

**Intergroup Ad Hoc Committee
on Central Office Operation,
Intergroup Policy and Administration**

REPORT #1

**Overview Findings, Proposed
Bylaw Revisions & Related
Recommendations**

**Prepared for the
Intergroup Secretaries Meeting
February 4, 2008**

**Adopted by the Ad Hoc Committee, January 30, 2008
(Edited to remove last names of members
recognized on pg. 1, Cover Letter)**

**Intergroup Ad Hoc Committee on
Central Office Operation, Intergroup Policy and Administration**

February 4, 2008

**SUBJECT: FINDINGS AND RECOMMENDATIONS
REPORT #1**

Dear Intergroup:

This is the first of two preliminary reports from the Ad Hoc Committee. To move the process along, we are presenting our overview findings, a proposal for a major overhaul of Intergroup Bylaws and several related recommendations. We are not including recommendations most Central Office operations, office staff pay and benefits, technology and office equipment. These will be addressed in a second report at the March Intergroup meeting.

We present this report, not as a take it or leave it document, but to start a discussion and get your feedback. We hope to meet at length with the Board to discuss the Bylaw recommendations, and would be happy to have a similar discussion with Intergroup as a whole. We would like your feedback on this part of our report and are open to modifying our recommendations based on your thoughts and suggestions.

The Ad Hoc Committee was created by Intergroup on September 3, based on Board and Intergroup actions in the preceding summer. We have met 14 times for an average of 2 hours each, including interviews of all three office staff and many Board members from 2006 and 2007.

We began by clarifying our mission and adopting principles and procedures to guide our work: we put our focus on the future, improving Central Office and Intergroup operations, and keeping the principles of AA clearly in focus above past disagreements or personalities.

Next we turned to the task of trying to interview the office staff and Board member and former Board member from 2006 and 2007. All who were asked to interview we given a background sheet about our mission and goals, with the same set of core questions. (Appendix II) Most were interested in meeting with the committee. A few felt they did not have much to offer. Some preferred not to get embroiled in what they saw as an outgrowth of difficulties and conflicts in 2007. In two cases, individuals who preferred not to interview did give the committee some perspectives in email or by phone. Those who interviewed or share information by other means were quite helpful. Though their perspectives often varied, they shared a common concern for the well-being of Intergroup and the alcoholics we serve.

We received helpful advice from G.S.O. General Manager, Greg M; incoming CNIA Area Chair, Dreigh P; and Tom Z, former DCM for District 41 and a member of the Mediation group. We reviewed Intergroup Policy Manuals and Bylaws from San Francisco, Orange County, and Minneapolis.

Although the challenges that face Intergroup are significant, we believe Intergroup has a strong foundation in its past practices, group participation, a dedicated and experienced staff, and a willingness to grow from this process. As a committee of AA's, we do not have a special expertise, but bring only our experience, strength, honesty and hope to our work. We have listened carefully to each person we spoke with, trying to understand their perspective and appreciate their suggestions in the best possible light.

These preliminary findings represent our best effort and an honest attempt to move Intergroup forward, learning as much as we can from our past, and hoping we can do better in the future. Our reports will also raise some issues and options for Intergroup to discuss and resolve as a matter of policy. Once those policy questions are resolved, we will be able to complete a draft Intergroup Office Policy Manual and Employee Handbook, as we were charged to develop.

We hope this report and our recommendations will be viewed in a positive light, not with any assurance that our recommendations are best or will be accepted, but in the spirit of the AA practice of self-examination, inventories and an honest desire to improve.

Thank you for allowing us to be of service,

Warren K, Chair

Tammy C, Secretary

Manuel R

cc. Office Staff

**Intergroup Ad Hoc Committee on
Central Office Operation, Intergroup Policy and Administration**

REPORT #1

The Ad Hoc Committee was created by Intergroup on September 3, based on Board and Intergroup actions in the preceding summer. We began by clarifying our mission and adopting principles and procedures to guide our work: we put our focus on the future, improving Central Office and Intergroup operations, and keeping the principles of AA clearly in focus above past disagreements or personalities. The Mission Statement is provided below. The statement of Principles and Procedures is attached. (Appendix I)

Although the challenges that face Intergroup are significant, we believe Intergroup has a strong foundation in its past practices, group participation, a dedicated and experienced staff, and a willingness to grow from this process.

