

# OPPM

## OPERATING POLICY AND PROCEDURES MANUAL

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Includes the Corporate ByLaws

As of October 3, 2023



## ADULT CHILDREN OF ALCOHOLICS WORLD SERVICE ORGANIZATION, INC. BOARD OF TRUSTEES

**Note: Revisions to this document made since the October 2012 update are either footnoted or are referenced in the Change Log at the end of the document.**

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# OPPM (Operating Policy and Procedures Manual)

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### **I. PURPOSE OF ACA WSO**

The sole purpose of the Adult Children of Alcoholics World Service Organization (ACA WSO) is to serve the Fellowship of Adult Children of Alcoholics (ACA). It is an agency created and now designated by the fellowship of ACA to maintain service for those who might be seeking, through ACA, the means for recovering from being raised in an alcoholic or otherwise dysfunctional home, through sharing information and experiences with one another and by applying to their own lives, in whole or in part, the Twelve Steps, which constitute the recovery program upon which ACA is founded. (See Bylaw II)

The ACA WSO shall do this by using the 12 Traditions and the 12 Concepts of Service in its deliberations and decision-making process and use its best efforts to ensure that the traditions are maintained throughout the fellowship.

The ACA WSO shall consist of a Board of Trustees (hereafter referred to as the Board) for the purpose of complying with the laws of the State of California, which require a membership corporation to be composed of members. The Board will have all the powers provided for in its bylaws, including selection of Trustees recommended by the Nominating Committee, the selection of officers of the Board as well as responsibilities for disposition of corporate assets. This is all done in the service of the purposes to which the ACA WSO is dedicated.

A member of the Board is subject to the laws of the State of California and is expected to exercise the powers vested in them by law in a manner consonant with the faith that permeates and guides the fellowship of ACA, inspired by the 12 Steps and in accordance with the 12 Traditions and the 12 Concepts of Service.

The ACA WSO may set up new corporate bodies to serve the purposes of ACA, provided that the ACA WSO shall own all of the capital stock of such corporate bodies, and if such corporate body is a membership corporation, its structure shall be in keeping with that of the ACA/WSO. The ACA WSO is expected to refrain from forming any new corporate body if a majority of the fellowship shall disapprove of its formation.

So that the ACA WSO Board may more effectively serve the purposes for which it is formed, an Executive Committee shall automatically be formed, solely consisting of all Officers of the Board, and furthermore that the Board of Trustees shall form any other committees as necessary to carry out its purposes, maintain an office, or storage space, for the archives and ACA WSO equipment, and conduct an Annual Business Conference (ABC).

### **II. BRIEF HISTORY**

In 1983 the Adult Children of Alcoholics groups voted to establish a permanent Central Service Board (CSB) to act as trusted servant to the fellowship of the emerging ACA, responsible for implementation of service activities, and required to report their activities on a regular basis to all affiliated ACA meetings. They found and established immediately a phone and office staffed by ACA to serve as a center for communications and service work.

In 1984, at a Business Conference, groups voted to establish ACA as an autonomous Twelve-Step, Twelve-Tradition organization. It was voted to request the CSB to act as

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the World Service office on an interim basis (IWSO). It was agreed that any and all materials to be distributed to the general fellowship on a regular basis, must be submitted to the CSB/IWSO for review and acceptance prior to any such distribution.

It was determined that the CSB/IWSO would not create an 'Emeritus Status' for CSB/IWSO Trustees.

In 1989, by Ballot, the fellowship voted for the CSB/IWSO to be discontinued and the Trustees continue to serve as the ACA Interim World Service Organization (ACA/IWSO).

In 1990 the fellowship determined that "Interim" be dropped and the ACA/IWSO, by Ballot, became the World Service Organization (WSO) for ACA in 1991.

The principal office of the corporation, for the transaction of its business, is located in Los Angeles County, California. The corporation may also have offices at such other places, within or without the State of California, where it is qualified to do business as its business may require and as the members of the ACA WSO may designate. The Corporate Seal is kept within the ACA WSO office locked files along with its tax-exempt number.

The ACA WSO Board, in its deliberations and decisions, shall be guided by the Twelve Traditions and the Twelve Concepts of ACA and group conscience. The ACA WSO Board shall use its best efforts to ensure that these Traditions and Concepts are maintained, for it is regarded by the fellowship of ACA as the custodian of these Traditions and, accordingly, it shall not itself, nor, so far as it is within its power to do so, permit others to modify, alter or amplify these Traditions, except in keeping with the provisions of the ACA ABC.

ACA WSO Board members function as Trustees of the ACA fellowship. In accordance with Tradition Two, the Board may act for the service of ACA; it shall never perform any acts of government.

### **III. WSO BOARD OF TRUSTEES**

#### **A. General**

The number of individuals seated on the ACA WSO Board shall not exceed 20 at any one time.

Such individuals, hereinafter referred to as Trustees, shall be members of the ACA fellowship who express a profound faith in the ACA recovery program.

Trustees shall not be personally liable for the debts, liabilities, or other obligations of the corporation. (Bylaw IV.4)

Trustees shall have all the powers provided for in the bylaws and which are normally vested in the "Board of Directors" under the laws of the State of California. They may, by general resolution, delegate to committees or to officers of the ACA WSO such powers as they deem appropriate in the service of the purposes to which the Board is dedicated.

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### B. Responsibilities

The general responsibilities of the Trustees are to:

1. Exercise the powers vested in them by the laws of the State of California, in a manner consonant with the faith that permeates and guides the fellowship of ACA, inspired by the Twelve Steps of ACA, in accordance with the Twelve Traditions and Twelve Concepts of ACA, and in keeping with the directives of the ACA Annual Business Conference (ABC).
2. Contribute substantial time in order to perform the service required. This is further explained in the “Qualifications for Board Membership” section below.
3. Perform any and all responsibilities and duties imposed on them collectively or individually by law, the Articles of Incorporation, and/or the Bylaws.
4. Appoint and remove, employ and discharge, and except as otherwise provided in the bylaws, prescribe the duties and fix the compensation, if any, for agents and employees of the corporation.
5. Oversee all agents and senior level employees of the corporation to ensure that their duties are performed according to their assigned responsibilities.
6. Be responsible for advising the ACA fellowship with respect to the areas they represent, especially as it pertains to matters of policy.
7. Serve actively on at least one committee of the Board.
8. Read and be familiar with the content of this document (OPPM) and, until they become incorporated into the whole, be aware of any policy motions that are passed by the Board that impact this document.

### C. Compensation

Per the ACA WSO Conflict of Interest Policy that all Trustees are required to sign, (see Appendix VIII) Trustees may not be compensated for rendering services to the corporation as a trustee,

Trustees shall, however, be paid reasonable advancement or reimbursement for expenses incurred in the performance of their regular duties.

### D. ACA WSO Property

Trustees entrusted with any property of WSO, whether tangible or intangible, including but not limited to addresses, books, funds, keys, literature, meeting information, names, telephone lists, computer and other equipment and other information or property of the ACA WSO fellowship, shall provide exemplary care and utilization of such items during their period of service and shall protect these things from loss, mutilation, or use outside the service of ACA Twelve Step Groups or their individual members.

No person shall interpret ACA WSO material or property entrusted to his or her care as their personal or private property.

Within two weeks after the end of their Board tenure or tenure in a specific role within the organization, Trustees shall return all such property to the Board Secretary, or to the next individual filling that role. In the case of any additions being made to Board property that incurs financial costs, prior approval is necessary and receipts must be provided for reimbursement. **(Motion 2019\_1214)**

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Additionally, upon notification by the Board at any other time and for cause, a Trustee may be asked to return WSO property. This may be done by registered or certified mail, or during an in-person or teleconferenced meeting of the Board at which a quorum is present. Such property shall be promptly returned (within 10 business days) to ACA WSO by turning it over to a designated member of the Board or if requested, ensuring delivery to the ACA WSO office.

### **E. Correspondence**

To ensure that necessary records and documents, paper or electronic, are adequately protected and maintained as determined by the Board and in keeping with the laws of the State of California, the issue of correspondence will follow the guidelines of the ACA WSO Document Retention Policy (See Section (to be added)).

Trustees, when answering mail for the Board, may not speak for ACA, ACA WSO, or the Board unless directed to do so by the Board, unless it is designated to be their responsibility by virtue of their office. Trustees may, however, share their personal knowledge and recovery as long as it is made clear that it is their personal experience. This is appropriate whether the communication is by email or an online forum that may be set up for both Board and Fellowship participation, such as [www.acawso.Slack.com](http://www.acawso.Slack.com), which is in use as of this writing.

Trustees who receive and answer correspondence from the fellowship should do so using a WSO email account or an email account that can be surrendered to WSO when requested. For paper correspondence, the original correspondence and a copy of the reply should be forwarded to the office for filing.

Any correspondence generated or intended for distribution beyond the workings of the Board must be reviewed by the Board for purpose of policy, procedure and Tradition consistency.

### **F. Term of Service**

A single term of service of a Trustee shall be two (2) years. Trustees are eligible to serve a maximum of three (3) terms of service.

Starting January 1, 2019, all new Trustees will commence their terms of service on the day they are installed on the Board, whether that is at the ABC or sometime mid-year. For example, if a Trustee is installed on February 1, 2019, their two-year term will end on January 31, 2021. If they remain on the Board for their full three terms, their service as a Trustee will end on January 31, 2025. However, if a Trustee's term of service starts at the ABC, their official start time will be the end of Day 2, thus making the end of their term the end of Day 2 of the ABC two years hence.

Regional Trustees are required to commit to a minimum of one two-year term of service, in the interest of continuity.

### **G. Vacation, Leave of Absence, and Self-Care**

Self-care is an important part of ACA, and all Trustees should honor their need for rest, renewal, and personal recovery. This should include time off for all Trustees.

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Because time off for any individual Trustee affects others, all Trustees should communicate any planned absences to the greatest extent possible. The Board recognizes that in some circumstances, such as a sudden medical emergency, a Trustee may not be able to communicate with the Board.

Trustees are expected to attend the Annual Business Conference (ABC). Any leave or vacation that conflicts with the ABC must be approved in advance by the Board. The Board, in turn, will strive to honor bona fide emergencies and grant leave when needed, even during the ABC.

### **1. Vacation**

- a) Trustees should generally plan to take up to four weeks of vacation from Board work annually. Vacations are defined as a temporary but substantial withdrawal from normal Board activity.
- b) Trustees should be protective of their vacation and rest time, but they may choose to periodically monitor Slack channels and engage in light Board tasks and communication. Except in emergencies, Trustees are not expected to attend Board- or committee-related meetings while on vacation.
- c) If a vacation requires a Trustee to miss a Working Session, monthly teleconference, strategic planning session, or other significant Board event, they will give the Board as much advance notice as possible.

### **2. Leave of Absence**

- a) Leave is defined as a temporary separation from the Board.
- b) Where possible, leave plans should be submitted to the Board in writing, and include a beginning and ending date. Those seeking leave are encouraged to give at least a general reason for their request, while respecting the Trustee's need for privacy about specifics.
- c) A Trustee may declare a leave of up to six weeks at one time without Board approval. Additional leave must be requested in writing and approved in advance by a Board vote.
- d) Trustees may take leave more than once. In any given year, maximum allowed leave is 12 weeks, unless the Board approves additional leave time. A maximum of six months' total leave may be granted to a Trustee over multiple years, unless the Board grants additional leave time.
- e) Trustees taking leave should, if possible, make themselves available on a limited basis for up to a week to make sure that all necessary handoffs of duties are completed smoothly. This should include providing the Board (as much as possible) with a list of committees and other projects that the Trustee is currently working on.
- f) Once all major handoffs are complete, a Trustee on leave should be removed from Slack channels accessed only by Trustees.
- g) If a Board officer takes leave, the officer's position is considered vacated for the duration of the leave. In the event of a Board officer's leave or vacation, the Board may choose to appoint an interim officer to perform duties normally assigned to the officer.

### **3. Self-Care**

In all aspects of this policy, the prevailing value should be individual and group self-care. Trustees should be open to reasonable accommodations to support other Trustees taking leave or vacation, while setting appropriate limits if essential board functions are compromised. Likewise,

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Trustees taking leave or vacation may be adding to the workload of fellow Trustees and should manage and communicate about a pending absence in ways that reduces any burden to others.

### **H. Commitment to Service**

All members of the Board shall agree to comply with, and be bound by, all terms and provisions of the ACA WSO bylaws as well as the policies and procedures as set forth in this document. As a condition of service, and prior to their election to the Board, potential Trustees shall sign the ACA WSO Suggested Commitment to Service. A copy of this document may either be obtained from the Board Secretary or downloaded from the WSO website. It is also shown on pages 601 and 602 in our fellowship text (BRB).

If a Board candidate is unwilling to sign this document, they must send a statement to the Board explaining their objection. If the Board determines that the reason does not violate the Traditions and is not otherwise objectionable, said statement will be published on the website Repository. This will allow the Fellowship to view such statement and ask questions prior to their election to the Board.

### **I. Categories of Trustees**

There are two categories of Trustees:

1. At Large – from the general fellowship, with not more than two from a single geographic region
2. Regional (see Section III-L below)

Note: It is suggested that, when possible, there be at least two Trustees who reside outside of North America, whether they are At Large or Regional Trustees.

### **J. Board Nominating Committee**

The Nominating Committee was established in December 2017 (see Appendix IV; note that the language in this section of the OPPM supersedes said Appendix if there are any discrepancies.)

1. Purpose - to identify and vet (review the credentials of) ACA members who are interested in serving as Trustees.
2. Goals - committee goals are:
  - a. To represent the fellowship's broad values by making the nomination and vetting process fair and transparent.
  - b. To present candidates to the Board who can capably carry out the WSO's business and service needs.
  - c. Remain aware of the benefits of having a Board from diverse backgrounds.

One Trustee will serve as a non-voting liaison to the committee.

In addition to the qualifications for committee membership listed in Appendix IV, the requirement to have attended six of the previous 12 Board TCs is waived for past WSO Trustees who served a minimum of two years on the Board.

### **K. Qualifications for Board Membership**

The following are the desired qualifications that Board candidates should meet before being

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considered for the position of Trustee. This applies to both At Large and Regional candidates:

1. Continuous attendance at ACA meetings for at least the previous five years.
2. One year or more of combined service to an ACA intergroup, region or WSO committee, with at least six months of active participation on a WSO Committee.
3. Attendance on at least six WSO monthly Board teleconference calls within the previous 12 months.
4. Working knowledge of ACA's Steps, Traditions and Concepts of Service.
5. WSO Trustees may not hold a similar position in another 12-Step Fellowship.
6. Demonstrated skill at working in a group setting and completing projects.
7. Ability to donate substantial time that minimally includes the following:
  - 7.1. Attend at least 3 Board meetings per month.
  - 7.2. Become a working member of at least one standing committee.
  - 7.3. Attend the yearly ABC and AWC.
  - 7.4. Attend the Board's annual Strategic Planning meeting/training retreats.
  - 7.5. Maintain communication with other Trustees as necessary to complete commitments (via email, telephone, and other web-based communication platforms)
  - 7.6. Fulfill any additional commitments of Board membership as deemed necessary.
8. Willingness to sign both the Commitment to Service and the WSO Conflict of Interest Statement.

**Note:** The Nominating Committee can ask the Board to consider exceptions to these desired qualifications. Such a request, and the reason for the exception, will be submitted in writing to the Board.

### **L. Regional Trustees**

A Regional Trustee can be elected to the Board when a vacancy is available and the candidate has been properly presented to the Nominating Committee for consideration.

It is recognized that a Regional Trustee is essentially serving two groups simultaneously, i.e., ACA WSO and their Region. While it should be self-evident about the differences in these roles, the following general guidance is offered to help avoid confusion.

1. When doing general Board work and committee work, which includes attending WSO Board meetings, the Regional Trustee is serving the entire ACA Fellowship rather than one geographical region. This Trustee is, therefore, directly responsible to the entire ACA Fellowship.
2. The Regional Trustee will represent both the minority and majority concerns of those in their Region to the Board. When they become a Trustee, it is understood that their Region accepts on faith that they may have information available to them that perhaps the Region does not have nor will be given, and therefore the Regional Trustee is expected to act in service to ACA WSO to the best of their ability.

### **M. Board Norms of Conduct**

Norms of Conduct were created to help encourage respect and civility in WSO interactions. See Appendix XI. (Motion 2019-0112-07 and Motion 2020-0813)

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### **N. Impeachment/Removal, Resignation, Vacancy**

#### **1. Impeachment/Removal**

In keeping with the Commitment to Service, any Trustee, whether At Large or Regional, may be removed by request or cause. Tradition violations, working outside the boundaries of the Policies and Procedures as set forth in this document or that have become common practice before being added to this document, abuse of fiscal responsibility, or other action seen as adverse to the operation of the Board or in service to the Fellowship, as determined by the majority of the members of the body (the Board or ABC) will serve as just cause.

A Trustee who shall be absent from three (3) consecutive regular monthly meetings of the Board, without notice to the Board, shall automatically be removed from the Board unless such absences are due to emergency situations for which the Board declares exceptions

Absence by a Trustee from four (4) out of 12 monthly meetings is cause for concern and the Trustee will be put on notice.

The Board may declare a Trustee's office vacant who has been declared of unsound mind by a final order of a court, conviction of a felony, or been found by a final order or judgment of any court to have breached any duty under Section 5230 and following the California Nonprofit Public Benefit Corporation Law.

Action for removal may be taken up at any Board meeting in keeping with meeting requirements.

If a Regional Trustee is removed from or wishes to leave the Board, the Region they represent will be notified as soon as possible. In such cases, only a non-confidential reason for termination will be included in any documentation and thus stated in the notification to the Region. Upon request, the Board will have a confidential call with the Region's officers to communicate anything that should not be released as public information.

The Region may then present a suitable replacement to the Nominating Committee.

#### **2. Resignations**

Any Trustee may resign, either effective immediately or effective at a later specified time, upon giving written notice to either the Executive Committee, or the full Board. However, no Trustee may resign if the corporation would then be left without a duly elected Trustee or Trustees in charge of its affairs, except upon notice to the Attorney General of the State of California.

#### **3. Vacancy**

If this Corporation has vacancies on the Board created by the removal or resignation of a Trustee, such a Vacancy may be filled through the nomination process.

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### IV. ACA WSO BOARD OFFICERS

#### A. General

Trustees shall select from amongst themselves the persons to perform the duties of the officers to meet the lawful requirements of the State of California and comply with customary corporation terminology. The officers of this corporation shall be: Chairperson, one or two Vice Chairperson, Secretary, and Treasurer. One Trustee may hold more than one office, except that the Chairperson may not hold any additional officer positions. (Bylaw IV.7) There must be at least three Officers in place at all times, per California code.

Even though certain outside entities require WSO to execute legal documents that may refer to the Chairperson as President or Chief Executive Officer (CEO) or to the Treasurer as Chief Financial Officer (CFO), such terminology may not be used within our fellowship when describing those roles.

Officer titles shall not be used by such officers except in the conduct of ACA WSO business.

Officers shall hold office until the end of the stated term, when he or she resigns, is removed, or is otherwise disqualified to serve. The mere fact that a Trustee's term may not coincide with the full term of an officer election cycle should not preclude that Trustee from being eligible to serve as long as they are able to serve at least one year in that office.

#### B. Elections

The Board will elect officers within six weeks after the Annual Business Conference, and all Trustees ratified by the most recent ABC are eligible to vote. Only trustees ratified by the ABC are eligible to serve as Board officers.

A simple majority of participating Trustees is required for election of an officer. If there are three or more candidates for a specific position and no one gets a majority, a second vote will be held. If a third vote is needed, the candidate or candidates with the fewest votes will be removed from the ballot. Any candidate may withdraw before an additional vote is held.

The first annual officer election will be for the position of chair, followed by vice chair, treasurer, secretary, and two liaisons (Nominating Committee and HR) in that order.

Candidates for any officer position will leave the meeting until Board discussions and the election are complete.

The Board Chair is responsible for ensuring that elections are conducted appropriately but must delegate the responsibility for any office that he or she is running for. (Note: an Appendix will be added with the official election process after it is approved by the Board.)

#### C. Term of Service

The term for Board officer positions shall be one year, from July 1 through June 30 (Bylaw IV.9). Officers may be elected to a maximum of three full terms. If an officer is initially elected mid-term and serves more than six months, they may be elected to a maximum of two additional full terms.

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### **D. Impeachment and/or Removal**

Any officer may be removed with cause by the Board at any time. Cause may be any fraudulent activity affecting ACA WSO or lack of fulfillment of duties of a Trustee.

### **E. Resignation of Officers**

An officer may resign from their office at any time by giving written notice to the Board or to the Chairperson or Secretary of the corporation. This does not mean a resignation from the Board.

### **F. Replacement of Officers**

In the event of a vacancy in any office other than that of Chairperson, such vacancy should be filled temporarily by appointment by the Chairperson until such time as the Board shall fill the vacancy. As long as there are three sitting Officers, the Board has the discretion to not fill an officer vacancy if circumstances dictate, such as the proximity of the vacancy to the next election of officers.

Any replacement Officer elected by the Board will be responsible to serve only the remainder of the term of office to which they are elected.

If a replacement Officer serves less than a year of someone else's term, they are then eligible to run for two full terms of their own. If they serve more than a year as a replacement, they may only run for one additional term.

## **V. DUTIES OF OFFICERS**

### **A. Chairperson**

The Chairperson (Chair) shall be the chief executive officer of the corporation and shall, subject to the guiding principles of this organization, supervise and guide the affairs of the corporation and the activities of the officers.

Other specific duties are as follows:

1. Perform all duties generally attributable by law and custom to such office as may be required by the laws of the State of California, by the Articles of Incorporation and ByLaws of this corporation, or duties which may also be prescribed by the Board.
2. Preside at all meetings of the Board. If the Chair is unable to attend, the Vice-Chair shall preside. If the Chair and Vice-Chair are unable to preside, the remaining Trustees will select which Trustee in attendance will chair the meeting.
3. Execute all legal documents in the name of the corporation, including contracts and other instruments that may be authorized by the Board, except as otherwise expressly provided by law, the Articles of Incorporation, or the Bylaws.

