upon receiving votes from a majority of the Executive Committee either Yes or No, the Chairperson will notify the Executive Committee of the result of the e-mail meeting.
5. Record of the minutes of the phone or e-mail meeting.
- f. The Secretary will consolidate discussion into a minutes' format. When a phone or e-mail meeting has been called, the Secretary will bring the minutes of the phone or e-mail meeting to the next regular meeting of the Executive Committee for corrections if necessary and approval. (It is not necessary to preserve the e-mail messages themselves once the minutes have been approved.) These minutes will be handled in the manner as appropriate for all Executive Committee minutes.