These preliminary findings represent our best effort and an honest attempt to move Intergroup forward, learning as much as we can from our past, and hoping we can do better in the future. We hope this report and our recommendations will be viewed in a positive light, not with any assurance that our recommendations are best or will be accepted, but in the spirit of the AA practice of self-examination, inventories and an honest desire to improve.

Mission Statement

This Ad Hoc Committee of Intergroup has been called into service to address several concerns that affect the well being of Intergroup, our three Districts, all of our groups and fellowships, and especially to the alcoholics who rely on a strong, effective Central Office and coordinated AA effort in the Greater Fresno Area. The Ad Hoc Committee sees its primary responsibility as follows:

1. Review By-Laws re. duties and responsibilities of each officer and determine if any changes in those duties or other aspects of the By-Laws are needed.
2. Review past and present practices with a view toward developing a Policy and Procedures Manual and Employee Handbook.
3. Consider ways to clarify expectation and cooperation between the Board of Directors and the Central Office staff.
4. Review business practices of the Fresno Alcoholics Anonymous Corporation and the Central Office.
5. Consider other matters and make recommendations growing out of the mediation process.

We consider it important to view this process in a positive framework, as a part of the natural inventory taking all AA's are encouraged to do and a way to seek progress in the way we serve our fellows in and out of AA through Intergroup and the Central Office. To encourage this positive framework, we have adopted a Statement of Principles and Procedures, which we hope all will respect during our work and the consideration of recommendations we make.

BACKGROUND FINDINGS

- The Central Office has served AA members, groups and the community very well since its creation in the late 1960's, being the primary contact for members, groups and alcoholics in need. The staff and volunteers work with a wide range of people and situations, including professionals in our community, wet drunks, and families of alcoholics desperately seeking help and guidance. This basic record of success could not have been achieved without capable and dedicated office staff, many volunteers and officers. To the extent this review is an "inventory," the vast majority of it can be done in "black ink."
- Members and officers tend to have a deep respect for our current staff, their knowledge of AA and their ability to work with a variety of people. Some speak with gratitude and personal fondness for key staff. Opinions and feelings vary, however, with some feeling strongly that some staff lack important skills and that major changes need to be made.
- Despite the dominant respect members and officers have for staff, some staff feel extremely vulnerable, fearing for their jobs, and behaving defensively as a result.
- There is considerable confusion about the By-Laws, the duties and policies governing officers and staff. These stem from inconsistencies and vagueness in the By-Laws, weak and perhaps outdated record-keeping, shifting leadership (a function mostly of our principle of rotation) and changing or lost memories. For example, it is not clear in the By-Laws whether the office staff are hired and fired by the Chair of the Board or the Board as a whole. It is not clear how the Board relates to Intergroup as a whole. And officers have been unclear about the nature and existence of employee working conditions and benefits.
- Financial practices have been marginal from the perspective of procedure, but have not resulted in any significant abuse or major financial discrepancies in the last several years. However, a number of procedural changes have been adopted in the past year and the Treasurer has made a detailed review of accounts to confirm their accuracy. Intergroup is solvent. In fact, its prudent reserve (\$20,500)¹ is large enough to be the source of some controversy, being seen by some as *too* large.
- There is not a clear consensus among past Board members as to who supervises staff, whether and how staff should be evaluated, and whether significant changes need to be made.
- Absence of clear procedures and policies create situations where both officers and staff are subject to criticism for failure to satisfy unstated expectations. There is a lack of checks and balances if either individual officers or staff suffer an outbreak of "ego" or "big-shotism," as we alcoholics are known to do.
- Intergroup and the Central Office are not a business; they are instruments of our fellowship in service to AA groups, members and others who suffer from the disease of alcoholism. While an attempt to run Intergroup and the Central Office on a business model will distort our fellowship and take us away from AA traditions and principles, failure to have clear policies, organized records, and sound financial practices will also result in a disservice to those we serve. Our challenge is to balance our AA traditions and principles, our sense of fellowship, and our care for others, including our staff, with clarity, openness, honesty and accountability.