### **B. Vice Chairperson**

In the absence of the Chair or in the event the Chair is unable to act or refuses to act, the Vice Chairperson (Vice Chair) shall perform all duties of the Chair and, when doing so, shall have all the powers of and be subject to, all the restrictions placed on the Chair. The Vice Chair shall have other powers and perform such other duties as may be prescribed by law, the Articles of Incorporation, the Bylaws or which may be authorized by the Board.

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### **C. Secretary**

The Secretary shall perform all duties incident to the Office of Secretary and such other duties as may be required by law, the Articles of Incorporation, the Bylaws, or the Board.

These duties shall include the following:

1. Certify and keep at the principal office and/or on the website, the original, or a copy of the Bylaws, including official amendments to same.
2. Maintain a historical book of minutes of all meetings of the Trustees that comprises all prior action and policies of the Board annually. All minutes are to be completed prior to the ABC. Each meeting's minutes should record the time and place of the meeting, type of meeting, how notice was given, the names of those present or represented, and the proceedings thereof. The minutes must include the ACA logo and the full name of the corporation.
3. Maintain a complete historical record of all approved Motions, to be kept at the principal office and/or on the website.
4. Ensure that all notices are duly given in accordance with the Bylaws or as required by law; be the custodian of the records and of the Seal of the Corporation and see that the Seal is affixed to all duly executed documents, the execution of which, on behalf of the corporation under its Seal, is authorized by law or by the bylaws. If the Secretary is not located at the principal office, the Secretary can direct the custodial actions be handled by the designated Special Worker.
5. Maintain a historical record of Trustees at the principal office and/or on the private area of the website Repository. This record should contain the names and addresses of Trustees, their terms of service, offices held, and in the case where any Trustee resigns mid-term or is asked to leave the Board, record such fact together with the date on which such membership ceased. For all current Trustees, this record should also include emergency contact information.
6. Upon request, exhibit at all reasonable times to any Trustee of the Corporation, or to his or her agent or attorney, the Bylaws, the list of Trustees, and the minutes of the proceedings of the Board.
7. Present the minutes from Board meetings as follows:
  - a) Working Sessions - provide minutes electronically for approval (e.g. via a specific concurrence motion). If a Trustee proposes an amendment to the minutes, this would be taken up at the next Board meeting. However, minor changes to the minutes (e.g., grammatical corrections) can be done electronically.
  - b) Monthly Teleconference (TC) - present the minutes from Board monthly TC for approval at the following meeting.
8. Maintain an updated Book of Motions. When a policy motion has been passed, ensure that the OPPM Committee is notified to incorporate it into this document (OPPM).
9. Ensure that all Trustees, Employees, Committee and Sub-Committee Chairs/Co-Chairs and Vice-Chairs sign a copy of the Conflict of Interest Statement (See Appendix VIII) by the end of April each year. Also ensure that key members of the ABC/AWC Host Committee sign the same document as soon as possible after the Host city is selected, and as new key people are added to the Committees. This should especially include anyone in a position of making recommendations and decisions about venue and vendor choices.

### **D. Treasurer**

The Treasurer shall perform such duties as may be required by law, the Articles of Incorporation, the Bylaws or the Board, and have custody of and be primarily responsible for the management

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of all funds and securities of the corporation, depositing all such funds in the name of the corporation in such banks, trust companies, or other depositories as shall be selected by the Board.

Specific responsibilities shall include the following:

1. Ensure that receipts are given for all monies due and payable to the corporation from any source.
2. Disburse, or cause to be disbursed, the funds of the corporation as may be directed by the Board, ensuring that there is a proper protocol in place for such disbursements.
3. Cause to be prepared and published all monthly and annual financial statements that account for the corporation's properties and business transactions, including assets, liabilities, receipts, disbursements, gains and losses. Note: per motion of the Board in July 2021, the previous month's financials are not required to be presented at the monthly Teleconference when to do so could result in presenting figures that may have to be amended due to month-end time constraints.
4. The Treasurer shall exhibit at all reasonable times the books of account and financial records to any Trustee of the corporation, or to his or her agent or attorney, on request.
5. Render to the Board or individual Trustees, whenever requested, an account of any or all transactions as Treasurer and of the financial condition of the corporation.
6. Prepare, or cause to be prepared, and certify or cause to be certified, monthly and annual financial statements to be otherwise provided in the bylaws.
7. Present, or cause to be presented, all financial information for audit upon official request of the Board.
8. Provide a listing of the contributions to ACAWSO from the ACA fellowship, whether by group or individuals, for publication monthly on the WSO website and annually for inclusion in the ABC Delegate Binder. At no time will the names of individual contributors be divulged.
9. Keep all Trustees informed, at least monthly, of the financial position of the corporation, and annually provide a copy of Form 990 for the Board to review and ask questions before it is filed.

## VI. ACA WSO FISCAL POLICIES

### A. General

The Fiscal Year for ACA WSO is January 1 to December 31 as set by Article Seven (VII) of the Bylaws. Note: All money references in this document refer to U.S. Dollars. Also, groups are defined as meetings, Intergroups and Regions.

### B. 7<sup>th</sup> Tradition Contributions

ACA WSO shall request contributions from ACA groups and members for the purpose of helping to maintain WSO operations and service activities. Guidelines for such are as follows:

1. WSO may only accept contributions from ACA groups and members.
2. The maximum annual contribution by an ACA member cannot exceed \$7,500.
3. The maximum bequest in a will or other instrument that WSO can accept is \$50,000.
4. There is no maximum annual contribution limit from ACA groups.

As noted in Section V of this document, the Treasurer is responsible for ensuring that

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contributions are listed monthly on the website and annually in a report to the ABC Delegates.

### **C. Signatory**

The Board Chair, the Treasurer, and General Manager are the authorized signatories on all ACA WSO accounts. The Board may replace either the Board Chair or the Treasurer as signers on the account with other Trustees by majority vote of the Board.

### **D. Expenditure Approvals**

The Board establishes guidelines for the expenditure of funds, and management of such expenditures to ensure the appropriateness of expenses. The Treasurer ensures that the appropriate level of approval is attained before expenditures are made.

Any expenditure more than \$5,000 for the purchase of a single item or service should have bids from three (3) suppliers, if possible. Acceptance of the lowest bid is not necessarily required. These bids will be reviewed and specifically approved in advance by the Executive Committee for up to \$10,000 and by the Board of Trustees if the expenditure is \$10,000 or higher. Long term contracts, such as those for office rent, etc., are excluded from this requirement.

All potential expenditures must be approved prior to the order of goods or services as follows:

1. Orders of Inventory for resale require approval of the General Manager for purchases up to \$25,000; Executive Committee approval for purchases of \$25,000 to \$99,999; and the full Board for purchases of \$100,000 or greater. These purchases shall be reported by the approving party during the monthly Teleconference.
2. The General Manager is authorized to approve/purchase budgeted operating expenditures for the Distribution Center of up to \$5,000. In the GM's absence, the Treasurer is authorized to approve the same.
3. Non-recurring or non-budgeted expenditures of up to \$2,000 may be authorized by the General Manager. Anything exceeding \$2,000 and less than \$10,000 requires approval by the Executive Committee. Expenditures of \$10,000 or higher, must be approved by the Board. Requests for software should first be vetted by the IT Committee for integrity of the program, overall company usage and longevity, and cost effectiveness.
4. Committees with annual budgets are authorized to spend those funds as needed within the bounds of the committee's work. For other than routine, recurring expenses, or expenditures exceeding budget requests, appropriate paperwork must be completed and submitted to the Treasurer or designate as soon as possible. Amounts less than \$10,000 must be approved by the Executive Committee. Amounts of \$10,000 or greater must be approved by the Board. Sub-committees must get sign-off from the Primary Committee, e.g., the PSC Committee signs off on H&I non-routine expenditures.

### **E. Reimbursement**

Expenses incurred by Trustees, Special Workers, and authorized volunteers are reimbursable if they are deemed to be directly related to carrying out the business of the WSO. (See Appendix IX - Travel Reimbursement Policy.)

To receive reimbursement for an appropriate expense, the currently authorized expense form must be submitted to the Treasurer, or designate, with an original or copy of verification of the expense. The Treasurer, or designate, will review the documentation for completeness and direct the disbursement of funds. The Board Chair approves reimbursements for the Treasurer.

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Reimbursement requests should be submitted within 30 days of the expenditure. If the expense report is not received within 30 days, then minimally estimated expenses must be submitted with the full expense report turned in within the following 30 days. Any expense reports not received within 60 days of the expense will be forwarded to the Executive Board for approval.

Reimbursement should be received by the submitting person within a maximum of 30 days.

### **F. Records/Reports**

The Treasurer is responsible for ensuring that all financial reports are prepared monthly and/or annually, as noted in Section V.

### **G. Committee Budgets and Reimbursement**

Each committee and sub-committee of the Board of WSO will be asked to present annual budgetary requirements to the Finance Committee to cover the following fiscal year. Standing and Ad Hoc Committees are entitled to at least a \$600 annual budget. If a larger budget is required, it must be documented and approved by the Board, either separately or as part of the overall approval of the Annual Budget.

Any proposed expenses over budget must be approved according to the Expenditure Approvals Section above.

Unused funds are not carried over to the next fiscal year.

### **H. Accounting Policies**

All purchases of Fixed Assets or Intangible Assets made by the WSO under \$1,000 will be expensed rather than capitalized and depreciated or amortized. This is effective as of 1-1-17.

### **I. Special Worker Salaries**

While the total monthly amount for all salaries paid for Special Workers is included in the Profit and Loss Statement each month, ACA WSO does not require that individual salaries of Special Workers be published. Therefore, after the Board approves motions for new hires or salary raises, no monetary figure will be included in the book of motions or teleconferences. However, in the case of motions to approve raises, the percentage of increase must be included in the motion.

## **VII. PLACING ISSUES BEFORE THE BOARD**

Issues can be brought before the Board in various ways.

1. By contacting a member of the Board.
2. Through a Committee of the Board.
3. During the Guest commentary portion of the Board's monthly Teleconference.
4. By submission of a proposal for the Annual Business Conference.
5. By exercising the Right to Petition, which Groups may use to request that the Board reconsider any issue(s) previously considered. (See Appendix I)
6. Complaints involving volunteer, including Trustees (See Appendix XII)

## VIII. BOARD MEETINGS

### A. Meeting Notice

All Trustees must ensure that the Secretary of the corporation has current contact information at all times, i.e. address, phone, email and an emergency contact.

All Trustees are made aware of the schedule of Board meetings when they join the Board, and are personally responsible for following that schedule. The Board Secretary is responsible for informing Trustees of changes to the schedule.

In the case of any Special Meetings of the Board, Trustees will agree upon a specified time and date. All efforts will be made to ensure that as many Trustees as possible are able to attend.

### B. Types of Board Meetings and Schedule

The Board holds the following types of meetings:

1. **Monthly Public Teleconferences:** held on a teleconference line on the second Saturday of each month at 2 P.M. Eastern Time (North America), unless special circumstances dictate otherwise. In that event, the teleconference shall be held at the day and hour designated by the Board. The Board Secretary will be responsible for having a prominent notice placed on the website.

Teleconference information is posted on the website. This type of meeting is intentionally public and is held for the purpose of helping to maintain transparency of operations. Because they are Board meetings, during the formal agenda portion, the only participants are Trustees and those invited by the Board to contribute, such as committee members. At the conclusion of the formal agenda, guests are invited to make comments and ask questions.

2. **Non-Public Board Meetings/Working Sessions:** The Board will hold additional meetings each month for the purpose of conducting corporate business. Two working sessions will take place each month on the second and fourth Thursdays. Additional such meetings may be held as needed. All Trustees must be informed of such meetings in a timely manner. These meetings may only be held if a quorum of Trustees is available. Minutes are to be taken, and any motions from such meetings are to be placed on the agenda of that month's Monthly Teleconference. Such motions must indicate the date of the meeting, those not present, and the voting results.
3. **Emergency Executive Committee Meetings:** In such case as may be necessary for the purpose of conducting corporate business, the officers may call an emergency meeting to handle a critical item of business and inform the rest of the Board immediately of any action taken.
4. **Strategic Planning Meetings:** At least once per year the Board will meet for a face-to-face Strategic Planning Meeting. It is recommended that an additional such meeting be held after the ABC if logistically possible. All efforts should be made to ensure that such meetings are held at a time when every Trustee is able to attend.
5. **Confidential Board Meetings:** When a matter is considered extremely sensitive in nature, the Board may elect to have confidential meetings which will not be recorded nor will minutes be required to be published. These meetings are only held with at least a quorum of

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the Board present, and are sometimes referred to as Executive Sessions. Examples of such are sensitive personnel matters or discussions about items that may have legal ramifications.

### **C. Monthly Teleconference Agenda**

When possible, motions to be considered during the Monthly Teleconference should be sent to the Secretary seven (7) days prior to the meeting for inclusion on the published agenda. If the issue is determined by the Executive Committee or the Board to need clarification, Committee review, or submission to a Committee for comment before action can be taken, the item may be deferred until a later time.

The agenda is to be posted on the website at least three days before the meeting.

New items of business, including motions, may be added to the Agenda by Trustees and with Board agreement during the Teleconference.

### **D. Board Meeting Protocol**

Decisions are made by the group conscience of those Trustees present at any meeting where a quorum is present.

A consensus must be reached in order for a motion to be passed. If a Trustee expresses a concern and wishes to block a motion, also known as a blocking concern, the motion must be discussed. If the Trustee who raised the blocking concern does not agree to the motion after discussion or if the motion is not rescinded by the proposer of the motion after discussion, a roll call vote will be taken.

Robert's Rules of Order will be used as a guide whenever a procedural issue occurs that is not covered by the Bylaws, the Traditions or this document.

A parliamentarian may be appointed by the Board to assist the Chairperson.

### **E. Quorum**

A quorum of the Board is necessary for any regular motions to be considered and voted on by the Board.

A quorum is defined as follows:

1. For a regular Board meeting, quorum is a simple majority - 50% plus one, e.g., with ten Trustees, a quorum is six (6), i.e., one-half (5) plus one.
2. For a change in any ByLaw, quorum is 75%. (See sub-section I regarding ByLaws changes.)
3. For an emergency Executive Committee meeting, quorum is at least three of the currently serving officers of the Board.

Any meeting held at which a quorum is not present may still be held for the purpose of providing Committee updates, and in the case of the Monthly Teleconference, providing time for guest questions and comments. However, the only motion that the Chair may entertain at such a meeting is a motion to adjourn.

Once a quorum is established, if one or more Trustees will have to leave the call, thereby losing quorum, motions should be entertained first in the agenda.

Once quorum no longer exists, motions may not be discussed.

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If no more than one-third of the Trustees are present, the meeting may be adjourned and an official notice/record shall be placed on the website citing the reason for the adjournment.

### **F. Board Motions**

The Board may pass motions at any time for the sake of efficiently conducting the business of ACA WSO.

To maintain transparency for the fellowship, all motions passed by the Board must become part of the official record of a public meeting, whether that is a Monthly Board Teleconference or the Board meeting that immediately follows an ABC.

Motions passed by the Board can emanate from a Trustee or a Committee.

When Committees recommend motions, the Board decides if it will entertain the motion. If so, the official motion will be considered as sponsored by that committee.

1. Urgent motions passed outside of a Board meeting:
  - a. The Presenter of the motion must ensure that all Trustees vote on the motion.
  - b. No matter what online media is used to consider the motion, the Presenter must email the motion, final vote, and significant discussion to the full Board.
  - c. The Board Secretary will ensure the motion is on the agenda to be read into the record at the next Monthly Teleconference
  - d. The first person who concurs with such a motion is considered to be the one who seconded the motion.
2. Motions passed during a non-public Board Meeting:
  - a. These are new motions that have not previously been voted on and enacted.
  - b. The results of such motions are read into the record at the next Monthly Teleconference.
  - c. Any discussion cited with the motion should be brief and include only motion-specific language.
3. Recalling or amending previously passed motions:
  - a. If a motion has been passed but has not been acted upon, a new motion must be created to recall the original motion. Both motions will then reference each other in the Book of Motions.
  - b. If a previously passed motion is to be amended, a new motion must be made and both motions notated.

### **G. Voting**

When the proper quorum or majority is present, every act or decision made by a majority of the trustees present at a meeting duly held is the act of the Board.

The minority voice is important and ought to be recognized at all times. Yet once an issue has been decided, it is expected that all Trustees will accept the decision and go forward in compliance with it.

#### 1. Absentee Voting

A Trustee who will be absent from a Board meeting due to mitigating circumstances or compelling limitations acknowledged and approved by a majority of the full Board, will be

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allowed to vote by absentee ballot. Such Trustees will inform the Board Secretary by email of their vote on agenda motions.

However, if such motion is substantially modified during the meeting, the absentee vote will be noted for the original motion but will not be viable for a substantially modified motion. If there is a difference of opinion among Trustees about what constitutes a substantial modification on a motion and a quorum vote cannot be reached, the motion will be held over.

### **2. Substantial Unanimity**

When substantial unanimity is required, agreement of 75% of the members of the full Board is needed.

### **H. Board Agreements – Group Consensus**

The Board sometimes addresses issues that only require agreement rather than a formal motion. In such cases, a group consensus is sufficient, e.g., asking the Board for permission to get bids on a project.

## **IX. EXECUTIVE COMMITTEE**

### **A. Members**

The Executive Committee (the EC) shall consist of the four Corporate Officers: Chairperson, Vice Chairperson, Secretary, and Treasurer.

### **B. Powers and Authority**

The Board shall delegate to the EC any of the powers and authority of the Board in the management of business and affairs of the corporation, except said committee may not:

1. Approve of any action, which, under law or WSO Corporate ByLaws, requires the approval of the proper majority of the full Board.
2. Fill vacancies on the Board.
3. Amend or repeal existing ByLaws or adopt new ByLaws.
4. Amend or repeal a resolution of the Board.
5. Create committees of the Board.
6. Approve a transaction to which this Corporation is a party and in which one or more of the Trustees has a material financial interest.

By majority vote of its members, the Board may at any time revoke or modify any or all of the authority so delegated to this Committee.

The EC shall be responsible for ensuring that all other committees of the Board are complying with their responsibilities.

### **C. Meetings and Minutes**

The EC shall meet on the first and third Thursdays of each month and will keep minutes of its proceedings and actions. Monthly reports must be submitted for posting on the Service website prior to the Board's monthly Teleconference.

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### **X. COMMITTEES**

#### **A. General**

WSO committees are composed of ACA members, including Trustees, as well as an occasional non-ACA member, such as a WSO Special Worker or a subject matter expert.

All committees are referred to as Committees of the Board. The term “committee” in this section refers to the primary committee and any sub-committees or other groups associated with the committee.

There are two general types of committees: Standing and Ad Hoc.

1. Standing Committees: permanent committees that meet regularly throughout the year.
2. Ad Hoc Committees: temporary committees that meet regularly until their defined purpose is accomplished.

The purpose of WSO committees is to respond to the needs of the fellowship within specific areas of service and help carry the message.

Committees are created or disbanded by appropriate motions of the Board and/or the ABC.

Committees shall attempt to have a varied membership, including geographically, where possible, so that all members of the fellowship have an opportunity to grow through giving service.

Meetings and actions of committees shall be governed by the same policies and procedures that apply to meetings of the Board (see Section VIII of this document). Committees should establish regular meeting schedules and publish them for the benefit of their committee members, the Board and the fellowship.

A Mission Statement must be written and submitted to the Board for approval at the committee’s inception, or as soon thereafter as possible. Changes to Mission Statements must be approved by the Board.

#### **B. Annual Board Review of Committee Structure**

Each year, between July and mid-November, the Board will review the existing roster of committees to ascertain that it best serves fellowship needs, and add, subtract or combine WSO Board committees as needed. The Board is strongly encouraged to consult with affected committees before making changes to the existing committee roster. The Board also may extend the review deadline if needed.

#### **C. Trustee Participation**

Trustees may join any Committee as a member.

Trustees may attend any Committee’s meeting(s) without becoming a member of that Committee, provided prior notice is given to the Committee Chair before attending. In such cases, they should discuss participation guidelines with the Committee Chair.

Trustees may add themselves to any closed committee channel in Slack, but they need to be respectful of the Committee by giving prior notice to the Committee Chair. In such cases, they

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should act as observers and send any questions or comments in a direct message to the Committee Chair.

Trustees who chair a Collaboration Committee are automatically added to the Slack channels of the Committees that are part of that Collaboration Committee.

### **D. Committee Leadership**

To ensure continuity and the spiritual principle of rotation of trusted servants, candidates for either chair or vice chair should be eligible to serve at least a one-year term as committee chair. Consistent with the Commitment to Service and Concepts, former officers are encouraged to provide space for their successors to have the authority needed to perform their service role.

Consistent with Concepts 3, 10 and 11 and Tradition 9, the Board of Trustees confirms committee chairs and vice chairs, using the following process:

1. Committee chairs and vice chairs may serve a maximum of three one-year terms, starting at the Annual Business Conference following confirmation by the Board and ratification by the delegates.
2. Committee members are asked to nominate or affirm, by mid-December, chairs and vice chairs who meet eligibility requirements in the OPPM. The Board will review all nominees and decide whether to approve them or select other candidates by the end of January. Chairs and vice chairs will be announced at the February teleconference.
3. ABC delegates will be asked to ratify committee chairs and vice chairs at the conclusion of each committee's report.
4. When a committee chair or vice chair leaves the position before completion of their term, the committee will notify the Board so that a person can be appointed to complete the term. If a replacement chair or vice chair is confirmed and serves more than six months before the next ABC, they may seek a maximum of two additional one-year terms. If they serve less than six months in a replacement capacity, they may seek a maximum of three one-year terms.
5. The selection of subcommittee chairs and vice chairs is delegated to the committees.

The following are suggested eligibility criteria to serve as ACA WSO committee chairs, cochairs, or vice chairs. Committees may nominate candidates who do not meet every item on this list, but where that occurs, they should explain to the Board why the committee believes that specific criteria should be waived.