¹ **Pipeline**, Dec. 2007, p. 12. Amount rounded off for this report.

ACTION RECOMMENDATIONS

1. Revise By-Laws: Primary Purpose and Traditions, Clarity and Accountability.

The first duty assigned to the Ad Hoc Committee was to: “review By-Laws re. duties and responsibilities of each officer and determine if any changes in those duties or other aspects of the By-Laws are needed.” The By-Laws have proven to be confusing, contradictory in key places, and sometimes obsolete. We recommend major changes in the By-Laws to achieve the following:

- Put the focus on AA Traditions and the purpose of Intergroup to help members and alcoholics. Emphasize the need for unity, selflessness and service.
- Make clear that all Intergroup leaders, including office staff and Board member, are “but trusted servants... [who] do not govern.”
- Recognize that groups and members are autonomous and the foundation of Intergroup’s work. State clearly that Intergroup is not a “Supergroup” or “government” of groups, but is here, in part, to assist groups with our primary purpose, coordinate activities the groups have in common, and serve as a resource for groups, individuals and the community.
- Define Intergroup primarily as an instrument of the AA Fellowship within law; not a business venture. Revise By-Laws and policy documents to respect and honor legal requirements, yet remember that AA is a fellowship of recovery and service, not a corporation in its traditional sense.
- Clarify and sharpen the duties of officers, the Board and Intergroup to have clear lines of responsibility and authority.
- Shift most vote requirements to 2/3 (“substantial unanimity”) rather than the current majority.
- Enhance accountability of Intergroup to members and groups and within Intergroup operations, including fiscal planning, annual audits and the power to recall officers.

We also make recommendations to:

- Change the name of Intergroup from the **Fresno Central Service Office of Intergroup Secretaries, Inc** to **Fresno Area Intergroup Association of Alcoholics Anonymous, Inc**. We believe the name change will help people in and out of our community to recognize our Intergroup, emphasizing the Fresno Area for identity. It also adds a direct reference to AA, and removes the misleading implication that Intergroup is merely a meeting of group secretaries.
- Change the name of the **Intergroup Secretaries Meeting** to an **Intergroup Council**, reflecting our current practice of having officers vote, not merely group Secretaries. Similarly, to reinforce Intergroup as an association of **groups**, we suggest changing representatives to **Intergroup Representatives**, not **Intergroup Secretaries**.
- Make terms of officers two years each to parallel national AA and Area AA panel terms of service, and move the election of all officers to December, rather than have three elected in December and two in June.

Legal Review: The committee strongly recommends that Intergroup have an attorney review any revisions of the Bylaws Intergroup wants to make before final adoption.

2. Define Roles of Board, Staff, and Leadership: Put Principles Before Personalities -- and Egos

- Everyone involved with Intergroup is in service to individual AA's, alcoholics and groups who are the heart of our fellowship and primary purpose. Leaders are but trusted servants and so are staff, regardless of title, seniority, etc.
- The Board, Chair, Office Manager and Staff all have roles defined in laws covering non-profit corporations, the By-Laws, and state and federal law. Each officer and staff member must understand and accept his or her role in that organization and be committed to doing their job to the best of their ability – not the job of others.
- Provide accountability at all levels, with ultimate accountability to members and groups. While the Board, officers and staff all have their roles, everyone and every level of Intergroup operations is responsible to some one or some body. The Board is accountable to Intergroup as a whole and the groups that support the Intergroup and the Central Office. The Chair of the Board is accountable to the Board, and through the Board to Intergroup. The Office Manager is accountable to the Board, under the supervision of the Chair or others designated by the Board.