1. Continuous attendance at ACA meetings for at least the previous two years.
2. One year or more of combined service to an ACA intergroup, region or WSO committee, with at least six months of active participation on the WSO Committee they would be chairing.
3. Attendance on at least three WSO monthly Board teleconference calls within the 12 months prior to becoming chair.
4. Working knowledge of ACA's Steps, Traditions and Concepts of Service.
5. WSO committee chairs and vice chairs may not hold a similar position in another 12-Step Fellowship.
6. Demonstrated skill at working in a group setting and completing projects.
7. Ability to meet all committee meeting requirements, attend monthly Board

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teleconferences, and comply with all OPPM guidelines related to committee officer service.

8. Willingness to sign both the Commitment to Service and a WSO Conflict of Interest Statement.

### **E. Committee Membership and Operations**

While following the guidelines of the OPPM, the Traditions and the Concepts of Service, committees may generally choose how they operate. This includes the level of participation required by committee members (especially if the committee is deadline driven), the number of members they can reasonably accommodate, and the number of meetings a member may miss because of the nature of the committee's work.

To help members stay informed, and new members to get acclimated, committees are required to produce reports, as noted below, and should provide a communication channel for committee work. They are also encouraged to have a general communication channel for prospective members to learn about their work.

### **F. Responsibility/Accountability**

Committees are accountable to the fellowship, through the governance of the Board. Any actions they wish to take that propose to establish new policy or impact the fellowship as a whole must be approved by the Board.

Committees are held fiscally responsible and are funded by ACA WSO according to their needs.

The committee chair is responsible for ensuring that the committee fulfills its reporting obligations per the section below.

### **G. Reports and Notifications**

The business and progress of each committee shall be explained through three types of written communication: a statement of major strategic goals, monthly business reports, and annual business reports to the ABC.

1. The Committee's top three strategic goals for the coming 12 months should be drafted and updated at least once a year and submitted to the Board for periodic review. Major strategic goals should clearly align with the Committee's statement of purpose and directives transmitted to the Committee by the Board. They should be posted on the Committee web page, and prominently listed in all monthly and annual reports.
2. A monthly report must be submitted for posting on the WSO service website, at least three days before the monthly teleconference. This report should include the committee's statement of purpose, a brief list of strategic goals, major activities of the previous month, and major decisions by the committee and its subcommittees.
3. Annual: a report of each committee's activities covering that covers the past fiscal year (January 1 through December 31) with an addendum to cover significant actions after the first of the year and prior to the Annual Business Conference. This report must be submitted to the ABC Committee Chair, or designated alternate, within the timeframe required. All annual reports should include the committee's statement of purpose, top strategic priorities for the year completed and the year to come, and a list or chart of major work in progress.

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4. Meeting recordings and minutes: Committee meeting minutes will not be stored on the WSO service website. If a committee chooses to keep such minutes, it is responsible for storing them or turning them over to the Archives Committee. If recordings are made of committee meetings, such recordings should be deleted within three months.

### **H. Proposals/Motions**

Any Trustee on a committee or who serves as the liaison is responsible for presenting recommendations/motions that require Board approval. When possible, motions should be presented to the Board Secretary at least five days prior to the teleconference in order to be placed on the agenda.

### **I. Correspondence**

Committee Chairs and/or members who have received and answered paper correspondence from the fellowship will forward a copy of all such correspondence to the office for filing.

Committee members should use WSO provided email accounts in order to document all correspondence, including communication with the fellowship at large.

Any correspondence intended for distribution to the fellowship by a committee must be consistent with ACA WSO policies, procedures, and Traditions. Trustees associated with committees are directly responsible for this consistency.

### **J. Professional Advisory Committee**

ACA WSO may have Professional Advisory Committees composed of persons who have a particular expertise that the Board and/or Fellowship require from time to time.

The function of such a committee would be to furnish professional counsel and guidance to the ACA WSO in the development of sound policies and the conduct of activities on the highest possible level. Such committee members will be evaluated based on their qualifications and ability to serve.

Advisory committees shall act only in advisory capacities to the Board and shall be clearly titled as "advisory" committees.

## **XI. ACA WSO OFFICE**

### **A. General**

A priority of the ACA WSO Board is to provide an accessible office that offers recovery information of the ACA Twelve Step Program to everyone.

WSO employs special workers (Staff) who provide a number of services, including, but not limited to the following:

1. Answering phone and mail inquiries.
2. Providing information for those seeking recovery through attendance at ACA meetings.
3. Facilitating the sale and distribution of merchandise and WSO conference-approved literature.
4. Distributing information to the therapeutic community and the public.
5. Maintaining the list of ACA meetings, Intergroups and other service levels.

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6. Maintaining files for financial records, contracts and other legal documentation, original copies of WSO literature files, archival information about the fellowship and other important correspondence.
7. Ensuring that the proper flow of information happens among appropriate Trustees, committees, Staff and vendors.

The office will be in charge of assuring that all computer records are properly backed up in case of data failure.

### **B. Group Registrations**

All ACA Twelve-Step, Twelve-Tradition affiliated Meetings, Intergroups, and Regions (Groups) are eligible to register with ACA WSO. (Bylaw III 2.) Additional layers of the ACA WSO Service Structure are included as they are created.

Groups shall register online and must include the following information:

1. Group name
2. Location
3. Time and day of meeting
4. Public contact information to be published with the meeting listing
5. Primary contact information, including an email address; this information will be kept confidential by WSO and used solely for the purpose of communicating with the group

Providing this information and a group's subsequent listing on the WSO website indicates their agreement to abide by the ACA 12 Traditions. Meetings that do not follow ACA's 12 Traditions will be delisted.

All groups are encouraged to update their information at least annually on the WSO website to ensure receipt of information sent from WSO, including the ABC Ballot and ABC Registration, as well as other announcements that may be sent out from time to time.

The use of the ACA trademark, as shown on the cover of this document, shall be limited to only those groups registered with ACA WSO for the purpose of identification for meeting listings, names, notifications, locations, etc.<sup>1</sup>

### **C. Correspondence**

Trustees and Committees may send form letters or similar communication to the Staff to be mailed to the Fellowship. After the Staff has formatted the material, it should be returned to the Trustee or Committee for review before being sent out.

All such material will carry the ACA WSO logo.

### **D. Document Retention**

(To be added)

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<sup>1</sup> Clarification of Trademark and Logo guidelines is under revision for legal conformity.

## **OPPM (Operating Policy and Procedures Manual)**

### **E. Oversight Committee**

The purpose of the Oversight Committee is to maintain contact with the office management to ensure that all operations are running smoothly, that policies are being followed, and that the Staff has the resources they need to do their jobs.

This committee shall be made up of Trustees and volunteers with specific business and technology expertise. This committee should include at least one member of the Board's Executive Committee.

### **F. Office and/or Distribution Center Closure**

Should funds not be available to maintain a physical office and/or Distribution Center, the Oversight Committee shall

1. Present to the Board a structure for continuing the outreach efforts of ACA.
2. Present a plan of how to close down the Office and/or Distribution Center.

Once these items are approved, under the direction of the Executive Committee, the Oversight Committee shall do one or all of the following things, depending on the situation:

1. Lay off any paid staff with a letter of recommendation.
2. Place all records in storage at a place determined by the Board.
3. Set up systems for answering phones, handling mail, maintaining the website and meeting database updates.
4. Dispose of all excess equipment with an accounting of items and monies received.
5. Create any procedures necessary to maintain whatever services that will continue to be offered.

Should the above plan be unworkable due to lack of funds, or trustees, the remaining Officers and Trustees shall dissolve the corporation in keeping with Bylaw Article XII for dissolution of ACA WSO.

Any actions taken should meet the criteria set by the IRS in keeping with WSO's not for profit status.

A letter describing the above actions will be mailed to all affiliated Groups.

## **XII. ACA WSO LITERATURE**

### **A. ACA WSO Literature Policy**

ACA WSO has an open literature policy. This means that ACA groups have the right to use non-conference approved literature, conditional upon their group conscience and that various other considerations are taken into account, e.g., that the ACA 12 Traditions are used as their guideline, etc.

WSO conference-approved literature should be easily understood and give individuals practical help in grasping and working the ACA program. ACA literature should support emotional sobriety, self-love, and gentle reparenting.

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All ACA conference-approved literature carries the ACA logo and copyright. ACA literature may not be copied, reproduced, or redistributed, except as permitted in sub-section I below.

### **B. Literature Development**

Additional explanation of the WSO literature development process, including a submission address, is available on the WSO website.

Generally, ACA literature is any book, trifold, booklet, or other format (including ebooks and audio books) that communicates information relevant to ACA recovery and can be individually purchased or downloaded.

Any ACA member or group is invited to submit proposals at any time to create or revise ACA literature. Proposals also may come from the WSO Board and Literature Committee itself. Development, evaluation, design and publication of new literature can take years to complete. Evaluation also involves a wide range of ACA members and viewpoints. In proposing new ACA literature, an author should be motivated by service, and surrender any notion of personal ownership.

### **C. Submitting Literature Proposals**

Except for trifolds, which can be submitted in their entirety, initial proposals for new literature should be brief and should not include a full manuscript. For textbooks or workbooks, an outline and a maximum of 1-2 chapters is encouraged. A cover note, with contact information, should answer these questions:

1. How is the proposal different from existing ACA literature?
2. What fellowship recovery need does the proposal address? And is there any specific audience that the literature is intended to reach?
3. Is it best described as a tri-fold, a small booklet, a textbook/workbook, a workshop guide, or something else?
4. Who is the author or team of authors?

When an individual or group submits a piece of literature to WSO, they must sign a release form that gives WSO the right to make changes and/or include it in a larger publication. Where space permits, the originating group or individual will be given credit in an acknowledgement section.

### **D. Evaluating Literature Proposals**

Proposals are placed in a queue, which is periodically updated, and evaluation priorities are determined based on perceived benefit to ACA's broad global fellowship. This includes budget considerations and whether the needs of non-English-speaking ACAs are being met.

1. Fellowship Submissions: The Literature Committee, aided by the Literature Evaluation subcommittee, will evaluate submissions and determine their viability for Board consideration. Evaluators may communicate directly with the authors to ask questions and propose suggested revisions and publication strategies. An item also may be placed in the Best Practices section of the ACA website so that the fellowship may have an opportunity to experiment with proposed literature and give feedback.

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2. Internal Development: The Literature Committee may add a literature piece to the queue based on feedback from the fellowship. The Literature Committee will assign an author, and consult with the evaluation subcommittee during development.

### E. Literature Evaluation and Approval

#### 1. General

Regardless of whether a proposal is submitted directly to the Literature Committee, approved as an ABC motion or ballot measure, or developed internally by ACA WSO, all Literature projects must go through the same evaluation and approval process before they may be considered Conference-approved literature. This process includes a documented, in-depth fellowship review (fellowship review mode) period, and revision process overseen by the Literature Committee.

- a. Projects submitted to the Literature Committee will be assessed by the Literature Evaluation subcommittee, in accordance with criteria posted on the ACA WSO literature pages. Authors will be notified whether a project is considered suitable for publication. Under the Right of Petition, they may ask the Literature Committee for further consideration.
- b. A favorable ABC vote on a new proposal, such as one submitted through a ballot measure, is an approval of the concept, not approval of the literature. Such a vote directs the Literature Committee to form a development team, to move the project to possible publication and eventual Conference approval. The development team would include the author(s) or backers of the ballot measure if they choose to participate.
- c. If the Board of Trustees determines that a project referred by the ABC is not appropriate for publication, the Literature Committee will notify the project's proposers and report this to the next ABC. ABC Delegates may accept the Board of Trustees' decision or direct ACA WSO to continue development of the project.
- d. Projects developed internally by ACA WSO will be assessed by the Literature Evaluation subcommittee for their suitability for publication. Revisions will be suggested or implemented as needed to advance the project.
- e. Once a project is considered ready for fellowship review, it will be forwarded by the Literature Committee to the ACA WSO Board of Trustees with a recommendation that a publishing budget and release schedule be set.

#### 2. Fellowship Review and Revisions

The most important evaluation of any new ACA literature being developed is performed by the fellowship at large. New literature projects will be made available to the fellowship for six months to three years of fellowship review. During fellowship review mode, ACA WSO may sell paper and digital copies of the publication, prominently identifying the project as a fellowship review mode version that is not yet Conference approved. The fellowship at large is encouraged to read and use the publication as it would any other ACA WSO literature. An accessible online feedback system, along with clear, prominent instructions will be provided to submit written feedback to ACA WSO.

The Literature Evaluation subcommittee will review all collected feedback, and at the end of the review period, it will assess whether the publication is of value to fellowship recovery. It also will make any needed revisions based on feedback.

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Once the fellowship review mode is complete, the Literature Evaluation subcommittee will submit the completed manuscript, as well as a report on fellowship feedback and any significant edits made as a result, to the Board of Trustees. If the Board of Trustees decides not to forward the publication to the ABC for final Conference approval, it will notify the next ABC. ABC Delegates may accept the Board of Trustees' decision or direct ACA WSO to continue development of the project.

### 3. Final Conference Approval

Each year, the Board of Trustees will determine by the January teleconference what literature it is forwarding to the ABC for final Conference approval. Electronic access to each publication will be added to the ABC web page, and to the ABC delegate binder, so that delegates may access the publication at no cost. WSO will give delegates no-cost access to each publication in advance of the ABC. The Literature Committee and Board of Trustees will submit a statement of the publication's purpose to ABC delegates, along with a report documenting fellowship at large feedback and resulting revisions.

The Literature Committee will host an information session regarding projects that will be submitted to the Conference, and will invite registered ABC delegates to attend this meeting. Delegates are strongly encouraged to familiarize themselves with new literature projects before voting on whether to grant Conference approval.

Final Conference approval, based on extensive fellowship review, affirms that a piece of literature reflects the experience of the fellowship at large and is considered helpful to ACA members and groups in furthering recovery. Because of its unique status, Conference-approved projects will feature a specified labeling and logo use, to clearly distinguish them from other ACA WSO literature projects. Even after conference approval is granted, the fellowship may continue to send comments and request additional revisions.

Further information is available in the "Logos Use for Literature Projects" section of the literature policy.

### **F. Digital Literature**

Digital literature may be considered in addition to, or in place of, hard copy publication. This decision will be made as part of the overall publication, pricing and distribution plan.

Where a digital format is approved, Literature Committee special workers will make all needed preparations for selling e-publications online. The Literature Chair reports the sales and royalties to the Treasurer and accountant, as well as report the sales volume in the Literature Committee Monthly Report.

### **G. Policy for Reproduction and/or Distribution of WSO Books and Literature**

This policy provides general guidance regarding this topic.

All ACA WSO books and literature have been copyrighted and the initial point of supply/sale must be through WSO. The resale of purchased books and literature is authorized without further restrictions.

**NOTE:** Sections of WSO-sanctioned translations in development may be reproduced for use

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within a meeting. Such copies must have a watermark that says property of ACA WSO and may not be sold to anyone or distributed outside of meetings.

1. **ACA WSO Copyrighted Books:** Any reproduction of these books in whole or in part is not authorized except as described below for use within ACA meetings.

Registered ACA groups may only reproduce limited extracts of up to 5 pages for use within their meeting. ACA members and visitors should be encouraged to purchase their own copy of these books for their personal use.

2. **Tri-folds:** WSO tri-folds are available for free download from the [adultchildren.org](http://adultchildren.org) website. Reproduction is authorized for use in ACA groups as well as for general outreach purposes. Counseling and related facilities are also authorized to reproduce our tri-folds for free distribution to their patients and their extended practice.
3. **ACA Booklets:** Reproduction of these items in whole or in part is not authorized except as described below for use within ACA meetings.

Registered ACA meetings and Intergroups are authorized to make copies for use within their meeting on a limited basis. Such copies may not be distributed outside of a meeting.

**ACA Group Websites:** Except in the case of resale of books and materials, WSO requests that group websites direct users to [www.adultchildren.org](http://www.adultchildren.org) for purchase and/or download of ACA copyright materials. In no case should any website provide any WSO copyrighted material for download that is not otherwise available for free download.

### H. Translations of WSO Books and Literature

The WSO encourages ACA members to translate our literature into their native languages as an outreach to their community and local ACA meetings. However, such translations must be in accordance with policies established by the WSO. Those involved in such translations must sign a translation agreement acknowledging that the copyright and ownership of the translations are to be the property of WSO. In no case will such translations attempt to blend the ACA message with any non-WSO approved books or materials. Procedures and guidance will be provided by the WSO to ensure such translations are accurately translated and retain the message of the source copyright materials.

Additional guidance on translation is available on the Literature Committee section of the website Repository, and from the Literature Committee staff.

	Standard ACA WSO Logo
	Fellowship Review Mode Logo
	Conference Approved Logo
	Fellowship Reviewed / Conference Approved Logo



### I. Logo Use for Literature Projects

Final Conference approval reflects a unique consensus of endorsement—including the fellowship at large, ABC Delegates, and the Board of Trustees. Therefore, a prominent, center-placement of the ACA WSO logo on publication covers, and on introductory pages, is reserved only for Conference-approved literature. At times ACA WSO will choose to place the logo

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elsewhere on the cover.

The inside publication page will detail the Conference approval date. Where both have occurred, the literature will be labeled “Fellowship Reviewed and Conference Approved.” Literature that has not undergone fellowship review, or received Conference approval, should avoid any language, logo, or other usages that in any way resemble the distinct labeling authorized for publications that have met these standards.

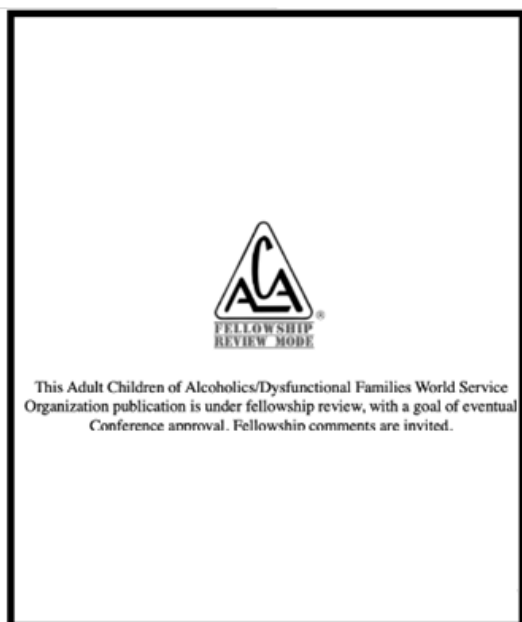
<b><i>ACA WSO Conference Approved</i></b>	
Literature bearing this logo has been approved prior to use of the new approval process. It has gone through the previous process of writing and review by the Literature Committee, the Board of Trustees and the fellowship. It was approved for publication as Conference Approved at an Annual Business Conference.	
<p><b><i>Publication Cover</i></b></p>  <p>© Adult Children of Alcoholics/Dysfunctional Families World Service Organization</p> <p>(Text below logo: © Adult Children of Alcoholics/Dysfunctional Families World Service Organization)</p>	<p><b><i>Publication Introduction</i></b></p>  <p>Approved by the 20XX ACA WSO Annual Business Conference. ©DATE Adult Children of Alcoholics/Dysfunctional Families World Service Organization, Signal Hill, CA</p> <p>(Text below logo: Approved by the 20XX ACA WSO Annual Business Conference. ©DATE Adult Children of Alcoholics/Dysfunctional Families World Service Organization, Signal Hill, CA)</p>

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### Manuscript in Fellowship Review Mode

ACA WSO manuscripts that have not received Conference approval display an ACA WSO Fellowship Review Mode logo on the cover and at the bottom of an introductory page, accompanied by a written explanation of the project's history, authorship, and approval status. An ACAWSO "Fellowship Review Mode" logo, appears near the logo to signify that a project is undergoing ACA WSO fellowship review. The introductory page includes information on how readers may submit feedback

#### *Publication Cover*



(Text below logo: This Adult Children of Alcoholics/Dysfunctional Families World Service Organization publication is under fellowship review, with a goal of eventual Conference approval. Fellowship comments are invited.)

#### *Publication Introductory Page*



(Text below logo: This ACA WSO publication is under fellowship review, with a goal of eventual Conference approval. Fellowship comments are invited. To submit Feedback, please visit <http://acawso.org/link>. (And other relevant information about the development process.))

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**ACA WSO Fellowship Reviewed and Conference Approved**

Literature that has gone through the new approval process will use this logo. This means the Board of Trustees has approved the project and created a budget for printing and distribution. The fellowship has had 3- 6 years to purchase, use, and comment on the literature. After that time, the piece of literature is brought to the Annual Business Conference for approval by delegates representing the fellowship.

*Publication Cover*



(Text below logo: © Adult Children of Alcoholics/Dysfunctional Families World Service Organization)

*Publication Introductory Page*



(Text below logo: Fellowship Reviewed between Date and Date. Approved by the 20XX ACA WSO Annual Business Conference. ©DATE Adult Children of Alcoholics/Dysfunctional Families World Service Organization)

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### *Service Entity Publications*

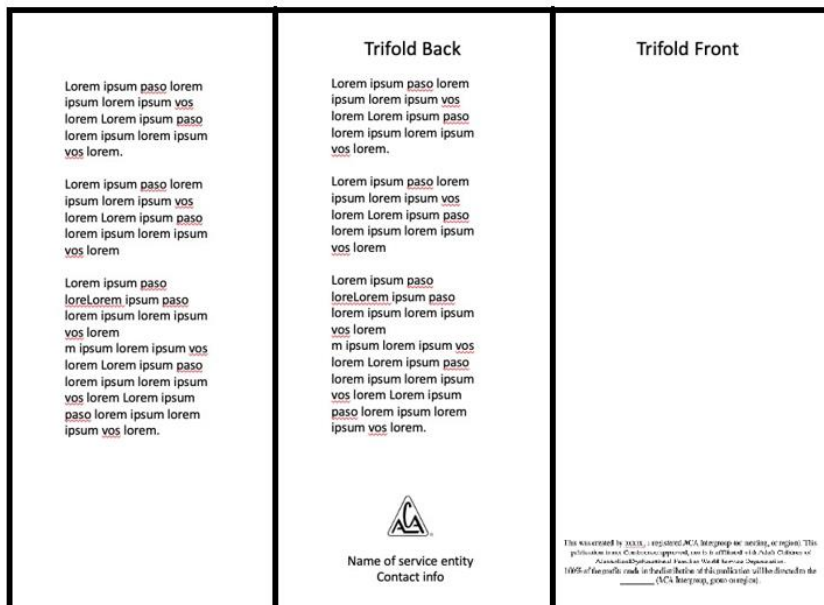
Use of the ACA logo on publication covers and the front of trifold is reserved for ACA WSO publications only. ACA service entities (such as an ACA Region, Intergroup, or individual Meeting Group) that are registered in the ACA WSO database may identify local literature projects with the ACA WSO logo at the bottom of an inside page, and on the back of trifolds but not on covers. It must be accompanied by a written explanation of the project and which service entity has produced it. To avoid confusion, these projects should carry a **disclaimer on the cover**, “This was created by xxxxx, a registered ACA Intergroup (or meeting, or region). This publication is not Conference-approved, nor is it affiliated with Adult Children of Alcoholics/Dysfunctional Families World Service Organization.”

#### Introductory/Inside Page of a Booklet



(Along with the ACA logo on the introductory page of a booklet, the text should read the same as on the cover: “This was created by xxxxx, a registered ACA Intergroup (or meeting, or region). This publication is not Conference approved, nor is it affiliated with Adult Children of Alcoholics/Dysfunctional Families World Service Organization.”)

#### Trifold Use



(Text on Trifold Front: This was created by xxxxx, a registered ACA Intergroup (or meeting, or region). This publication is not Conference approved, nor is it affiliated with Adult Children of Alcoholics/Dysfunctional Families World Service Organization. 100% of the profits made in the distribution of this publication will be directed to the \_\_\_\_\_ (ACA Intergroup, group or region).)

To respect the Traditions, the ACA WSO logo may never be used in for-profit literature. Service entities charging any money for locally produced literature, even if only to cover printing and shipping costs, must direct all profits to a registered ACA service entity or entities; they must affirm this fact and to whom the profits are directed in print on the bottom of the introductory page. For example, “100% of the profits made in the distribution of this publication will be directed to the \_\_\_\_\_ ACA Intergroup.”

Additional detail on logo use and disclaimer language is available at the Literature Committee section of the ACA WSO service website.

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### **XIII. ARTICLES OF INCORPORATION**

The Articles of Incorporation and Bylaws are separate publications.

The ACA WSO is registered in the State of California and established as a nonprofit, tax-exempt corporation. These documents and any corporate Seal shall be kept in a locked file within the ACA WSO office or a Safety Deposit Box.

### **XIV. BYLAWS**

See Appendix VI

### **XV. ACA WSO OPERATING POLICY & PROCEDURE MANUAL**

The Operating Policy and Procedure Manual (OPPM) will determine the everyday working policies of the ACA WSO. Policies and procedures must be in keeping with the current Bylaws. *Rev. Motion No. 06139802*

Each Trustee shall be responsible for knowing the current policy or procedure, and updating the manual as required, either by downloading the current version from the forum where it is posted, or by keeping a paper copy and adding footnotes to it where necessary to keep it current.

All proposed revisions of the Bylaws, OPPM or other legal documentation be presented in completed form with the suggested deletions be indicated by reduced pitch, italics, and additions be indicated by bold italic characters. The approved motion number as the update code. *Rev. Motion No. 04259704*

### **XVI. ACA WSO COMLINE**

#### **A. Purpose**

The primary purpose for the ComLine Blog is to act as an open forum for the fellowship on sharing recovery experiences where articles, poems, artwork, stories, music, reviews, and other expressions are submitted by members of the fellowship.

#### **B. Approval/Oversight**

The ComLine Blog is produced by the ComLine Blog Subcommittee of the WSO Literature Committee. The Chair of the ComLine Blog Subcommittee is selected by and reports to the Literature Committee Chair.

#### **C. Budget**

The Literature Committee Chair will be responsible for seeing that the Sub-Committee's budget is used as intended and that all documentation is submitted and in order.

#### **D. Submissions**

All articles and other items submitted for the ComLine Blog must comply with a Submissions Policy adopted by the Subcommittee and approved by the Chair of the Literature Committee.

#### **E. Committee**

If there is no Trustee on the Literature Committee, the Board will appoint a Trustee to act as liaison with the ComLine sub-committee to ensure that the guidelines, intent, and fiscal policies

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are understood.

NOTE: When this Section is revised, consideration will be given to including other methods of direct communication with the Fellowship.

### **XVII. LOGO<sup>2</sup>**

The logo and the ACA initials are trademarked for use of the Adult Children of Alcoholics World Service Organization, Inc. The Master Filing of this Trademark is maintained within the locked files of the ACA WSO. *Rev. Motion No. 04259705*

The Trademark shall not be approved for use by outside commercial entities, and may not be altered or added to in any manner.

The ACA WSO Trademarks may be used by registered meetings, Intergroups, and Regions affiliated with the ACA WSO. The use of these symbols indicates current registration only, and they are not to be used to imply endorsement of the content of letters, statements, policies, or the actions of bodies other than the ACA WSO. *Rev. Motion No. 04259705*

Refer to SECTION XIII.I. above for more information on the logos that are used for the various stages of literature development.

### **XVIII. LEGAL<sup>3</sup>**

History: In the interest of representing the fellowship, the Board contracted with counsel, as discussed previously, and allocated \$1,500 for an initial retainer to take decisive legal action to send out "cease and desist" letters to all parties associated with The Adult Children Anonymous General Service Network (ACA/GSN) as named in their own documents. As a result of this confrontation it was determined that the Board, when necessary, may retain legal counsel on issues deemed necessary by the Board.

Prior to retaining legal counsel, verbal and written contact will be made by a designee of the Board, to attempt to bring about a satisfactory agreement (settlement) to any issue in which the ACA WSO fellowship is being violated.

The Board will attempt to obtain volunteer council on every occasion prior to designating funds for such expense.

### **XIX. WSO EVENTS: ANNUAL BUSINESS CONFERENCE (ABC) and ACA WORLD CONVENTION (AWC)**

The ABC is held on the Thursday and Friday prior to the fourth (4<sup>th</sup>) weekend of April each year. Any exception to this timing must be approved by the Board.

The AWC begins immediately following the ABC on Friday night.

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<sup>2</sup> Some of the information contained in this section may not be in line with current practices. If you have any questions, please send an email to gm@adultchildren.org

<sup>3</sup> Some of the information contained in this section may not be in line with current practices. If you have any questions, please send an email to gm@adultchildren.org

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There are many groups and individuals that work together to ensure successful events. Along with the Host Committee that ensures that logistics and facilities are managed on the ground, there are also many roles at the Board and Committee level that are associated with these two events. Those that are common to both events are:

- Board Liaison – a member of the Board who serves as the conduit for information between the Board and the main event Chairs and Committees for the ABC and AWC
- Finance Liaison – a member of the Finance Committee who helps ensure that the financial aspects of the two events are monitored closely
- Technology Liaison – a member of the Website and Database Committee who helps ensure that the venue, the technology vendors and the event Committees understand the needs of WSO for both events
- Host Committee Chair – a member of the Host Committee who is responsible for ensuring that the needs of both events are managed
- Facilities Coordinator – a member of the Host Committee who helps ensure that the needs of both events are honored

A Host Committee search team is tasked with locating Intergroups and Regions who are interested in hosting future ABC/AWC events.

### **A. Annual Business Conference (ABC)**

#### **1. Brief History and Purpose**

In 1983, the Adult Children of Alcoholics (ACA) Business Conference (BC) was organized by the Central Service Board. This was later changed to the Annual Business Conference (ABC).

The Conference was established for the purpose of bringing unity and consistency to the ACA fellowship. This was to be done by establishing guidelines for both service and communication links within ACA.

In 1987 the ABC Committee was authorized to print and mail ABC communication intended for the individual meetings and Intergroups. The minutes from the ABC, in addition to being sent to all Intergroups, were sent to all registered delegates present at the ABC where addresses were known.

In 2013, for the first time the ABC was held outside of the United States in Birkerød, Denmark.

A motion was passed in 2015 to host an annual recovery event to be held, when possible, in conjunction with the ABC. This was subsequently named the ACA World Convention (AWC)

The first annual AWC was held in 2016 in Delray Beach, Florida. The AWC started on Saturday night, after the closing of the ABC, and continued through Sunday afternoon.

The Delegate Training Subcommittee was created at the 2016 ABC. Its goal was to better prepare the Delegates for their role.

In early 2017, the WSO Board passed a motion to hold the ABC on Thursday and Friday so that the AWC could be extended an extra day – from Friday night through Sunday afternoon.

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At the 2018 ABC, a motion was passed that WSO use online conferencing and voting technologies to make the ABC accessible to Delegates who are not able to attend in person.

### 2. Required Roles, Committees and Responsibilities

In addition to the roles noted in the beginning of this section, the ABC requires that the following roles be filled:

#### a. ABC Committee Chair

- i. Candidates for this role shall be selected from those who either volunteer or are identified for their abilities. If possible, this person should have prior experience in some major role associated with a recent ABC, preferably as the Vice Chair. They are ratified by the ABC delegates. An ABC Committee shall be formed if one does not already exist.
- ii. The term of service is one year with a maximum of two consecutive terms. After a hiatus of two years, an individual may again serve in this role.
- iii. The ABC Committee Chair works with the Host Committee as needed.
- iv. One or more WSO Special Workers may be utilized as they are available.
- v. Responsible for ensuring that the Delegate binders are completed, provided online before the ABC, and also printed for distribution to all on site registered delegates. An abbreviated version of the binder is given to guests. Two extra copies of the Delegate binder should be produced for the WSO archives.
- vi. The ABC Committee Chair is responsible for the following:
  - a) Ensuring that the ABC is held in accordance with the ACA WSO ByLaws and this document.
  - b) Preparation and distribution of notifications to the Fellowship about the ABC, both through email blasts and information in the Traveler Newsletter
- vii. The ABC Committee Chair is responsible for ensuring the following reports are submitted:
  - a) A monthly written report for the Board Teleconference to be filed with the Board Secretary at least three days prior to the meeting.
  - b) A written summary of all results of the Ballot Proposals included on the ABC agenda, including a very short synopsis of the discussions, resultant motions, amendments and outcomes of same – within one week after the ABC.
  - c) A written summary within one week of anything from the ABC proceedings that require action by the Board.
  - d) A written summary within one week of additional items brought before the ABC body for discussion and potential action.
  - e) A written summary of recommendations to the Board for future such events – to be prepared after hosting a meeting that includes the ABC Committee including the Vice Chair, current and future Host Committee Chairs and pertinent sub-committee chairs, Delegate Training Sub-Committee Chair, Ballot Prep Chair, Board, Finance and Technology Liaisons, the Conference Chair and Secretary, and any WSO Special Workers involved in planning and executing the events(s).

Note: The summaries in b), c) and d) above will be written as an article for the July edition of the ComLine.

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- viii. The completion of the duties of the ABC Committee Chair after an ABC shall be upon completion of the final ABC report.
- b. ABC Committee Vice-Chair: Shall maintain regular contact with the ABC Committee Chair and be included in all meetings and electronic communication. This person shall be well enough informed to be able to step into the Chair role if it should be required.
- c. Delegate Training Sub-Committee (DTSC) Chair – the DTSC is responsible for both pre-ABC training sessions as well as training during the ABC. The purpose is to help guide ABC Delegates in understanding how the ABC is conducted and their role in the process.
- d. The Conference Chair (aka the ABC Chair) is the individual who presides over the proceedings of the ABC meeting.
  - i. Nominations will be taken by the Board for this role through the end of January, with announcements of the need to fill this role made at three or more prior Board monthly Teleconferences. The Board may also nominate a candidate.
  - ii. The Conference Chair will be chosen by the Board by mid-February. This decision will be based on the past experience attending ABCs as well as demonstrated ability to be effective in a role that requires a calm but firm demeanor.
  - iii. The Conference Chair will not have a vote as a delegate.
- e. Conference Secretary: The Board Secretary will work with the ABC Committee Chair to determine the best way for the minutes to be taken. If extra help is needed, the Host Committee will be contacted. The ABC will be recorded as backup documentation.

The basic requirements for the minutes are:

- Who was present, including Delegates, Trustees, non-voting attendees, and other individuals who fill pertinent roles.
- A listing of meeting segments and what reports were given during those segments. Reports that are included in the Delegate Binders will be referenced but not repeated within the minutes.
- Motions made, who made them, seconded them, pertinent discussion (names of speakers are not required), votes and outcomes.

All motions and their results must be made available for the Board Secretary to add to the Board's May Monthly Teleconference Agenda.

The draft minutes will be due within two months after the completion of the ABC. At that time they will be posted on the WSO website with a link sent to the delegates.

Final minutes must be completed by October 31st and will be included in the Delegate binder for the following year.

- f. Parliamentarian: A Parliamentarian will be available during the ABC to ensure that the Modified Robert's Rules of Order are followed (see Appendix X). It's important to note that

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the Traditions, Concepts and the OPPM will supersede any version of Robert's Rules.

### 3. Delegates

An ABC Delegate is an elected representative of a meeting or a WSO service body that is registered with WSO.

Groups are autonomous and can decide for themselves who their delegate shall be, although it is highly recommended that the delegate have been a regular meeting attendee for at least a year and will be able to attend one of the Delegate Training sessions.

Delegates participate in the discussion and voting at the ABC as part of presenting the views of the group they represent.

In addition to representing their group at the ABC, a delegate can serve in other ways.

- In January, before the ABC, a delegate may assist their group by shepherding the Ballot process for the submitted proposals.
- After the ABC, delegates can offer their insights, as well as their experience, strength and hope by participating in ABC surveys.
- They may also be expected to provide a written report to their group.
- A delegate may also be inspired to volunteer for a WSO Committee.
- They may also offer their insights to a first-time delegate the following year.

Delegates who travel to an ABC may receive partial or full reimbursement from the group they represent, depending on the financial resources of that group.

Any member of the fellowship can attend the ABC. However, an individual group may have only one registered delegate. An exception is that two individuals may share the position of voting delegate for their group as long as they are both registered and have indicated how they will share their responsibilities, e.g., person A will cover the first day and person B will cover the second day.

More information for Delegates may be found on the [acawso.org](http://acawso.org) website.

### 4. The ABC and Delegate Voting

See Appendix X – ABC and QDM Voting Rules

Per the ByLaws, the group conscience obtained from the delegates in attendance shall provide direction and recommendations to the Board for conducting the business of ACA WSO. It is also the Board's responsibility to provide information about how proposals or suggestions will impact the fellowship in ways that the delegates may not be aware of.

### 5. Board Ratification

ABC Delegates are asked to ratify all Trustees at the end of Day Two of the ABC. As each Trustee is presented for ratification, the ABC Chair shall note which term and part of the term they are about to start, e.g., first term, first year; first term, second year; second term, first year; etc. It is at this time that any outgoing Trustees officially leave the Board and newly elected

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Trustees are added to the Board upon ratification.

The ABC does not accept nominations from the floor for new Trustees. The Nominating Committee was created in 2017 to manage the Board nomination process and this committee accepts nominations year around.

### **6. Quarterly Business Meetings**

The 2022 ABC Delegates passed a motion to hold quarterly business meetings of from two to four hours each to handle spillover business from the previous ABC.

#### **B. ACA World Convention (AWC)**

A motion was passed in 2015 to host an annual recovery event to be held in conjunction with the ABC. This recovery event was named the ACA World Convention (AWC).

In 2016 the first annual AWC was held in Delray Beach, Florida. The AWC started on Saturday night, after the closing of the ABC, and continued through Sunday afternoon.

As noted previously, in early 2017 the WSO Board passed a motion that moved the ABC from Friday and Saturday to Thursday and Friday so that the AWC could be extended an extra day – from Friday night through Sunday afternoon.

Host Committee: The group whose city wins the bid to host the next ABC and/or AWC will be called the Host Committee. The ABC Committee Chair shall help guide the work with a Host Committee and oversee their work to produce the ABC.

## **XX. BALLOT PREPARATION COMMITTEE (BPC)**

The BPC is responsible for tasks associated with the annual ABC Proposal and Ballot process. These tasks include:

- A. Information and Education
- B. Call for Proposals
- C. Review Proposal submissions
- D. Draft WSO Analyses in cooperation with the Board and relevant Committees
- E. Facilitation of Proposal translations
- F. Publication of the Ballot for group voting
- G. Validate and publish Ballot results

Important dates that will also be noted in the sections below are: (Amended by Motion passed June 18, 2020)

- August 1st – Call for Proposals
- September 30th – Proposals Due
- Month of October – with the help of the BPC and/or relevant WSO Committee(s), submitted Proposals may be revised through October 31st.
- November 30th – WSO Analyses Due
- December 31st – Translations due
- January 8th – Ballot published to all groups via email
- January and February – Town Halls to review Ballot Proposals; Proposal Authors

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(Groups) invited to introduce their Proposals and answer questions

- February 15 – Ballot Voting Opens
- March 31<sup>st</sup> – All Ballots due
- April 3<sup>rd</sup> – Publication of Ballot results

Note: In this section of the OPPM the word ‘group’ refers to any ACA meeting, Intergroup, Region or other service body registered with WSO.

### A. Information and Education

The BPC is responsible for educating the fellowship about the Proposal and Ballot process. This is done before the Call for Proposals as well all stages listed in this section. Information that was disseminated in previous years is available on the <https://acawso.org> website.

### B. Call for Proposals

The Call for Proposals begins with emails sent to WSO Private Contacts of all registered groups by August 1<sup>st</sup> that informs them about the process and deadlines. All pertinent information will also be available on the WSO website (<https://acawso.org/category/ballot-prep/>) and announced through other WSO publications.

The Proposal guidelines shall include the following paragraph: "We recognize that our program operates within the Spirit of the Twelve Steps and Twelve Traditions and that we must exercise judicious behavior in being of service to our fellowship. We encourage all groups to embrace the needs of our global fellowship as a whole. Proposals that are better handled at the meeting, WSO service body or Committee level may be directed away from the Ballot, based on discussion with the submitting group."

### C. Proposal Submissions

Proposals may be submitted by any ACA group that is registered with WSO. While proposal ideas may be initiated by an individual group member, submitted Proposals must be the product of a wider group conscience. Note: Proposals may also be submitted by the Board and WSO Standing and Ad Hoc Committees. Sub-Committees may submit through their primary Committee.

The following information must be included with the Proposal:

- The contact information for the individual entering the Proposal; this can be the WSO Meeting Contact, the Primary or Secondary Private Contact, the Secretary, the WSO Delegate (if the group has one), or any alternate appointed by the group.
- The WSO group ID number, the WSO Committee name, or the Board
- The Private Contact information listed on the WSO database, if different than the submitting individual above. If the group doesn't know this information, they may send an email to [meetings@acawso.org](mailto:meetings@acawso.org).

There are three (3) sections of a Proposal:

1. The Issue (up to 75 words)– the specific action or change being sought from WSO, written as a single, clear statement/idea.
2. The Background (up to 250 words) – the reasoning, and perhaps history, behind the proposal and how the action or change may positively impact the global fellowship.

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3. Optional: Resources and Implementation (up to 300 words) – information the proposing group may have, including how the proposal can be implemented, based on research and discussion with WSO, as well as volunteer help that may be available.

Proposals must be received by the WSO no later than September 30th.

During October groups will have an opportunity to work with the BPC and relevant WSO committees to modify Proposal language. Groups with similar proposals can be given the opportunity to work together if they wish, perhaps even combining their Proposals.

Groups must submit their final proposal by October 31.

### **D. Proposal Analysis**

With the help of Trustees and appropriate Committees, the BPC shall prepare a draft of the WSO Analysis for each proposal and submit them to the Full Board for approval so that they are ready for translation by November 30th.

### **E. Translations**

Proposals will be available for volunteer translators as early as the first week of November, but no later than the first week of December. Translators are asked to contact [bpc@adultchildren.org](mailto:bpc@adultchildren.org) for more information. Translations are due by December 31<sup>st</sup>.

### **F. ABC Ballot**

Ballots containing the Proposals will be sent to all email accounts associated with registered ACA groups by January 8<sup>th</sup>. Links to the Ballot will also be placed in announcements on the WSO websites and WSO publications.

During January and February the BPC will conduct at least two Town Halls to allow submitting groups to introduce their Proposals to the Fellowship.

The Ballot will be available for voting starting February 15th and will close on March 31st. Groups will be asked to vote *Yes*, *No*, or *No Opinion* for each Proposal. A *No Opinion* will not be included as part of the total vote count. A field will be provided for an optional group comment for each Proposal.

### **G. Validate and Publish the Results**

When counting the Ballot results, an affirmative vote of 66.7% of those groups responding to a Proposal will place that Proposal on the ABC agenda for considerations by the ABC delegates.

The BPC will provide the ABC Committee with the final voting totals by April 3rd, indicating which Proposals should be included on the ABC Agenda. The results of the Ballot will also be published on the WSO websites and publications.

Comments that were included in the Ballots about all Proposals will also be sent to the ABC Committee for dissemination and inclusion in the Delegate Binders.

## **XXI. INFORMATION TECHNOLOGY**

### **A. Websites**

ACA WSO currently maintain five websites:

1. [www.adultchildren.org](http://www.adultchildren.org) – our main website that provides information to members, prospective members, and the public, including the therapeutic community. It has information about ACA literature, a list of registered meetings, Intergroups and Regions, as well as other resources.
2. [shop.adultchildren.org](http://shop.adultchildren.org) – our shopping cart for literature sales and other items.
3. [acawso.org](http://acawso.org) – a site that supports the volunteer service structure of our fellowship.
4. [www.acawsoec.com](http://www.acawsoec.com) – a site that supports our European Committee.
5. [www.acaworldconvention.org](http://www.acaworldconvention.org) – a site that provides information and facilitates registration for our Annual Business Meeting and ACA World Convention.

All WSO websites include a privacy statement.

The Board may approve the creation of other websites as needed.

In accordance with ACA Traditions, WSO websites may:

1. Not contain advertising or links to outside enterprises, including, but not limited to personal recovery pages, public/private agencies, or similar organizations.
2. Contain links to websites operated by ACA meetings, Intergroups and Regions.
3. Contain links that are required to be included due to the use of a specific vendor, e.g. PayPal, MailChimp, etc.
4. Not contain last names of ACA members, including email addresses that include a member's last name.