3. Board: Balancing personal relationships, caring & oversight duty

- Balance personal relationships with staff, AA principles of kindness, caring and justice and the trusted servant responsibility of oversight and supervision. Intergroup, Board leadership and the operation of our Central Office all create opportunities and challenges to apply the principles of AA. As one dimension of AA principles and the Steps, each of us tries to be a better person, to be fair, kind, loving, just and tolerant, to “do unto others as we would have them do to us.” When Board Officers, Intergroup Secretaries, GSRs, DCMs and others work with the Central Office and office staff, we want to practice our spiritual principles and relate with personal care and consideration. Yet as trusted servants, we all have a duty to make sure the Central Office and Intergroup serve the needs of groups and members. Officers especially have a duty to maintain standards and policies, in a fair and decent way, and must not shy from that duty out of personal fondness or compassion.
- The Board and Intergroup have a fiduciary responsibility to maintain the proper function of Intergroup and the Central Office, to oversee the proper handling and management of funds and property (e.g., equipment); to maintain fair employment practices, including appropriate pay and benefits, healthy and safe working conditions.

4. Personnel Management: Improve Supervision While Treating Staff with Respect.

- Evaluation and supervision of office staff has been inconsistent, unclear and often lax. There is a lack of clarity about whether staff are evaluated, how and by whom. Indeed, some leaders expressed doubts about the need to supervise and evaluate office staff.
- The absence of regular evaluation leaves staff open to ad hoc critiques and reviews. It deprives staff of positive feedback about the many things they do well, misses opportunities to seek improvements in small steps before larger issues and frustrations

build, and opens Intergroup to liability if discipline of staff or staff terminations seem arbitrary or frivolous.

- We recommend that Intergroup and the Board develop clear structure for handling personnel matters with office staff, including determining who has primary responsibility to supervise and review the office staff, the development of regular, fair evaluation reviews of individual staff and general office operations, and the possible creation of a Personnel Committee to review evaluations and supervisory recommendations in an advisory capacity for the Board and Intergroup.
- In addition, we recommend Intergroup create a Personnel Committee to review evaluations and supervisory recommendations in an **advisory** capacity for the Board and Intergroup, with the Board and Intergroup retaining their regular authority. We suggest having three members, with each District nominating one and the committee as a whole being subject to approval by the Intergroup Council. We believe creating a Personnel Committee and giving it this role will protect Intergroup and the office staff from the dangers inherent in giving too much power to one individual, the Board Chair – or the hazards of “political” divisions among the Board or Intergroup encroaching into the management of the Central Office and personnel decisions regarding office staff.
- Except for Board meetings with some staff present, there has been no regular process for Officers or the Chair of the Board to sit down with office staff to discuss how things are working at the Central Office, problems and suggestions. We recommend that a regular Staff Meeting with designated officers, e.g., Chair and one other, be scheduled at least every three months, with procedures for staff or officers to request other meetings as needed. The goal should be to build understanding and communication and to head off problems before they become crises or sources of resentments.
- Legal issues for non-profit corporations, employment law, insurance and liability and health and safety regulations have grown extremely complex since the early days of AA. Intergroup does not now have a systematic relationship with legal counsel for any of these issues, which could generate enormous liability for the corporation and grief to our groups, members and staff. We strongly recommend Intergroup consider hiring or obtaining volunteer services of an attorney on legal matters including personnel and liability. Board members are rarely qualified for those technical matters, which could embroil Intergroup in costly, serious problems. In that process, Intergroup should discuss carefully the merits and liabilities of requiring an attorney to be an AA, in active practice rather than retired, paid or voluntary.
- Intergroup and the Board have no established procedure or due process if an officer believes a staff member’s performance is inadequate or improper. There is no provision for progressive discipline, which is almost always required in employment law before serious disciplinary action (suspension, demotion or dismissal) can be justified. We recommend that Intergroup develop a clear, fair and humane procedure for reviewing evidence of inadequate or improper staff performance, relying heavily on appropriate legal advice.
- Current By-Laws seem to assume Intergroup’s right to fire an employee “at will.” Especially in California, court rulings have significantly modified what used to be thought of as an employer’s right to “at will dismissal.” Moreover, termination of an employee because of one officer’s judgment or hasty action by a Board majority, is not consistent with basic human decency, fairness or AA principles. This argues further for a clear, established procedure for regular evaluations and a fair, measured due process if officers or others perceive inadequate or improper staff performance. Under Bylaw revisions, we recommend that the Board’s power to hire and

AREAS DEFERRED TO REPORT #2

- **Employee Pay and Benefits**
 - **Office Function and Operations**
 - **Board and Intergroup Meetings**
 - **Technology, Computers and Modernization.**
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Key Issues for Intergroup Decision

1. Should intergroup use Bylaw revisions and this review to change its organizational name to improve recognition and better reflect the nature of our organization structure?
2. Does the name "Intergroup Secretaries Meeting" accurately reflect our current process? Should the name of this meeting and organizational body be changed to a more formal "Intergroup Council" and made the primary governing body of Intergroup?
3. Should intergroup keep the majority vote rule for most actions or adopt the substantial unanimity principle of Concept V, with a 2/3 vote requirement and Right of Appeal, used by the General Service Conference and most AA bodies, such as our Area Assemblies?
4. Should Intergroup add the option of "executive sessions" for legally sensitive matters, such as litigation, personnel reviews?
5. Should we ask for qualification resumes as many AA bodies do?
6. Should we use the AA Third Legacy procedure to elect our officers, using the 2/3 vote requirement and drawing from the hat?
7. Should we modify elections and terms to have two-year terms similar to General Service Conference and Area Panels? Should we elect all officers at the same time or continue electing three in November and two in June?
8. If terms are extended to two years, should that begin in November 2009 and be out of sync with the rest of AA, or should it begin in November 2010? Should the restriction on repeating terms apply to any position on the Board or only the office just held?
9. Should we add a procedure to remove officers for serious violation of Intergroup policy, loss of sobriety, or other major issues?
10. Should Intergroup establish a clear policy of being primarily reliant on group and individual contributions, permitting, but limiting funds raised through retail sales?
11. Do we want to define standards for a 'prudent reserve'?
12. Do we want to add annual audits and budgeting to the Bylaws?
13. Should Intergroup create a Personnel Committee to receive evaluations and make

recommendations to the Board on salary, benefits, evaluation, discipline, termination, etc. If so, how should it be composed?

14. Should Intergroup establish a relationship with at least one or more attorneys to provide legal advice, including a review of the Bylaws? If we do, should this relationship be paid or voluntary? Should we seek only attorneys who are AA members or consider non-AA's?
15. Who should supervise the office staff and do evaluations? Should this be one officer, the Chair, or at least two officers designated by Intergroup as a matter of policy?
16. Should officers with responsibility to oversee the Central Office and supervise or evaluate office staff meet regularly with the office staff to discuss office operations, needs, and concern – other than during Board meetings?

Appendix I

Ad Hoc Committee Principles and Procedures

We have been called into service by Intergroup and elected to this Ad Hoc Committee. The issues and circumstances leading to the creation of this Ad Hoc Committee are serious for the well being of Intergroup, all of our Districts, groups and fellowships, and especially to the alcoholics who rely on a strong, effective Central Office and coordinated AA effort in the Greater Fresno Area.

Although the task is significant and the challenges may be great, it is important for us to keep in mind several basic principles and traditions of AA. They can guide us and help us be of true service, avoiding pitfalls which are common for folks like us.

1. For our group purpose there is but one ultimate authority - a loving God as He may express Himself in our group conscience. Our leaders are but trusted servants; they do not govern. (3rd Tradition)
2. Wherever possible we should seek consensus or unanimity, allowing always for disagreement or minority perspectives. ("Our common welfare should come first; personal recovery depends upon A.A. unity." – 1st Tradition)
3. We should seek to practice the principles of AA in our conduct of this committee, in our relations with Central Office employees, Board members and Intergroup as a whole. This means practicing courtesy, kindness, fairness, justice, and tolerance, if not love. At a minimum, we can ask, "Am I treating others as I would want to be treated?" (Step 10, 12x12)
4. We should be honest in all of our business, being direct, fair and truthful within the framework of prudent confidentiality and legal requirements requiring confidentiality in personnel matters.
5. We should try to avoid being drawn into past personal conflicts of others, sticking with our mandate. We should also guard against accepting rumors or gossip as if it were confirmed truth, and be doubly careful not to spread unconfirmed stories or perceptions.
6. We should try to meet directly with all of the key parties involved, e.g., Central Office staff, members of the Board of Directors, DCM's for our three districts, and committee chairs having frequent contact with the Central Office or Intergroup.
7. What is said in our meetings and discussions should stay in our meetings, unless we make a collective decision to include it in a report. We need to focus on the facts we see, what others tell us that seems to be factual, perceptions (real or believed) that have an impact on the effectiveness of the Central Office and Intergroup – not "who" expresses an opinion

or describes what they believe is fact.