When a user clicks on a link to a non-WSO website, a notification will appear that tells them they are leaving the WSO-owned website.

Only events that are sponsored by registered ACA meetings or WSO Service organizations may be posted on the WSO website.

Website administrators and others involved with the functioning or maintenance of WSO websites and similar communication mediums must be approved by the Board.

### **B. IT User Access Policy**

The WSO Information Technology (IT) Committee has created this policy to protect the integrity of the various technology aspects needed for the effective operation of WSO. As WSO has grown, so have the technological needs and responsibilities of our Special Workers, the WSO Board of Trustees, WSO Committee Volunteers, and outside vendors (e.g. accountants).

Final approval for all IT User Access rests with the WSO Board of Trustees. The IT Committee has the responsibility to make policy and user access recommendations, in collaboration with other committees, to the Board.

Any policy or access recommendation is meant to:

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1. Balance the business/operations needs of WSO with IT industry best-practices and security standards.
2. Give users the ability to fulfill the requirements of their position (Board of Trustees, Committee Volunteers, Special Workers, and outside vendors).
3. Maintain the spirit of the Traditions and Concepts of Service

Many of these systems have more than one type of user access level. As in most organizations, the level available to an individual should depend upon their role/responsibilities, and in certain cases, their level of technological ability.

### Primary User Access:

The highest level of access to all systems will automatically be given to the following:

1. The IT Committee Chair, a WSO Board Trustee, due to overall technology-related responsibilities.
2. The WSO Board Chair, due to his/her overall responsibilities to WSO. This is in place, regardless of the Board Chair's technology expertise. In the event the IT Committee Chair is unable to perform his/her responsibilities, the Board Chair will be able to access systems with the help of Special Workers and/or volunteers, if needed.
3. The WSO Board Treasurer will be given primary access to all financial systems, with specific level access to multi-purpose systems, as the technology allows.

Other Access levels will be recommended to the WSO Board of Trustees by the IT Committee. A record of all IT Access approvals will be maintained by the IT Committee Chair.

## APPENDICES

### APPENDIX I — RIGHT TO PETITION

If certain groups within the ACA Fellowship are dissatisfied with some action or inaction of WSO (i.e., the Board or a Committee of the Board), they may formally petition the Board for reconsideration or some other specific action. The decision to file a Petition must be the result of a group conscience vote of the petitioning body.

#### A. Who may File a Petition:

1. WSO Committees
2. The Fellowship – may be submitted by the following:
  - a. Four or more registered meetings, or
  - b. One or more registered Intergroups that each represent at least four meetings, or
  - c. One or more registered Regions.

#### B. Guidelines for Filing Petitions:

1. A designated representative(s) from the Petitioners will submit the Petition in writing to the Board Secretary ([secretary@adultchildren.org](mailto:secretary@adultchildren.org)), cc'ing the Board Chair ([chair@adultchildren.org](mailto:chair@adultchildren.org)). Note: In the case of a WSO Committee(s), Petitions are submitted by the Committee Chair.
2. Petitions should include the following:
  - a. Contact information for all supporting groups.
  - b. The original action or inaction taken by the Board or WSO Committee.
  - c. The reason for submitting the Petition.
  - d. Optional: any background information, including information that might not have been available at the time of the original WSO action or inaction.

#### C. Responsibilities of WSO Secretary

The Board Secretary will

1. Submit the Petition to the Board.
2. Send an email to the Petitioners indicating receipt of the Petition and pointing out that the clock has started ticking and each party is responsible for adhering to their respective timelines as outlined in this Right to Petition procedure
3. Place the petition on the agenda for the regularly scheduled Monthly Board Teleconference (TC) no more than 40 days after receipt of the petition. NOTE: Petitions with their original submission date will remain on the Monthly TC agenda along with a monthly progress report made by the Secretary until a resolution has been determined and announced. The petition and resolution will remain on the agenda for two additional months.

#### D. Submitted Petition Process

The Board may

1. Decide that they are in favor of the Petition and pass a motion to make the requested change.
2. Reject the Petition, with an explanation, if they determine that implementation would violate the ByLaws or any other part of the legal structure of WSO.
3. Pursue a mutually agreeable solution with the Petitioner(s). If this is not obtainable, move

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to (4) below.

4. Engage an Intermediary, as described below.

### **E. Intermediary Process**

1. Both the Board and Petitioners will approve an independent intermediary(s) who is not a Trustee nor someone affiliated with the petitioning group(s).
2. After meeting with both parties, within 30 days the Intermediary will submit an analysis of the Petition to both parties, along with a recommendation for resolution.
3. The Petitioners will have up to 30 days from receipt of the analysis and recommendation to review the information and add additional comments, if they choose.
4. The Petition, with the addition of information from B and C, will be given to the Board.
5. The Board will have 30 days to review the material and, with the agreement of  $\frac{2}{3}$  majority of Trustees, take one of the following actions:
  - a. Accept and implement the adjusted petition.
  - b. Propose a solution to the Petitioner(s) to be accepted or rejected within 30 days.
    - i. If accepted by the Petitioners, the Board shall then pass a motion implementing the agreed-upon solution within 30 days.
    - ii. If rejected by the Petitioner(s), proceed to c. below.
  - c. Reject the petition with an explanation.
6. If a  $\frac{2}{3}$  Board majority vote of the Board is not reached in order to implement one of the above actions, the matter will go back to the Intermediary to generate recommendations for the next step.

### **F. Deadline for Board Action**

The entire process may not take more than six (6) months to resolve.

### **G. Further Recourse for Petitioners**

The Petition may not be re-submitted after a resolution has been determined by the Board. If Petitioners do not feel the Board has given their petition a good faith effort, then they may submit a Proposal for ABC.

## **APPENDIX II – REGION CERTIFICATION PROCESS**

### ***A. Requirements to Establish and Certify an ACA Region***

#### **1. Introduction**

Regions are part of the service structure of ACA, situated between the WSO and the Intergroups and/or the Fellowship. They provide information and support, connecting ACA members, groups, and Intergroups.

Regions may be formed by common features, such as a geographic area, virtual, or language. Local or shared needs will best determine how Intergroups come together to organically form Regions. Regions may change over time. These changes will be driven by the growth of ACA and the need to support more Intergroups and membership services.

Developing and certified Regions should consider sending a representative to the meetings of the Regions/Intergroups Subcommittee of MSC (Member Services Committee).

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The **BRB** section titled *How to Start an ACA Intergroup or Regional Service Committee* (pg. 603) lays out the first steps to take to form a Region

### 2. Certification Process

The following are steps for actual certification that proposed Regions must follow to qualify for formal recognition by ACA WSO.

- a. Notify the Regions/Intergroups Subcommittee ([regions@acawso.org](mailto:regions@acawso.org)) of your intent to become certified as a Region.
- b. Document the following and send to the Regions/Intergroups Subcommittee:
  - i. A list of the service positions, including Regional Board members and officers, plus the length of the terms of service.
  - ii. The names, emails and physical addresses of those currently holding the above service positions.
  - iii. Mailing address and website of the proposed Region.
  - iv. The names and WSO-assigned numbers of the Intergroups that are forming the proposed Region. NOTE: after certification, Regions must continue to have at least three Intergroups in good standing that are associated with it.
  - v. A service plan that hopes to improve recovery throughout the proposed Region.
  - vi. A description of the geographic area or common feature, such as language, that the new Region serves and how this supports member groups and Intergroups.
  - vii. At least three months' worth of minutes and other organizational information, such as legal documents.
  - viii. ByLaws that are in line with The ACA Traditions and Concepts of Service, including what will happen upon dissolution of the region.
  - ix. Documentation of a bank account and at least three months of account statements in order to demonstrate financial transparency to the member groups as well as the Fellowship in general.
- c. While Regions generally are autonomous in their decision-making, they are expected to adhere to the Traditions and Concepts of Service. This includes, but is not limited to, the following:
  - i. Transparency and accountability to the fellowship they serve.
  - ii. A process that ensures regular rotation of trusted servants.
  - iii. A designated member of the Region's current officers, such as a treasurer, who will administer any treasury or financial reserves and provide regular reports to the regional membership.

When all information is received and in order, the Regions/Intergroups Subcommittee will forward it to the Fellowship and Public Engagement Collaboration Committee (F&PE CC) who will recommend the Region to the Board for consideration and determination of whether the Region will be formally certified.

Once certified, a Region may submit a candidate to the Nominating Committee if they would like representation on the Board. Regional Trustees must meet the same eligibility requirements as all other Board Trustees (see OPPM Section III. WSO BOARD OF TRUSTEES).

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### ***B. Recertification***

Because certified Regions have a formal role within the ACA WSO service structure, including the opportunity to submit a nominee for the Board of Trustees, they must accept a requirement to annually verify that they are meeting WSO certification requirements.

A notice will be sent annually to all certified Regions by **May 1<sup>st</sup>** from the Regions/Intergroups Sub-committee that their recertification documentation is due by **July 1<sup>st</sup>**.

The recertification process is as follows:

1. Each certified Region must present updated certification documents annually by **July 1<sup>st</sup>** to the Member Services Committee (MSC) and copy the Board Secretary. If all is in order, MSC will inform the F&PE CC; the Board Secretary will inform the Board. The Region is then presumed recertified for the following year, unless either the F&PE CC or the Board have questions about the recertification information within two months of receipt.
2. If there are issues with the recertification documents that need to be addressed by the Region, a notice will be sent to them before the end of the two-month review process explaining the issues. If a meeting is necessary, it will include at least two Board members (one of whom should be a Board Officer) and the Officers of the Region.
3. If the result of this meeting is a determination that the Region needs to take corrective action(s), they must respond to the Board within **90 days** with evidence that those action(s) have been resolved or are in the process of being resolved with a date of when it will be completed.
4. If the issue(s) is not resolved, the Board may decide to decertify the Region, or place them on suspension. The suspension will be in place for up to six months (“Suspension Term”), at the end of which time the Region will either be reinstated because matters have been resolved, or they will be decertified. During the Suspension Term a note will be added to the Region’s listing on the WSO website that the Region is in suspension but not decertified.
5. If a Region is decertified, it will no longer be listed on the WSO website. The Region may have up to two years to apply for recertification.

### ***C. Complaint Process***

If ACA groups or Intergroups that are presently, or formerly, part of a Region believe the Region is not in compliance with certification requirements, they are to notify MSC, which informs the F&PE CC, which forwards this information to the Board’s Executive Committee. F&PE CC and the Executive Committee then work together to examine and clarify the issues raised. They will refer the matter to the full Board if they feel action is warranted. The process will then be the same as step one of the Recertification process as stated above.

The primary goal of actions taken will be to determine if any violations can be corrected in a way that would allow the Region to remain certified. However, in the event of severe or repeated violations, the Board may withdraw or modify a Region’s certification.

A Region’s course of action will be the Right to Petition process, as outlined in the OPPM, if they feel actions taken by the Board are not warranted.

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### **APPENDIX III -- OPPM DEVELOPMENT**

This Policy Guide has been put together combining the appropriate bylaws and past motions of the Board of Trustees and the ABCs. It was accepted into use at the 1992 Annual Business Conference and in 1995. The OPPM was revised in 2010 by the ACA WSO Board of Trustees and contains the day to day operating guidelines by which the Board and Annual Business Conference shall function. It was partially revised in 2012. Newer updates are footnoted and/or included in the Change Log at the end of this document.

### **APPENDIX IV – NOMINATING COMMITTEE**

#### **A. Accountability and Cooperation Statement**

The ACA Nominating Committee (the “Committee”) is accountable to the Annual Business Conference (the “ABC”) and the ACA WSO Board of Trustees (the “Board”). When the ABC is not in session, the Committee communicates and works with the Board. The Committee strives to promote and support a cooperative working relationship with both the ABC and the Board.

#### **B. Purpose of the Committee**

The purpose of the Committee is to identify and then vet ACA members, from throughout the full range of ACA’s worldwide fellowship, whose skills, experience, wisdom and program knowledge support their ability to be Trustees. The Committee is responsible for forwarding qualified candidates (nominees) to the Board for consideration and selection as Trustees. Once it becomes fully established, the Nominating Committee will also vet, identify and orient potential candidates for other ACA trusted servant positions, such as WSO committee members. The Committee’s twin goals are to represent the fellowship’s broad values, by involving multiple stakeholders in a fair, transparent process for identifying trusted ACA servants, while also nominating candidates who can capably carry out WSO’s business and service needs.

In support of this, the Committee will maintain current online descriptions of the skills, talents, and experience necessary to successfully fulfill the tasks of ACA trusted service positions. Opportunities and selection criteria for all trusted service positions will be broadly disseminated and posted on the ACA WSO website so that all ACA members can have the opportunity to serve the fellowship.

#### **C. General Duties**

The Committee’s evaluations of candidates will be based on criteria made available on the ACA WSO website.

The Committee will utilize various WSO publications in an effort to keep the Fellowship informed of its activity and any pending nominations process deadlines. The Committee will welcome input from the Fellowship on any aspect of its work and will provide communication links for this purpose.

In conducting its vetting process, the Committee will:

- Review written applications of Board candidates.
- Conduct additional evaluations, such as examining committee attendance and considering feedback from those who have served with Board candidates.
- Interview those candidates who appear to meet eligibility criteria.

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- Work with the Board to identify any specialized needs WSO has, such as financial or website oversight, and use that awareness in vetting candidates.
- Submit eligible and qualified nominees to the Board, which will either agree with each nomination, or state its objections in writing to the Committee.
- In the event of a written Board objection, the Committee will further evaluate the candidate to determine whether to withdraw the nomination or resubmit it to the Board, in which case it will affirm in writing that it finds the candidate to be qualified for Board service.

As already mentioned, over time the Committee will expand its role to vet and nominate qualified candidates for other key WSO volunteer positions, such as committee chairs and vice chairs. In its work, the Committee will collaborate with all other WSO efforts to recruit and orient volunteers.

### **D. Committee Membership and Participation**

The Committee will consist of five members, including one member from outside the U.S. and Canada. Initially, two members of the Committee will be selected by the Board, and three selected by non-Trustees of WSO committees. Terms will be two years, but in order to ensure an appropriate rotation of Committee members, two members of the first Committee will be chosen by lot to serve one-year terms, with the opportunity to be selected for an additional two-year term.

Trustees are not eligible to be on the Committee. However, one Trustee will be appointed to serve as a non-voting liaison. This individual's responsibility will be to keep the Board informed of ongoing Committee work by participating in all Committee meetings and discussions.

At the end of two years, after there is a chance to assess the Committee's needs and effectiveness, structural changes may be considered by the Board and ABC, including how Committee members are selected.

### **E. Membership Qualifications for the Committee**

In addition to such spiritual qualities as humility, integrity, trustworthiness, and strong commitment to open communication, to help ensure that Committee members have a full awareness and understanding of Board requirements, the following are qualifications for nomination and election to the Committee:

- 1) Ability to protect confidential information revealed during the Committee evaluation process. (Confidentiality)
- 2) History of both completing work independently and working well within a group.
- 3) Familiarity with the ACA service structure.
- 4) Strong organizational and communication skills.
- 5) Ability to donate substantial time to attend meetings and to fulfill the additional commitments of Nominating Committee membership.
- 6) A working knowledge of the Twelve Steps, Traditions, and Concepts of Service.
- 7) Continuous attendance at ACA meetings for at least the previous six years, except that one member may have 2-3 years of attendance. Having one newer member will ensure that the needs of relative newcomers to ACA will be considered by the Committee.
- 8) One year or more of combined service for an ACA intergroup, region or WSO committee, with at least six months of active participation on a WSO Committee.
- 9) Attendance on at least six WSO teleconference calls in the previous nine months.

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10) May not hold a high-level volunteer position in another 12-Step fellowship.

The qualifications for WSO Trustees are found in Section III of this document.

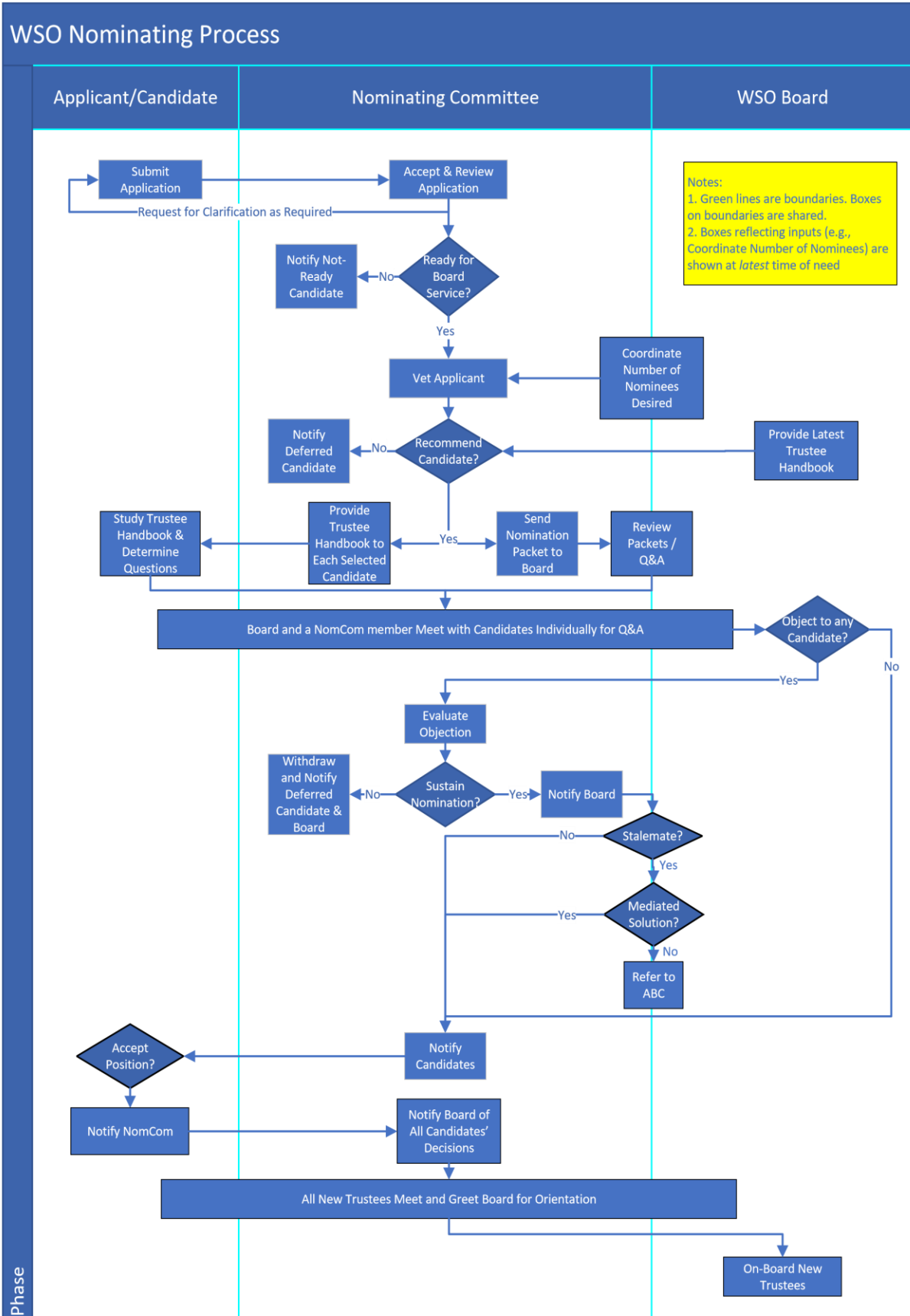
### Other Notes on the Committee and Board Selection Process

- The Committee may not nominate a current or outgoing Committee member to the Board. Once off the Committee for a year, former Committee members are eligible for Board membership.
- The Committee will consider all Board candidates, including those from members of the Fellowship and ACA groups, as long as the candidate submits a written and signed application before the posted submission deadline.
- Board candidates must be vetted by the Committee and demonstrate that they meet eligibility criteria before they are affirmed for Board membership. Therefore, new Trustees may not be elected directly from the floor by ABC delegates.
- The Board may not directly select new Trustees. They may, however, submit candidates to the Committee for vetting.
- WSO-certified Regions are entitled to a seat on the Board of Trustees. Candidates from Regions will be forwarded to the Board if the Committee finds that they meet Board eligibility criteria.
- All nominees who are accepted by the Board will be according to the guidelines in Section III of this document, and delegates at the next ABC will vote whether to ratify them as Trustees along with the rest of the Board.
- Board objections to any Trustee nomination must be submitted in writing to the Committee within 30 days of receipt, or else a candidate will be presumed to be seated on the Board. The Board's written objections must cite specific eligibility criteria that a candidate allegedly fails to meet. All candidates will also receive the Board's written objections, and be given a chance to respond.
- In the event of a stalemate between the Board and the Committee, in which the Committee continues to find that a candidate is eligible and the Board continues to object, the candidacy will be submitted to the delegates at the next ABC for a final vote.
- The Board will contact the Nominating Committee to get more information about the candidates.
- The Board will not contact candidates before discussing next steps with the Nominating Committee.

It is expected that one Nominating Committee representative will attend each ABC.

A flowchart of the Nominating Committee process is shown on the next page.

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### APPENDIX V – HISTORICAL DATES AND EVENTS<sup>4</sup>

This appendix contains historical dates and events.

Handbook for Adult Children. ACA WSO brought this LA/SFV IG project under the auspices of the Literature Committee Sept. 12, 1992 and provided as much support as was possible. **Rev. Motion No. 06109513** (Renamed the ACA Fellowship Text (Steps & Traditions Book), the Handbook was published in November 2006).

### APPENDIX VI – BYLAWS

#### Adult Children of Alcoholics World Service Organization Bylaws

##### BYLAW REVISIONS—DECEMBER 1998 TO PRESENT

--Bylaw Article Nine (IX), Annual Business Conference (ABC), 1. -- December 12, 1998

##### ARTICLE ONE (I) NAME

1. The name of this organization shall be ADULT CHILDREN OF ALCOHOLICS WORLD SERVICE ORGANIZATION, INC. (hereafter referred to as ACA WSO).
2. The principal office of this Organization shall be in the County of Los Angeles, in the State of California, at such place as designated by the ACA WSO Board of Trustees (hereafter referred to as the Board).
3. The Board shall designate the name and address of its agents in keeping with the Articles of Incorporation.

##### ARTICLE TWO (II) PURPOSE

1. ACA WSO shall be incorporated under the laws of the State of California as a public benefit corporation. The organization shall maintain a nonprofit and tax exempt status under the laws of the United States and the State of California. This organization shall be organized for purposes as defined under Internal Revenue Service Code Title 26 U.S.C., Section 501 (c) 3. and shall be incorporated in accordance with California Corporation Revenue and Taxation Code, Section 23701 (d).
2. The sole purpose is to serve the fellowship of Adult Children of Alcoholics (ACA) by maintaining service for those who might be seeking, through ACA, the means for recovering from being raised in an alcoholic or otherwise dysfunctional home.
  - 2.1 No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.
3. To achieve its purpose, ACA WSO shall:
  - 3.1 Provide public information, meeting locations, educational material and such other services as may be deemed necessary.
  - 3.2 To organize and provide support service to those Meetings, Intergroups, and Regions that are registered with ACA WSO and are guided by the Twelve Steps and follow the Twelve Traditions of ACA.
  - 3.3 Convene an annual conference where consideration regarding the business of ACA WSO

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<sup>4</sup> Appendix V will be revised. Some of the information contained herein may not be accurate or in line with current practices. If you have any questions, please send an email to oppm@adultchildren.org

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occurs and priorities for the coming year are discussed and implemented when/where feasible.

### **ARTICLE THREE (III) MEMBERS**

1. ACA WSO, as a nonprofit corporation, shall consist of a Board of Trustees who, by law, are ultimately responsible for any decisions pertaining to the corporation.
2. All Twelve Step, Twelve Tradition ACA affiliated Meetings, Intergroups, and Regions are considered members of ACA WSO.

### **ARTICLE FOUR (IV) BOARD OF TRUSTEES / OFFICERS / MEETINGS**

1. Trustees shall serve on the ACA WSO Board without compensation.
2. The ACA WSO Operating Policy and Procedure Manual (OPPM) shall contain the day to day operating guidelines by which the Board shall function.
3. Trustees shall be seated and/or removed in keeping with established guidelines as set forth in the ACA WSO OPPM.
4. Trustees shall not be personally liable for the debts, liabilities, or other obligations of the corporation.
5. The number of Trustees seated on the Board at any one time shall not exceed twenty (20).
6. Terms of service shall be in keeping with the OPPM (Operating Policies and Procedures Manual).
7. The following officers shall be elected from among Trustees: Chairperson, one or two Vice Chairpersons, Secretary and Treasurer. One Trustee may hold more than one office, except that the Chairperson may not hold any additional officer positions.
8. Elections shall be conducted as set forth in the OPPM.
9. The term for Board officer positions shall be one year, from July 1 through June 30, and officers may be elected to a maximum of three full terms. If an officer is initially elected mid-term and serves more than six months, they may be elected to a maximum of two additional full terms.
10. Duties of the officers shall be in keeping with those outlined in the OPPM.
11. The Board shall meet in accordance with the guidelines set forth in the OPPM.

### **ARTICLE FIVE (V) RIGHT TO PETITION**

1. All members have a right to petition any decision made by the Board in keeping with the guidelines set forth in the "Right to Petition" as contained in the OPPM.

### **ARTICLE SIX (VI) COMMITTEES**

1. The Board shall form an Executive Committee from among its members who shall be delegated the powers and authority as deemed appropriated by the Board, and shall serve in keeping with the guidelines set forth in the OPPM

#### **ACA WSO Bylaws**

2. Committees shall be formed as deemed necessary to conduct the business of ACA WSO in keeping with the definitions and guidelines set forth in the OPPM.

### **ARTICLE SEVEN (VII) FINANCE**

1. The fiscal year of the corporation shall begin on the first day of January and end on the last day of December of each year.
2. The Board shall ensure that it conducts all financial matters in keeping with the State and Federal requirements set forth in Title 26, U.S.C. Section 501 (c) 3 concerning nonprofit corporations.

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3. ACA WSO shall be primarily supported by the voluntary contributions of its members.
4. Individual gifts, donations or bequests shall be accepted in keeping with the guidelines set forth in the OPPM.
5. Contributions, donations, gifts or bequests shall generally not be accepted from any source outside the ACA fellowship.
6. The Board shall make fiscal reports available to its members in keeping with the guidelines outlined in the OPPM.

### **ARTICLE EIGHT (VIII) PARLIAMENTARY AUTHORITY**

1. The latest edition of Robert's Rules of Order shall be used as a guide in resolving any disputes; however, the ultimate authority shall be the group conscience of those persons present.

### **ARTICLE NINE (IX) ANNUAL BUSINESS CONFERENCE (ABC)**

1. The ABC shall be convened on the fourth (4th) weekend of April at a location approved by the Board of Trustees in keeping with the OPPM.
2. The purpose of the ABC shall be to bring Unity and Consistency to the ACA fellowship. Toward this end, it may to establish guidelines for service and communication links within ACA.
3. All members of ACA shall be invited to attend the ABC, with each affiliated Meeting and Intergroup designating one voting delegate and an alternate.
4. The group conscience obtained from the delegates in attendance shall provide direction, recommendations, and/or Special Committees to the Board for conducting the business of ACA WSO.
5. All Trustees shall be presented to the delegates with a Motion to ratify their membership on the Board.
  - 5.1 In the event ratification of a Trustee is not obtained, the Board shall follow the procedures as outlined in the OPPM.
6. A quorum for voting at the ABC shall be defined as a two thirds (2/3) vote of the registered delegates, as defined in the OPPM.

### **ARTICLE TEN (X) AUDIT AND ANNUAL REPORT**

1. ACA WSO shall maintain, in accordance with generally accepted business practices and accounting principles, accurate accounts, books and records of its business.
2. All records shall be open to inspection by any officer or member in keeping with the guidelines set forth in the OPPM.
3. The Board, at each ABC, shall submit a complete report of its acts and of the affairs of the organization.
4. A copy of its "Corporate Seal," Articles of Incorporation, bylaws and Tax Number, shall be kept in trust by the Corporate Officers and made available to its members in keeping with the guidelines set forth in the OPPM.

### **ARTICLE ELEVEN (XI) ACCEPTANCE/AMENDMENT OF THE BYLAWS**

1. These Bylaws shall initially be approved by a two-third (2/3) majority vote of the Board.
2. The provisions set forth in these bylaws shall be consistent with State or Federal Law or the Articles of Incorporation.
3. The Bylaws shall be amended by a two-third (2/3) majority vote of the Board, provided

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the proposed amendment has been submitted in writing at a prior regular business meeting.

4. A copy of these Bylaws shall be made available to its members in accordance with the OPPM.

### **ARTICLE TWELVE (XII) CORPORATE SUSPENSION OR DISSOLUTION**

1. On the suspension of corporate business, all assets shall be held in trust by the corporate officers in keeping with State and Federal requirements.

2. On the dissolution of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities, shall be distributed to the Alanon National Headquarters from which ACA emerged.

### **BYLAW REVISIONS—DECEMBER 1998 TO PRESENT**

--Bylaw Article Nine (IX), Annual Business Conference (ABC), 1. -- December 12, 1998

## **APPENDIX VII -- ACA 12 STEPS; 12 TRADITIONS; 12 CONCEPTS**

### **Twelve Steps of Adult Children of Alcoholics**

1. We admitted we were powerless over the effects of alcoholism or other family dysfunction, that our lives had become unmanageable.
2. Came to believe that a Power greater than ourselves could restore us to sanity.
3. Made a decision to turn our will and our lives over to the care of God as we understand God.
4. Made a searching and fearless moral inventory of ourselves.
5. Admitted to God, to ourselves, and to another human being the exact nature of our wrongs.
6. Were entirely ready to have God remove all these defects of character.
7. Humbly asked God to remove our short comings.
8. Made a list of all persons we had harmed and became willing to make amends to them all.
9. Made direct amends to such people wherever possible, except when to do so would injure them or others.
10. Continued to take personal inventory and when we were wrong promptly admitted it.
11. Sought through prayer and meditation to improve our conscious contact with God, as we understand God, praying only for knowledge of God's will for us and the power to carry that out.
12. Having had a spiritual awakening as the result of these Steps, we tried to carry this message to others who still suffer, and to practice these principles in all our affairs.

### **Twelve Traditions of Adult Children of Alcoholics**

1. Our common welfare should come first; personal recovery depends on ACA unity.
2. For our group purpose there is but one ultimate authority – a loving God as expressed in our group conscience. Our leaders are but trusted servants, they do not govern.
3. The only requirement for membership in ACA is a desire to recover from the effects of growing up in an alcoholic or otherwise dysfunctional family.
4. Each group is autonomous except in matters affecting other groups or ACA as a whole. We cooperate with all other Twelve-Step programs.
5. Each group has but one primary purpose – to carry its message to the adult child who still suffers.
6. An ACA group ought never endorse, finance, or lend the ACA name to any related facility or outside enterprise, lest problems of money, property, and prestige divert us from our primary

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purpose.

7. Every ACA group ought to be fully self-supporting, declining outside contributions.
8. Adult Children of Alcoholics should remain forever nonprofessional, but our service centers may employ special workers.
9. ACA, as such, ought never be organized, but we may create service boards or committees directly responsible to those they serve.
10. Adult Children of Alcoholics has no opinion on outside issues; hence the ACA name ought never be drawn into public controversy.
11. Our public relations policy is based on attraction rather than promotion; we maintain personal anonymity at the level of press, radio, TV, films, and other public media.
12. Anonymity is the spiritual foundation of all our Traditions, ever reminding us to place principles before personalities.

### **Twelve Concepts of Adult Children of Alcoholics**

**Concept I:** The final responsibility and the ultimate authority for ACA World Services should always reside in the collective conscience of our whole fellowship.

**Concept II:** Authority for the active maintenance of our world services is hereby delegated to the actual voice, the effective conscience for our whole fellowship.

**Concept III:** As a means of creating and maintaining a clearly defined working relationship between the ACA meetings, the ACA WSO Board of Trustees, and its staff and committees, and thus ensuring their effective leadership, it is herein suggested that we endow each of these elements of service with the traditional Right of Decision.

The right of decision as defined herein refers to:

1. *the right and responsibility of each trusted servant to speak and vote his/her own conscience, in the absence of any contrary mandate, on any issue regardless of the level of service;*
2. *the 12 Steps, 12 Traditions, and the Commitment to Service will be followed by trusted servants in decision making;*
3. *delegates to the Annual Business Conference are trusted servants and therefore equally guided by the 12 Steps, 12 Traditions, 12 Concepts, and the Commitment to Service;*
4. *standard practice that decisions made by subcommittees are subject to the authority of the service body which creates its mission and defines its parameters.*

**Concept IV:** Throughout our structure, we maintain at all responsible levels a traditional Right of Participation.

**Concept V:** Throughout our structure, a Right of Petition prevails, thus assuring us that minority opinion will be heard and that petitions for the redress of grievances will be carefully considered.

**Concept VI:** On behalf of ACA as a whole, our Annual Business Conference has the principal responsibility for the maintenance of our world services, and it traditionally has the final

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decision respecting large matters of general policy and finance. But the Annual Business Conference also recognizes that the chief initiative and the active responsibility in most of these matters would be exercised primarily by the Trustee members of the World Service Organization when they act among themselves as the World Service Organization of Adult Children of Alcoholics.

**Concept VII:** The Annual Business Conference recognizes that the Articles of Incorporation and the Bylaws of the Adult Children of Alcoholics World Service Organization are legal instruments: that the Trustees are thereby fully empowered to manage and conduct all of the world service affairs of Adult Children of Alcoholics. It is further understood that our World Service Organization relies upon the force of tradition and the power of the ACA purse for its final effectiveness.

**Concept VIII:** The Trustees of the World Service Organization act in this primary capacity: with respect to the larger matters of over-all policy and finance, they are the principal planners and administrators. They and their primary committees directly manage these affairs.

**Concept IX:** Good service leaders, together with sound and appropriate methods of choosing them, are, at all levels, indispensable for our future functioning and safety. The primary world service leadership must necessarily be assumed by the Trustees of the Adult Children of Alcoholics World Service Organization.

**Concept X:** Every service responsibility should be matched by an equal service authority – the scope of such authority to be always well defined whether by tradition, by resolution, by specific job description, or by the Operating Policy and Procedures Manual and bylaws.

**Concept XI:** While the Trustees hold final responsibility for ACA's World Service administration, they should always have the assistance of the best possible standing committees, corporate trustees, executives, staffs, and consultants. Therefore the composition of these underlying committees and service boards, the personal qualifications of their members, the manner of their induction into service, the systems of their rotation, the way in which they are related to each other, the special rights and duties of our executives, staffs and consultants, together with a proper basis for the financial compensation of these special workers, will always be matters for serious care and concern.

**Concept XII:** In all its proceedings, Adult Children of Alcoholics World Service Organization shall observe the spirit of the ACA Twelve Traditions, taking great care that the conference never becomes the seat of perilous wealth or power; that sufficient operating funds, plus an ample reserve, be its prudent financial principle; that none of the Conference members shall ever be placed in a position of unqualified authority over any of the others; that all important decisions be reached by discussion vote and whenever possible, by substantial unanimity; that no WSO action ever be personally punitive or an incitement to public controversy; that though the WSO may act for the service of Adult Children of Alcoholics, it shall never perform any acts of government; and that, like the fellowship of Adult Children of Alcoholics which it serves, the WSO itself will always remain democratic in thought and action.

APPENDIX VIII – CONFLICT OF INTEREST POLICY

**Adult Children of Alcoholics World Service  
Organization, Inc.  
CONFLICT OF INTEREST POLICY**

***Article I: Purpose***

The purpose of this Conflict of Interest Policy is to establish the procedures for the identification and resolution of conflicts of interest in the context of transactions or arrangements entered into by “Adult Children of Alcoholics World Service Organization, Inc.” hereinafter “Adult Children of Alcoholics” where an Interested Person (defined below) may have a Financial Interest (defined below) in or Fiduciary Responsibility (as defined below) towards an individual or entity with which Adult Children of Alcoholics is negotiating a transaction or arrangement. The determination that a conflict of interest exists does not prohibit the Adult Children of Alcoholics from entering into the proposed transaction or arrangement provided that the procedures set forth in Article III below are followed. This policy is intended to supplement but not replace any applicable state laws governing conflicts of interest applicable to nonprofit and charitable corporations.

***Article II: Definitions***

**1. Interested Person**

Any director, principal officer, employee, or member of a committee with Board-delegated powers who has either (a) a direct or indirect financial interest, as defined below (“Financial Interest”); or (b) a fiduciary responsibility to another organization, as defined below (“Fiduciary Responsibility”), is an interested person.

**2. Financial Interest**

A person has a Financial Interest if the person has, directly or indirectly, through business, investment or family (which are spouse, children and step children, and other relatives living with such person):

- A. an ownership or investment interest in any entity with which Adult Children of Alcoholics has a transaction or arrangement; or
- B. a compensation arrangement with Adult Children of Alcoholics or with any entity or individual with which Adult Children of Alcoholics has a transaction or arrangement;
- C. a potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which Adult Children of Alcoholics is negotiating a transaction or arrangement; or
- D. other than an arm's-length relationship with prospective or actual grantees relative to the design of specific projects, preparation of specific proposals and review and oversight of funded projects, and Adult Children of Alcoholics related activities.

Compensation includes direct and indirect remuneration as well as gifts or favors. Gifts and

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favors include any gratuitous service, loan, discount, money or article of value, but does not include loans from financial institutional on customary terms, articles of nominal value ordinarily used for sales promotion, ordinary "business lunches" or reasonable entertainment consistent with local social or business customs.

A Financial Interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a Financial Interest may have a conflict of interest only if the Board or appropriate committee decides that a conflict of interest exists.

### **3. Fiduciary Responsibility**

A person has a Fiduciary Responsibility towards an organization or individual if he or she:

- a. occupies a position of special confidence towards such organization or individual;
- b. holds in trust property in which another person has the beneficial title of interest, or who receives and controls the income of another; or
- c. has a duty of loyalty or duty of care to an organization (by virtue of serving as an officer or director of an organization or other position with similar responsibilities). A duty of loyalty requires the person to refrain from dealing with the organization on behalf of a party having an interest adverse to the organization and refrain from competing with the organization. A duty of care requires the person to discharge his or her duties in good faith and in a manner he or she reasonably believes to be in the best interests of the organization.

A Fiduciary Responsibility is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a Fiduciary Responsibility may have a conflict of interest only if the Board or appropriate committee decides that a conflict of interest exists.

## ***Article III: Procedures***

### **1. Duty to Disclose**

In connection with any actual or possible conflicts of interest, an interested person must disclose the existence and nature of his or her Financial Interest or Fiduciary Responsibility and all material facts to the directors and members of committees with Board-delegated powers considering the proposed transaction or arrangements.

### **2. Determining Whether a Conflict of Interest Exists**

After disclosure of the Financial Interest or Fiduciary Responsibility and all material facts, and after any discussion with the interested person, he or she shall leave the Board or committee meeting while the final determination of a conflict of interest is discussed and voted upon. The remaining Board or committee members shall decide if a conflict of interest exists.

### **3. Procedures for Addressing the Conflict of Interest**

- a. An interested person may make a factual presentation at the Board or committee meeting, but after such presentation, he or she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement that results in the conflict of interest. An interested person shall not actively participate in the discussion of, or vote on, the transaction or arrangement that results in the conflict of interest, either formally at a Board

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or committee meeting or informally through contact with individual Board or committee members. In addition, the interested person should not be counted in determining whether a quorum is present for the Board or committee meeting at which the transaction or arrangement that results in the conflict of interest is to be voted upon.

- b. The chair of the Board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- c. After exercising due diligence, the Board or committee shall determine whether Adult Children of Alcoholics can obtain a more advantageous transaction or arrangement with reasonable efforts from a person or entity that would not give rise to a conflict of interest.
- d. If a more advantageous transaction or arrangement is not reasonably attainable under circumstances that would not give rise to a conflict of interest, the Board or committee shall determine by a majority vote (or other voting requirement, as provided in the Bylaws of Adult Children of Alcoholics) of the disinterested directors whether the transaction or arrangement is in Adult Children of Alcoholics interest and for its own benefit and whether the transaction is fair and reasonable to Adult Children of Alcoholics and shall make its decision as to whether to enter into the transaction or arrangement in listity with such determination.

#### **4. Violations of the Conflicts of Interest Policy**

- a. If the Board has reasonable cause to believe that a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
- b. If, after hearing the response of the member and making such further investigation as may be warranted in the circumstances, the Board or committee determines that the member has in fact failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective actions.

### ***Article IV: Records of Proceedings***

The minutes of the Board and all committees with Board-delegated powers shall contain:

- a. the names of the persons who disclosed or otherwise were found to have a Financial Interest or a Fiduciary Responsibility in connection with an actual or possible conflict of interest, the nature of the Financial Interest or Fiduciary Responsibility, any action taken to determine whether a conflict of interest was present, and the Board's or committee's decision as to whether a conflict of interest in fact existed.
- b. the names of the persons who were present for discussions and votes relating to the transaction or arrangement, the names of the persons who recused themselves from such discussion and votes, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection therewith.

### ***Article V: Compensation Committees***

A voting member of any committee with Board-delegated powers whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from Adult Children of Alcoholics for services is precluded from voting on matters pertaining to that member's compensation.

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### ***Article VI: Annual Statements***

Each director, principal officer, and member of a committee with Board-delegated powers annually shall sign an acknowledgement and disclosure form that:

- a. Affirms that such person has received and reviewed a copy of this conflict of interest policy and agreed to comply with its terms;
- b. Requires that such person disclose any Financial Interest in or Fiduciary Responsibility towards any entity such person believes may enter into a proposed transaction with Adult Children of Alcoholics in the upcoming year.

### ***Article VII: Periodic Reviews***

To ensure that Adult Children of Alcoholics operates in a manner consistent with its charitable purposes and that it does not engage in activities that could jeopardize its status as an organization exempt from federal income tax, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- a. Whether compensation arrangements and benefits are reasonable and are the result of arm's-length bargaining.
- b. Whether arrangements with other organizations conform to Adult Children of Alcoholics' applicable written policies, are properly recorded, reflect reasonable payments for goods and services, if any, further Adult Children of Alcoholics' charitable purposes and do not result in inurement or impermissible private benefit.

### ***Article VIII: Use of Outside Experts***

In conducting the periodic reviews provided for in Article VII, Adult Children of Alcoholics may, but need not, use outside experts. If outside experts are used, their use shall not relieve the Board of its responsibility for ensuring that periodic reviews are conducted.

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**CONFLICT OF INTEREST ACKNOWLEDGEMENT/DISCLOSURE FORM  
FOR ADULT CHILDREN OF ALCOHOLICS WORLD SERVICE ORGANIZATION, INC.**

**1. CONFLICTING ORGANIZATIONS**

I am a director, trustee, officer, representative of, or have a Financial Interest in the following organizations that have or may have a conflict with the interests of the Adult Children of Alcoholics

**Organization and Title or Interest:**

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**2. CONFLICTING ACTIVITIES/OBLIGATIONS**

I am involved in no activity or transaction, nor am I a party to any contract involving interests that are or could be found to be adverse to the Adult Children of Alcoholics except for the following:

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**3. CONFLICTING BUSINESS OPPORTUNITIES/COMMITMENTS**

I have not committed to, nor am I pursuing, any business opportunity that does or might adversely affect the Adult Children of Alcoholics except for the following:

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**4. CONFLICTING RELATIONSHIPS**

I do not have a Fiduciary Relationship with any person with whom Adult Children of Alcoholics is pursuing a business opportunity except for the following:

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**5. OTHER POTENTIAL CONFLICTS**

Any other concerns I may have regarding actual or potential conflicts of interest are listed below:

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*I have received and reviewed Adult Children of Alcoholics Conflict of Interest Policy, and to the best of my knowledge, I have accurately answered the above questions.*

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Signature

Date

---

Printed Name

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### APPENDIX IX – TRAVEL REIMBURSEMENT POLICY

**Note:** Copies of receipts are required for all expenditures, except as otherwise noted in this policy.

All reasonable expenses for transportation, lodging and food are reimbursable for Trustees, employees, and others while traveling on WSO business, as long as the travel is pre-approved using the Travel Approval Form (shown at the end of this Appendix), or it is part of larger group travel, such as to the ABC, which is accepted as necessary by the Board.