8. Finally, we should encourage those who meet with us and those who have asked us to serve to put "principles before personalities," to look forward to a better operation of AA in our community and to practice the AA principles themselves in every aspect of this process.(12th Tradition)

Respectfully submitted,
Warren K
9/12/07

Adopted by the Ad Hoc Committee 9/26/07

Appendix II

Intergroup Ad Hoc Committee on Central Office Operation, Intergroup Policy and Administration Interview Process & Questions

Mission Statement

This Ad Hoc Committee of Intergroup has been called into service to address several concerns that affect the well being of Intergroup, our three Districts, all of our groups and fellowships, and especially to the alcoholics who rely on a strong, effective Central Office and coordinated AA effort in the Greater Fresno Area. The Ad Hoc Committee sees its primary responsibility as follows:

1. Review By-Laws re. duties and responsibilities of each officer and determine if any changes in those duties or other aspects of the By-Laws are needed.
2. Review past and present practices with a view toward developing a Policy and Procedures Manual and Employee Handbook.
3. Consider ways to clarify expectation and cooperation between the Board of Directors and the Central Office staff.
4. Review business practices of the Fresno Alcoholics Anonymous Corporation and the Central Office.
5. Consider other matters and make recommendations growing out of the mediation process.

We consider it important to view this process in a positive framework, as a part of the natural inventory taking all AA's must do and a way to seek progress in the way we serve our fellows in and out of AA through Intergroup and the Central Office.

Warren K, Chair
Tammy C
Manuel R

Approved 10/10/07

Purpose of Interviews: Within the mission of the Ad Hoc Committee, we hope that all interviews will help us understand the operations of the Central Office, the way Intergroup is administered, and the challenges that have faced officers, staff, and members.

1. We welcome **all** comments and suggestions offered in a constructive manner, with the well-being of AA and service to alcoholics being primary.
2. We welcome written descriptions of staff and officer duties (actual, not theoretical) and we welcome written suggestions as to how positions might be redefined or revised for greater effectiveness. Suggestions for changes of positions should focus on the nature of the

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position, not the persons holding the positions now. (See Ad Hoc Committee Principles #5 & #8.)

3. If documents or records are important, it would be good if you can bring them with you. If not, please make a list of what you think we should see, and we can try to obtain them later. (We do not want to take valuable time during an interview to start searching through files and computer records.)
4. We intend to keep the details of individual interviews confidential and ask you to do the same. However, we will report on findings about problem areas and needs for improvement, of course, without identifying individuals who helped us identify those concerns.
5. We have adopted Principles and Procedures for the operation of the Ad Hoc Committee and are providing those to you. We hope you will review those Principles and Procedures and work with us to maintain the spirit they embody.

Questions

The following questions have been approved by the Ad Hoc Committee and will serve as a basis for interviews with all Office Staff, trusted servants and members.

1. What is your position on the Office Staff, the Board, etc., and how long have you held that position? (If you are a former staff member, Board member, etc., please state the nature of your former position and when you held it.)
2. What are the key areas of your responsibilities?
3. What suggestions do you have for improving office operations or the functioning of Intergroup and the Board of Directors?
4. What items or areas do you see as most important for Policy and Procedures Manual and Employee Handbook? (If you need time to deliberate, you may submit written suggestions confidentially to Warren K, Chair, at a later date.)
5. What problems do you see in the functioning of the Central Office, Intergroup or Board of Directors? Please begin with matters closest to your own area of responsibility.
6. Are there any areas of the By-Laws "duties of officers" which you think need clarification or revision?
7. Is there anything we have not discussed you would like to share with us?
8. Would you be willing to meet with us again if we need a clarification of some of your points or if you have additional comments?

Contacting the Ad Hoc Committee:

Please email any written comments or suggestions to Warren K, Chair at:

warrenk1@comcast.net

Written comments will be shared with the full committee.