Travelers may arrive the day before a scheduled WSO event. Travelers crossing three time zones and/or who have more than eight hours of flying time, including layovers, may arrive an additional day prior to a scheduled event. Any requests for additional days outside of this timeframe will require approval by the Board or a person authorized by the Board (e.g., Treasurer or General Manager).

#### **A. Transportation to the Destination:**

Each person should travel by the most efficient and economical means as is reasonable and possible.

The following transportation costs are reimbursable:

1. Airline or train tickets, including the cost of one checked bag. The cost of flight insurance is also reimbursable.
  - a. Travelers are responsible for the cost of seat upgrades, unless pre-approved by the Board for health reasons.
  - b. Reimbursement is for the actual cost of flights between the traveler's home and the approved destination. If the traveler is connecting to another destination as well, they are responsible for those additional costs. To determine the reimbursable amount, when making travel arrangements, screenshots showing the cost of a single destination round trip ticket at the time of the purchase of the actual ticket should be made to submit with the expense report.  
NOTE: Non-Stop flights that are more expensive yet could avoid significant layover time or extend international travel time unreasonably, may be reimbursable if approved by the Board or a person authorized by the Board (e.g., Treasurer or General Manager).
2. Airport parking for the least expensive daily parking rate.
3. Cab fare, ride sharing, or the cost of mileage reimbursement for a friend or relative who drives the traveler to or from the airport. Mileage reimbursement is based on current GSA (US General Services Administration) rates.
4. Driving vs. flying: If the traveler chooses to drive to and from home to the destination rather than use a more economical mode of travel, the reimbursement for car rental and/or gas may not exceed the cost of airfare and related expenses. In such cases, the traveler should make screenshots showing the cost of a single destination round trip ticket for submission with their expense report, taken on a date that corresponds to a reasonable date when flight reservations would have been made.
5. Other Travel Alternatives, such as Bus or Train: Guidelines should be treated the same as noted above for Driving vs. Flying.

#### **B. Transportation at the Destination:**

All factors should be considered when deciding whether to rent a car or use local transportation options.

If it is most reasonable and effective for the traveler to rent a car, the reimbursement will include the rental cost, rental car company insurance, and gas.

NOTE: if free transportation is available during any leg of a trip, such as for travel to and from the airport, every reasonable effort should be made to use it – unless there are health or safety concerns, or it is too

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difficult because of luggage and materials being transported.

### **C. Food, Incidentals, and Entertainment:**

1. Food and Incidentals per diem. WSO has adopted the U.S. Government's General Services Administration (GSA) meals and incidental expenses (M&IE) per diem rates.

Receipts are not required for meals and incidentals for which per diem is claimed.

Payment for per diem expenses while traveling will be the current GSA rate, or an equivalent amount in a foreign currency for non-US travelers. This includes incidentals.

A maximum partial per diem is granted for travel days. A full day's per diem is granted when such travel from home and destination lasts eight (8) or more hours.

2. General Partial per diem details:
  - a. Any of the traveler's meals that are provided or paid for by others, including as part of an event/meeting or provided by the hotel, should be deducted from the per diem for that day per the following: Breakfast 25% of per diem, Lunch 30% of per diem, Dinner 45% of per diem. As an example, if lunch is provided, the traveler will claim only 70% of the full day per diem rate for that day. Note: Airline inflight meals are not counted as provided meals.
  - b. Per diem for local travelers on travel days: those who drive to an event/meeting within 100 miles may claim per diem for only the meal(s) they have to pay for themselves during the time they are asked to be on site.
  - c. When all meals are provided, there will be no per diem available, including for incidentals.
3. Entertainment: On the rare occasion that a Trustee or key employee is authorized to invite other members of the fellowship, employees or vendors to a meal, they will make every effort to stay within the individual meal costs for all parties for that meal. They will not be required to obtain a separate receipt for only the guest(s). Instead, their meal should be paid for as part of the whole. If per diem applies because they are traveling, then they will deduct that meal from their per diem.

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ACA WSO PRE-TRAVEL AUTHORIZATION FORM

All travel on behalf of ACA WSO requires authorization prior to confirming the travel arrangements. This form should be completed by the traveler and submitted to the committee chair or Trustee who is responsible for the traveler’s budget. After that person approves, please send to the Treasurer, who will obtain Board approval.

Traveler \_\_\_\_\_ Date of Submission \_\_\_\_\_  
First Name Last Name

Destination \_\_\_\_\_

Date of Departure \_\_\_\_\_ Date of Return \_\_\_\_\_

Purpose of the Travel and Goals to be Accomplished \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Estimated Funds Required \_\_\_\_\_ Budgeted or Unbudgeted? \_\_\_\_\_

Cost Center (Committee or Account #) \_\_\_\_\_

Submitted by \_\_\_\_\_  
Committee Chair or Trustee Printed Name

Signature \_\_\_\_\_ Date \_\_\_\_\_

Board Approved Motion # \_\_\_\_\_ Date \_\_\_\_\_

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### APPENDIX X – ABC and QDM VOTING RULES

#### Rules for ABC Delegate Deliberation and Voting (For Virtual Meetings)

##### A. *Introduction*

The Annual Business Conference (ABC) brings together adult children from around the planet. It is important that Delegates experience a safe environment of openness, inclusion, unity, placing principles before personality, and relying on a worldwide group conscience to achieve substantial unanimity on major issues. These values reflect the First, Second, Fifth, and Twelfth Traditions; Concepts 1, 2, 4, 6, 7, and 12; and ACA's Commitment to Service.

As the result of a vote taken at the 2022 ABC, Quarterly Delegate Meetings (QDMs) were established to give the Delegates a continual voice in the affairs of the ACA World Service Organization (WSO).

To help support this type of deliberation, the following considerations have been put into place:

1. To accommodate all global time zones, worldwide online voting will be conducted outside of the actual ABC and QDM hours to make decisions on motions and Trustee ratifications.
2. Formal rules for discussion have been kept to a minimum. There will be some flexibility around time. Except where noted, delegates should limit their comments to about a minute. But speakers always will be given a small amount of additional time to complete a thought, and the Chair will give up to 90 seconds to those who do not speak English as a first language. If the Chair feels additional discussion time may be warranted, they may ask for a show of hands to see if the Delegates agree - within the context of timing of the full agenda.
3. The Conference Chair has the discretion to call on Delegates out of order so that those who have not been heard previously will be given an opportunity.
4. Delegates are highly encouraged to not repeat points that have already been made.
5. The Parliamentarian is entrusted to make decisions about process and order. In the case of submission of alternative motions (described below) the submitting Delegate may appeal the Parliamentarian's ruling to the Chair. The appeal must be seconded by another Delegate. The Delegate who appeals will have up to 90 seconds to voice their appeal. The Chair will then ask for a raised-hands poll of the Delegates to determine whether the Parliamentarian's decision stands or not. If 60% or more wish to overrule the Parliamentarian, the alternative motion will be added.

The ABC honors the minority's right of petition (Concept 5) by including the opportunity to request a re-vote on motions and Board Trustee ratifications through the minority opinion process.

**Important note:** Historically, it has not always been possible to complete the business of the Conference in two days. With Delegate agreement, agenda items that are not covered may be deferred to the QDMs.

The ABC lasts 2 days for approximately 8 hours each day, including breaks. The Delegates may elect to go beyond 8 hours for a maximum of an additional half hour if the discussion in progress warrants that. As the ABC Committee attempts to accommodate the many different time zones of the Fellowship, the starting time may vary from year to year and will be published well in advance of the ABC.

This Appendix covers the process of voting for Ballot Proposals, Study Group Motions, Floor Motions, and Board Ratifications during the ABC.

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### ***B. Worldwide Online Voting***

A worldwide online voting process is used to increase access to registered Delegates across the globe who may find it difficult to attend due to time zone issues or conflicting commitments.

Except for specified procedural matters, most final decisions will be made through this voting process that will last 10-12 hours and be available to all registered ABC Delegates, no matter what time zone they are in, and whether they are able to attend the ABC real time.

Individualized emails are sent to all registered Delegates that will enable them to cast their online votes.

For the 2-day ABC, this voting officially opens within two hours of the close of the first day's session and closes within 2 hours of the start of the next day's session. If there is voting to be done after the end of the second day's ABC session or the QDM, the length of time available to vote will be announced.

To assist in this process, a WSO web page will be available that will include the Motions and Board Trustee Ratifications to be voted on, a brief summary of the main pro and con arguments, and audio recordings of Delegate discussions.

### ***C. Quorum***

Quorum rules exist to ensure that a vote reflects a substantial unanimity, not just a small percentage of Conference Delegates. Quorum refers to an established number of Delegates that must be present during any vote taken. Quorum is 50% of the number of Delegates who raise their hand as present during quorum counts.

Quorum counts will be taken near the beginning and mid-point of each session, as well as about an hour before the completion of each business day.

If any vote, in either a poll or in worldwide online voting, gets a total number of votes that is fewer than 50% of the most recent quorum count, the proposal or motion will be tabled until quorum is reestablished. At that time, Delegates will be given the choice by poll of calling for a revote, or accepting the initial vote as reported. If quorum is not reestablished, the matter will be held over to the next meeting - either a QDM or the ABC.

### ***D. Ballot Proposals, Study Group, Board, and Floor Motions***

Depending on the results of the ABC Ballot, Delegates may be asked to process and vote on Ballot Proposals that made it to the ABC Agenda, motions that are presented by Study Groups, the Board, and time sensitive Floor Motions that are presented by Delegates.

The process is essentially the same for all three types of items, with the exception of additional processing of Proposals to determine if the Delegates feel that Motions should be presented.

### **Ballot Proposals**

Once the ABC begins, in accordance with Tradition 2, the final word on all Ballot Proposals belongs to the Delegates, not to the group that authored them.

If there are no Ballot Proposals on the agenda, move to the next section entitled Study Group and Time Sensitive Floor Motions.

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**Initial Assessment.** When consideration of a Ballot Proposal begins,

1. The submitting group(s) will have chosen a single Delegate to speak for up to three minutes to advocate for/explain their Proposal.
2. Delegates will have up to 20 minutes to discuss the general merits of the Proposal. A reminder will be given when five minutes remain.
3. Each Delegate may speak only once during a Proposal's discussion time. Any Delegate who spoke during the submitting group's presentation may not speak again, unless called on by the Conference Chair to answer a question posed during the Delegate discussion.

**Identifying a general direction.** A poll will be taken to determine how the Delegates wish to proceed. The poll will have the following choices (note that abstentions do not count in the vote outcome):

1. I support the spirit of the Ballot Proposal and would like a Motion to be crafted for approval at the ABC.
2. I need more information and prefer a motion to be crafted to initiate an in-depth study that will report to a future ABC.
3. I would like this matter to be postponed for discussion at the next QDM.
4. I do not support the Ballot Proposal in any form.
5. I abstain from voting.

Note: If the purpose of a Ballot Proposal is to call for a long-term study, Option A will be reworded to reflect this, and Option B will be eliminated.

### Polling Results

1. If the poll indicates 60% or more support for any one option, the Conference Chair will direct the proceedings to the next stage in the process ("crafting a motion"). Exception: if option 4 (I do not support the Ballot Proposal in any form) receives 60% or more of the vote, the Proposal is defeated and dropped from the ABC agenda. No motion is necessary.
2. If no option receives at least 60% in the initial poll, a second poll will be taken with the top two options, plus Options 4 and 5.
3. If no option receives 60% in the second poll, a third and final poll will be taken, with the top option plus Options 4 and 5.
4. If options 1 or 2 remain and they receive 60% or more, "Crafting a Motion" will begin.
5. If the option with the highest vote receives less than 50%, the Proposal dies.
6. If the option with the highest vote receives a simple majority, but less than 60%, it will be referred to the ACA World Service Organization, where an appropriate committee will give the issue further study.

**Crafting a Motion.** To determine the actual motion to be considered, Delegates may submit alternative language that will achieve the general direction set by the previous polling.

1. If Delegates chose Option 1 ("support the spirit of the Ballot Proposal"), a Delegate from the group that drafted the Proposal may submit a written motion first.

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2. After 3 minutes of quiet reflection, other Delegates are then invited to draft alternative motions that accomplish the general spirit of the Ballot Proposal.
3. Those with alternative motions will be called on. The Conference Chair will have the option of calling on Delegates who have not been heard from before, or as often as others.
4. After each alternative motion is submitted, the Parliamentarian will assess if the motion accomplishes the general spirit of the Ballot Proposal.
5. Ten minutes will be allotted for the process of submitting alternative motions, and the Conference Chair will advise Delegates when only three minutes remain.

If Option 2 (“long-term study”) or 3 (“refer to the QDM”) is chosen, there will be no original motion from a submitting group.

### **Discussing and selecting a preferred motion.**

1. All alternative motions are posted on the screen and Delegates may discuss the merits of the motions for a total of up to 15 minutes. A time warning will be given at five minutes.
2. Delegates will then be polled to determine the preferred motion as follows:
  - a. First poll: will include all motions, plus, “I do not support any of the motions.”
  - b. Following the first poll (if no motion gains 60%): the chair will identify all motions that received 20% or more. Those motions will be placed in a second poll, along with “I do not support any of the motions.”
  - c. Following the second poll (if needed): The chair will identify the top two motions, and place them in a third poll, along with “I do not support any of the motions.”
  - d. Following the third poll (if needed), the chair will place the top remaining motion, along with “I do not support any of the motions” in a final poll.
  - e. Fourth and final poll: If the remaining motion receives 60%, it is added to the worldwide online voting Ballot. If it receives less than 50%, it is defeated. If the motion receives a simple majority, but less than 60%, it will be referred to the ACA World Service Organization, where an appropriate committee will give the issue further study.

### **Combined Discussions of Multiple Ballot Proposals**

If there are multiple Ballot Proposals that are either nearly identical or address very similar issues, the following may happen:

1. The ABC Committee may propose that the Delegates discuss whether multiple similar Proposals can be combined into one motion. This option should be presented to Delegates at least one week in advance of the ABC.
2. In presenting this option at the ABC, the ABC Committee will briefly explain how the Proposals are related and how the Fellowship may be better served by combining them.
3. The designated representative of the submitters of each Proposal will have up to 3 minutes to speak on their Proposal.
4. There will be 30 minutes of Delegate discussion that covers all of these potentially combined Proposals.

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5. A poll will be taken to determine the Delegates wishes to either consider the original Proposals separately or to combine them. As with other polls, the hoped for outcome is that one option will receive 60% or more of the vote.
  - a. First poll:
    - i. I support combining these Proposals
    - ii. I do not support combining these Proposals
    - iii. I abstain from voting
  - b. Following the first poll (if no option gains 60%): the chair will identify any option that received 20% or more. Those options will be placed in a second poll, along with “I do not support these Ballot Proposals in any form.”
  - c. Following the second poll (if needed): The chair will identify the top two options, and place them in a third poll, along with “I do not support any of the options.”
  - d. Following the third poll (if needed), the chair will place the top remaining option, along with “I do not support any of the options,” in a final poll.
  - e. Fourth and final poll: If the remaining option receives 60%, it is added to the worldwide online voting ballot. If it receives less than 50%, it is defeated. If the option receives a simple majority, but less than 60%, it will be referred to the ACA World Service Organization, where an appropriate committee will give the issue further study.

If a combined Motion is the choice, then the Crafting a Motion process, explained previously, will be followed.

### **Study Group, Board, and Time Sensitive Floor Motions**

Motions at the ABC may be presented by Study Groups, although the number of such motions will be limited due to their time sensitive nature as well as the amount of time available. This section also covers Board Motions that may emanate from Delegate discussion and are the wish of Delegates to pursue. Such Motions must have been published in the Delegate Binder before the ABC.

These Motions as well as Floor Motions that meet the requirements for time sensitivity will follow the process in this section.

In accordance with Tradition 2, once a Study Group Motion or a Floor Motion is made and seconded, the final word on all Motions belongs to the Delegates, not to the authors.

1. The motion is presented (up to 5 minutes).
2. The Motion must be seconded by a Delegate.
3. Discussion and debate is conducted for up to 20 minutes with each Delegate speaking up to one minute. Exceptions are made for those where English is not their first language.
4. A poll will be taken as follows:
  - a. I am in favor of this motion as presented and want it sent to Worldwide Online Voting.
  - b. I am in favor of this motion but would like minor changes.
  - c. I am in favor of deferring action to a future meeting.
  - d. I am not in favor of this motion.
  - e. I abstain from voting.

If a, b, c, or d do not receive 60% or more of the vote, the one with the lowest percentage drops

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off the list and another poll is taken that includes d. This process continues until a decision is reached.

If b receives 60% or more, we move to the alternative motion process.

If a, c, or d receive 60% or more of the vote, that determines the next step - that either a - the motion goes to Worldwide Online Voting, c - the motion is deferred, or d - it is defeated. Note that abstentions are not counted as part of the total voting percentages.

If the final vote results in a simple majority but less than 60%, it will be referred to the ACA World Service Organization, where the Board will give the issue further study.

5. Alternative motion process:  
Delegates may submit alternative motions that do not substantially change the general direction set by the motion presented.  
Alternative motions must be seconded by another Delegate.
  - a. Start with 3 minutes of quiet reflection.
  - b. 10 minutes will be allotted for presentation of alternative motions.
  - c. The group that presented the original motion may present its own alternative motion, based on the discussion.
  - d. Delegates who have alternative motions will raise their hands and be called on.
  - e. The Delegate will read their alternative motion and post it in Chat.
  - f. The Secretary will copy and paste it onto a slide on the screen.
  - g. The Parliamentarian will advise whether the language meets the requirements of maintaining the integrity of the original motion.
    - i. If yes, the Chair calls on the next Delegate
    - ii. If no, the Secretary removes it from the listException - per the information given at the start of this Appendix, the Delegate may challenge the Parliamentarians ruling and the Chair will process the objection.
6. Delegate discussion: up to 15 minutes on the merits of the alternative motions.
7. Voting on alternative motions:
  - a. The first poll will include all alternative motions plus "I abstain from voting."
  - b. If none of the choices gains 60%, depending on the number of alternative motions submitted, anything that received less than 20% will be removed and another poll will be taken that includes "I abstain from voting"
  - c. Following the second poll (if needed): the top two motions will be placed in a third poll, along with "I abstain"
  - d. Following the third poll (if needed), the chair will place the top remaining motion, along with "I abstain" in a final poll.
8. Final results:
  - a. Any motion with 60% of the votes is sent to Worldwide Online Voting.
  - b. If the final vote results in a simple majority but less than 60%, it will be referred to the ACA World Service Organization, where the Board will give the issue further study.

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### **Trustee Ratifications (Day 1)**

The Nominating Committee will conduct this portion of the ABC and will present introductory statements.

Ratification of Trustees requires a simple majority of all voting Delegates.

1. Trustees may each speak up to three minutes.
2. At the end of all individual Trustee introductions, Delegates will have a total of up to 15 minutes to ask questions of Trustees.
3. Trustees will have up to one minute to respond to questions asked of them. More time will be allotted if needed.
4. Trustee ratifications will be placed in Worldwide Online Voting.

### **Announcement of Voting Results and Minority Opinion**

At ABCs and QDMs, Delegates may express a minority opinion following any vote submitted to Worldwide Online Voting. For a two-day ABC, the voting results will be posted on the website two hours prior to the beginning of Day 2.

During the minority opinion portion of the meeting on Day 2, the Delegates will be asked if anyone in the minority requests to state a minority opinion.

1. If there is no minority opinion on a vote, the result of the voting is final.
2. If there is a minority opinion, up to three members of the minority may seek to persuade the majority to reconsider their initial vote. Each such minority voice will have up to one minute to speak. All comments are to be directed to the Delegates as a whole and should be consistent with the Twelfth Tradition guidance of “principles before personalities.”
3. Minority opinion response:
  - a. For Motions, because of the amount of time between the presentation of the Motion on the previous day or previous proceedings and the probability of alternative Delegates in attendance, the proposer of the motion will have up to two minutes to respond to the minority.
  - b. For Trustee ratifications, after the minority opinion is heard, the Trustee will have up to two minutes to respond.
4. The Delegates are then polled to see if they wish to revoke on the Motion or Ratification.
  - a. If more than 40% request a revoke on either a Motion or ratification, the original 60% or more vote will be called into question. The original motion or ratification will be resubmitted to Worldwide Online Voting at the first opportunity along with an explanation that the Delegates requested a revoke.
  - b. If fewer than 40% request a revoke, the original vote is final.

### **Delegate Floor Motions Requirements**

Delegates may submit Floor Motions on Day 1 by emailing them to the Conference Secretary within one hour of the close of business that day.

On Day 2, before considering the deliberation of Floor Motions, Delegates will determine if the issues are time sensitive and cannot wait until a future QDM.

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### Delegate Floor Motions:

1. May not contain the sum and substance of any Proposals that were on the Ballot sent to groups in January, whether they are on the ABC Agenda or not. They may also not be similar to motions that are presented on Day One or expected to be presented on Day Two.
2. Must be submitted in writing to the Conference Secretary within an hour after the official close of ABC business on Day 1.
3. Should be written in the form of a motion (“I move that . . .”) with a background that Includes reasoning and why it is time sensitive, e.g., it affects a decision that is in the process of being made about an upcoming WSO event.
4. Should include the resources that will be needed to accomplish and who that might be.
5. Should be brief – not to exceed 75 words for the Motion, with up to 100 words for the background.
6. Indicate the best way that the submitters may be contacted before the start of Day 2.

All Floor Motions will be posted for preview on designated web pages and Slack channels before the start of Day 2. They will be labeled as either conforming or non-conforming to the guidelines.

1. The Conference Chair(s), the Parliamentarian, and ABC Committee members will review the Proposals before the start of Day 2 to determine if they meet the Floor Motion criteria. Submitters may be contacted if clarification is needed.
2. At the designated Floor Motion time, Delegates will first be polled to determine whether they think each of the conforming Floor Motions are time sensitive.
  - a. For those that are not time sensitive, they will be postponed to the next QDM.
  - b. For those that are time sensitive, Delegates are then polled to determine the order in which Floor Motions will be processed.
3. If there is not enough time to process all time sensitive Motions, those that remain will be referred to the Board.

### ***E. Collaboration Committee and Board Presentations***

Rather than reports from individual WSO Committees, their respective Collaboration Committees will give summary reports. There will be an opportunity for Delegates questions after each such report.

Due to time constraints and lack of time for individual WSO Committee Chairs and Co-Chairs to be presented to the Delegation in detail, Delegates will not ratify them, as stated elsewhere in the OPPM. If Delegates know of any reason why a Committee Chair/Co-Chair should be removed from their position, they are encouraged to follow the OPPM Appendix XII Complaint Process.

Per the ByLaws, the Board will also discuss WSO’s broad strategic priorities and specific high-profile initiatives, for the coming year. Following this, Delegates will have the opportunity for questions.

## **APPENDIX XI – BOARD NORMS OF CONDUCT**

Trustees have endorsed the idea of norms of conduct that will help promote trust and encourage respectful communication and behavior consistent with the ACA Traditions and Concepts. We recognize that none of us is perfect; we are above all Adult Children who each bring our own challenges with interpersonal communication. Service work can provide many important opportunities for us to grow personally and spiritually if we are willing to look at ourselves

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honestly.

The central goal of the norms is not to eliminate differences, but to support Trustees in resolving conflicts in a healthy manner that references Program tools. Each Trustee shares individual and collective responsibility in upholding the agreed-upon norms of Board behavior listed below.

### 1. Communication/Potentially Contentious Issues

- a. Address contentious issues directly with the other Trustee(s) before taking conflicts to the Board as a whole.
- b. If a Trustee feels it is necessary to consult the Board as a whole about a matter, they will let the other affected Trustee(s) know before escalating the dispute.
- c. Avoid harsh, judgmental comments, and especially be cautious when expressing differences in writing. Use neutral language.
- d. Before communicating a disagreement in writing, first call the other Trustee(s).
- e. Listen receptively and respectfully during disagreements. When upset, pause and reflect before responding. Avoid reacting. Try to stay centered and calm. (Trait 14)
- f. Per the Tenth Step, make sincere and prompt amends, if needed, to the affected parties. Per the Ninth Step, not only do we make apologies, we strive to make behavioral changes.

### 2. Board Unity/Mutual Respect

Unity is the core principle of the First Tradition. This does not preclude us from expressing differences, but it reminds us that we rely on one another to serve the fellowship, which is our primary responsibility.

We agree to keep the following in mind:

- a. Weigh a conflict's importance against the damage it may cause to ourselves, the other individuals involved, and the Board's ability to do its work. Ask yourself "How important is this?"
- b. Refrain from jumping into a conflict that doesn't involve you directly.
- c. Place principles before personalities in resolving conflicts.
- d. In meetings, strive to listen to all opinions respectfully. Avoid speaking a second time until all others have spoken.
- e. Except as permitted by Robert's Rules, avoid interjecting.
- f. Ensure that the voice of the minority is heard and respected.
- g. Show respect for the committee process. Ensure that no Trustee or Committee Chair remains uninformed about situations that can adversely affect their ability to do their work.
- h. Avoid secrecy about internal issues that affect the whole Board. We should not be afraid to surface issues that are important.

### 3. Resolving Conflicts/Enforcement of Norms

- a. The Board will use the norms in this document, along with the Traditions, the Concepts and the OPPM to help clarify and resolve differences.
- b. Although one-on-one resolution is preferred, the Board has final responsibility to enforce these norms. The Board will strive for a calm, principle-based discussion of all relevant views and information.

The Board recognizes that many norms include some subjective terms, which will be applied in widely varied situations. They will, therefore, regularly review implementation of the Norms of

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Board Conduct and make changes as needed. The Board also will develop OPPM language to define potential consequences for any Trustee found by the Board to repeatedly violate the norms. (Motion 2019\_0112\_07)

### **ADDENDUM:**

A motion was passed on August 13, 2020, to include the following guidelines on dispute resolution.

1. All Trustees may at any time call a group conscience to address troublesome communications. In all Board disputes, the Board as a whole, per Tradition 2, has the ultimate word. If a group conscience is called, all Trustees will have an opportunity to be heard.
2. All Trustees are permitted, and expected to, surface disputes or blockages that they feel affect their safety or effectiveness as Trustees. This should be done as quickly as possible, and a first attempt to resolve disputes should begin with those directly involved.
3. Trustees consciously strive to avoid Critical Parent or Wounded child communications. All Trustees commit to respectful discussion of complaints and concerns. Punitive comments will be avoided in all cases.
4. Where first discussions do not yield a resolution, either party may elevate the issue: to a mutually agreed upon group of three mediators, or to the Board. If no agreement is reached on who will serve as mediators, the issue goes to the Board. If mediation doesn't reach an agreement, any participant may elevate a dispute to the whole Board.
5. In any dispute, the Board has the authority and obligation to protect a safe, respectful environment for processing all Board disagreements. Unless the Board as a whole has weighed in, no trustee is expected to accept a decision or action they fundamentally disagree with.
6. In addition to resolving specific disputes, the Board may, in the case of repeated or severe violations of Traditions, Norms, OPPM, etc., take disciplinary actions toward individual Trustees. This may include letters of caution, request to take a leave, suspension, or removal from the Board, in alignment with OPPM procedure.

### **APPENDIX XII – COMPLAINT PROCESS**

#### ***Section 1: Draft Complaint Evaluation Process***

The OPPM does not set out a specific process for evaluating complaints regarding volunteer behavior (including but not limited to complaints against Trustees). While the Board has reviewed volunteer complaints in the past, we have done so without a formal or consistent process.

A review of our various guiding documents affirms that ACA WSO has a right and responsibility to ensure a safe working environment for WSO volunteers, as well as for paid employees. This authority is grounded in numerous sources listed in Section 2 below. They include WSO's articles of incorporation and bylaws, which address our legal obligations as a registered corporation in the state of California, and the Traditions, Concepts, Commitment to Service, Big Red Book commentaries on ACA service, and the OPPM. We also have spoken with HR consultants about our corporate responsibilities regarding volunteer safety from any form of harassment or abuse.

This is an initial policy for assessing complaints submitted to the Board, as well as a potential foundation for a permanent assessment process. In keeping with ACA literature, the suggested process seeks to balance compassion and accountability. At least in the initial stages of adoption, the process should emphasize opportunities for education and constructive change where a

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volunteer's behavior is negatively affecting others. But it recognizes, as does the the Big Red Book and the Board Norms of Behavior, that extreme or repeated mistreatment of WSO volunteers can lead to additional responses.

### A. Fairness and Due Process

The lack of a spelled-out process for assessing complaints involving volunteers (including complaints about Board trustees) has numerous downsides. Establishing a consistent process is important for consistency, transparency and trust. In keeping with Concept 4, it should be seen as accessible to, and fair to, volunteers at all levels of WSO service. The following elements should be considered:

1. A transparent process for reporting and addressing complaints concerning behavior by volunteers and Trustees should be clearly posted on the website, including a form for submitting a complaint. This would remove any mystery on how ACA members should handle concerns about potentially problematic behavior. A volunteer may also contact the Board or an individual Trustee by email.
2. Establish a comprehensive scope. The policy may be used by, and applies to, all WSO volunteers, including Trustees. The only exception is disputes that involve only Trustees, which are covered under the Board Norms section of the OPPM.
3. There should be a consistent, written assessment process for evaluating complaints. This process should reference program service tools, such as Traditions, Concepts, and Commitment to Service, as well as the OPPM and laws governing harassment and workplace misconduct. It also should reference program recovery tools, such as the Laundry List/Other Laundry List, the Steps, Reparenting, and Emotional Sobriety. This process should become more complete with time and experience.
4. Find neutral individuals to evaluate complaints. It is expected that evaluators often may know one or more parties to a complaint, but they should be free of any prejudice or conflict of interest.
5. Assessment teams should include non-Board volunteers, as well as designated Trustees, and be diverse to reflect a range of perspectives.
6. Potential resolutions should include self- or group inventory, evaluation, increased awareness, and amended behavior, as part of a range of recommended changes, and not over-relying on formal disciplinary action. At the same time, the ultimate goal is service to the fellowship, and formal action may be needed when harmful behavior is severe or persistent.
7. There should be a policy regarding confidentiality at various stages of the process. All parties will keep initial evaluations confidential, and Board discussions and motions related to assessing a complaint will take place in executive session.
8. Short-term support policies so that volunteers may remove themselves from potential continuing abuse.
9. An initial policy that addresses these elements should be approved expeditiously so that pending complaints are not stalled for process reasons.
10. There should be ongoing review and revision of the initial policy. This can be organized through the Policy and Structure Collaboration Committee and should likely seek input from the WSO-Volunteer Resources Committee and the Executive Committee.

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11. The Board should determine whether any unresolved complaints regarding Trustees or other WSO volunteers should be referred for evaluation under this process.
12. The Board will develop a generic public statement that can be shared if someone discloses that an assessment is in progress.

### **B. Initial Assessment Process & Scope of Complaint**

As affirmed in the Big Red Book, differences and tensions can arise in ACA service. Starting with the Board, any WSO volunteer must promote a service climate based on trust and mutual respect, resolving conflicts in a healthy manner that references Program tools.

When a WSO volunteer feels mistreated in a way that chronically or severely erodes their sense of safety and respect, and in a way that is inconsistent with Program principles or normal protections against workplace harassment, they may submit a complaint to the WSO Board's chair, vice chair, secretary or treasurer. Receipt of the complaint will be acknowledged in writing, and the Board will be informed. In such instances, the Board will authorize a team to assess the complaint, relying on the Traditions and other program tools, as well as basic HR tools for assessing workplace harassment allegations.

Note: If the complaint involves a member of the Executive Committee, the person filing the complaint may send it individually to one other member of the Executive Committee.

### **C. Initial Procedures**

1. WSO, working with the assessment, secures all video and text evidence – zoom video, chat and transcription; request the complainant secure their emails, slack messages, minutes and texts.
2. Discuss whether the complainants need short term support during this process, i.e., sabbatical from committees etc.
3. Determine if any Trustees or other volunteers must recuse themselves from the evaluation process. This includes recusal from any role in the assessment by anyone who filed or helped to file the complaint, or who is named as a subject of the complaint. Volunteers, including Trustees, also should declare any reasons that might call their neutrality into question. An example might include a direct sponsor-sponsee relationship with a participant, or extensive participation in of events cited in a complaint. Simply knowing one or parties to a complaint is not grounds for recusal.
4. Identify an evaluation team to assess complaints. The team should include non-Board volunteers and should include members who are knowledgeable about WSO service and widely respected as fair and impartial.
5. Confirm participation of the evaluation team and ask them to sign confidentiality agreements.

### **D. Initial Assessment Phase**

1. Assessment Team prepares
  - a. Review the process with the evaluation team, including the Legal and Policy Framework.
  - b. Provide the evaluators with materials for assessing HR complaints, including questions to identify potential harassment, as a resource. Ask if they wish additional training with WSO's HR consultant.

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- c. Review complaint(s) and determine whether the complaint—if factually true—might warrant potential Board action of some type. If no, recommend no further action. If yes, report this to the executive committee and schedule a meeting with the complainant.
  - d. Think through questions to ask the complainant and respondent, seeking help from the executive committee if desired. Given the unique service dynamics of ACA, the team may specifically consider whether one or more volunteers engaged in emotional relapse or “acting out” behaviors, such as excessive reliance on traits from the Laundry List, Other Laundry List, or Workplace Laundry List.
2. Initial Interviews
- a. In all interviews, the reason for seeking the interview should be communicated. Written notes will be kept of all interviews. The complainant should be asked whether they expect confidentiality. If so, there should be a realistic assessment before proceeding as to whether that is possible, given the nature of the complaint. The complainant also should be asked to keep the evaluation confidential while it proceeds.
  - b. Ask questions of complainant to gain additional facts about the case; ascertain the exact nature of the alleged violation (eg, Traditions, Concepts, state law). Ask for corroborating witnesses and evidence, securing evidence as needed.
  - c. Following the interview, assess whether, if true, the allegations warrant potential Board action. If so, report preliminary findings to the Executive Committee and schedule an appointment with the subject of the complaint (respondent).
  - d. If the evaluators determine that the respondent should be interviewed, they will advise that person of the reasons for the complaint, including the specific alleged incidents, but not show them the written complaint. The evaluators also should advise the subject that any direct retaliation against the complainant is prohibited and subject to Board action. They also should advise the respondent that the initial evaluation is confidential and will not be divulged by WSO.
  - e. During the interview, ask questions of the respondent to gain additional facts about the case, and the subject’s side of what happened. Specifically pose any questions about potential violations of Traditions, Concepts, etc., to get a response. If needed, ask for corroborating witnesses and evidence, securing evidence as needed.
  - f. Determine if witness interviews are needed, and if so, conduct them. The Board will be notified if this is happening.
3. Initial Assessment
- a. Review physical and interview evidence.
  - b. Decide whether the allegations are substantiated. If so, consider potential Board actions and determine which is most appropriate.
- Possible actions can include dismissal of the complaint; written advisory to one or more volunteers involved, with any suggestions for a change in behavior; specific mandated training or Program reflection; request to voluntarily take time away from WSO service to focus on personal recovery; suspension from WSO service for a designated period; and dismissal from WSO service. Other actions could include requesting one or more volunteers make amends, facilitated discussions- either with individual and /or with chair

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of the Board etc., review of policies, education, healthy boundaries are established, warning given etc.

### 4. Presentation of Initial Findings

- a. Once the team's research is complete, they will present written findings and meet with the entire Board in executive session. This will include an initial finding of whether the team believes the allegations to be true, whether they found the behavior to be part of a larger pattern, and which WSO action they consider to be most appropriate.
- b. If the team concludes that an allegation is fundamentally unmerited or made in bad faith, they will notify the Board.

### 5. Next Steps

- a. The Board considers the evaluation and determines appropriate next steps regarding the parties to the complaint.
- b. Before finalizing an action, the Board will advise complainant and respondent of the preliminary findings and ask if anything in the report is incorrect, or if there is a major omission that might change the finding.
- c. After receiving additional comments, the Board will make its decision. In addition to specific recommendations regarding parties to the complaint, the Board also may refer continued follow-up action to a Collaboration Committee and/or the WSO-Volunteer Resources Committee to support a healthier climate at within a specified committee.
- d. If the Board believes that either a suspension or expulsion may be warranted, an additional round of investigation will take place. This will include Board interviews of the complainant, respondent, and if needed, third-party witnesses.
- e. The Board also will determine what if anything should be communicated to the fellowship and committees.

### 6. Appeals Process if Requested

- a. Once the Board determines an appropriate resolution, it will designate a manner to transmit the outcome of the process to all volunteers involved. Each volunteer has a right of petition. If they disagree with the decision, they may arrange time with the Executive Committee to state their concerns.
- b. If the appeal demonstrates that some aspect of the finding was erroneous or fundamentally unfair, the Executive Committee will appoint a panel of up to four volunteers to hear the appeal. They will ask the volunteer making the appeal to summarize their concerns in a one- or two-page document.
- c. The appeal process will only consider whether information in the original findings and information were accurate and fair enough to justify the proposed Board actions. The team considering the appeal will not conduct fresh research or interviews.
- d. Where possible, the team considering the appeal should have three or five members, and most or all should be non-Board volunteers.

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- e. Once the appeal is complete, a summary of findings will be submitted in writing to the Board. If it is found that the original decision is fundamentally unfair and should be changed or reversed, the reasons will be clearly stated.
7. Board Review of Complaint Process (Within 2-3 months)
    - a. The Board will appoint a team to assess the first applications of the complaint Process, identifying what worked well, what could be better and next steps.
    - b. This is communicated to the full Board.
    - c. Board also will assess whether other unresolved complaints should be reviewed under the initial policy.
    - d. Policies will continue to be developed, in collaboration with the executive committee and the Policy & Structure CC (especially, the WSO Volunteer Services Committee). Any updates to the process will be added to the OPPM and communicated to the fellowship transparently with semi or annual reviews.
    - e. Communicate with fellowship the new policies and expectations.

### ***Section 2: Authorities regarding Board oversight of committees and volunteers: Legal and Policy Framework***

The initial policy for evaluating complaints involving volunteers, including Trustees and committee volunteers, draws on the following authorities:

#### **A. Bylaws/California Articles of Incorporation**

1. Comment: WSO must comply with California law. Bylaw II.1: “ACA WSO shall be incorporated under the laws of the State of California as a public benefit corporation. The organization shall maintain a nonprofit and tax-exempt status under the laws of the United States and the State of California. This organization shall be organized for purposes as defined under Internal Revenue Service Code Title 26 U.S.C., Section 501 (c) 3., and shall be incorporated in accordance with California Corporation Revenue and Taxation Code, Section 23701 (d).”
2. Comment: WSO’s sole purpose is fellowship service. Bylaw II.2: “The sole purpose is to serve the fellowship of Adult Children of Alcoholics (ACA) by maintaining service for those who might be seeking, through ACA, the means for recovering from being raised in an alcoholic or otherwise dysfunctional home.”
3. Comment: WSO committees assist WSO’s sole purpose of service. Bylaw VI.2. “Committees shall be formed as deemed necessary to conduct the business of ACA WSO in keeping with the definitions and guidelines set forth in the OPPM.”

**Conclusion:** Because committees play an essential role in assisting WSO’s sole purpose for incorporation, the Board is authorized to form such committees and ensure that their function serves WSO’s sole purpose of service. This includes addressing volunteer purpose that may hurt committee service or compromise the safety of other volunteers.

#### **B. Traditions and Concepts**

1. Comment: Per Tradition 9, WSO is a service board ratified by the fellowship, through the Annual Business Conference, and may appoint committees to help provide this service.

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Tradition 9: “ACA, as such, ought never be organized, *but we may create service boards or committees directly responsible to those they serve.*”

2. Comment: Traditions 1 (Unity), 2 (Group Conscience), 12 (Principles Before Personalities) all support harmonious group interactions in which the voices and perspectives of all members are honored. To quote the Tradition 2 meditation, volunteers are encouraged to follow this spiritual guidance: “Allow me to listen to and consider the views of others. May I state my view and support all group decisions, including the ones I might disagree with.”
3. Comment: Tradition 5 (Primary Purpose) supports productive committee and volunteer activity that helps ACA “carry its message to the adult child who still suffers. Detours into squabbling and argument are discouraged. To quote the Tradition 5 meditation: “Help me remember to ask myself a simple question when I am doing the business of ACA. ‘Does what we are about to do support the primary purpose of carrying the ACA message to another adult child needing help?’ “
4. Comment: Per Concept 7, WSO manages issues related to legal instruments governing WSO. Concept 7: “The Annual Business Conference recognizes that the Articles of Incorporation and the Bylaws of the Adult Children of Alcoholics World Service Organization are legal instruments: that the Trustees are thereby fully empowered to manage and conduct all of the world service affairs of Adult Children of Alcoholics.”
5. Comment: Per Concept X, it is appropriate and necessary to set the scope of authority and guidelines for effective service. Concept X: “Every service responsibility should be matched by an equal service authority—*the scope of such authority to be always well defined* whether by tradition, by resolution, by specific job description, or by the Operating Policy and Procedures Manual and bylaws.”
6. Comment: Per Concept XI, Trustees hold “final responsibility for ACA’s World Service administration” and must give “serious care and concern” to proper function of committees and committee members. Concept XI: “While the Trustees hold final responsibility for ACA’s World Service administration, they should always have the assistance of the best possible standing committees, corporate trustees, executives, staffs, and consultants. *Therefore the composition of these underlying committees and service boards, the personal qualifications of their members, the manner of their induction into service, the systems of their rotation, the way in which they are related to each other, the special rights and duties of our executives, staffs and consultants, together with a proper basis for the financial compensation of these special workers, will always be matters for serious care and concern.*”

**Conclusion:** The Traditions and Concepts all support committees that function according to a respectful group conscience, and do not divert ACA from its primary purpose. Concept XI specifically notes that the Trustees have the need to support healthy volunteer conduct at the committee level.

### C. Big Red Book/Tradition 9/Service Handbook/Laundry List-Other Laundry List/Workplace Laundry List/Commitment to Service

1. Unfortunately, the trauma experienced by adult children creates challenges for almost everyone who participates in service and can actually induce service volunteers to act out dysfunctional behaviors. As examples:

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- a. The Workplace Laundry List notes that: “We confuse our boss or supervisor with our [dysfunctional] parent(s),” and, “We confuse our co-workers with our siblings or our [dysfunctional] parent(s) and repeat childhood reactions in those working relationships.”
  - b. Members who identify with the Laundry List may be quick to feel victimized by other volunteers, while those who practice Other Laundry List may be quick to domineer others.
  - c. The Commitment to Service cautions those in service “to avoid losing my own recovery through the use of service to act out my old behavior, especially in taking care of others, controlling, rescuing, being a victim, etc.”
  - d. The Tradition 9 essay (Page 535) reminds us that “many of us arrive at ACA wounded and angry. We hurt, so we want to hurt others. However, no one has the right to harm anyone in ACA.” The essay explains this behavior as an attempt to recreate a dysfunctional family of origin, adding that “we could avoid working on ourselves by blaming group members for imagined wrongs or slights.”
2. In the Big Red Book, two extended passages provide options to an ACA group to deal with disruptive members. Both are rooted in the authority of the group conscience.
    - a. While the Big Red Book favors informal solutions, it notes in Pages 533-535 that if there is an ongoing pattern of troublesome behavior, “such a person could be asked through another group conscience to leave the meeting until he or she has a change of heart regarding disruptive behavior.”
    - b. Specifically addressing the disruptive behavior of cross talk, the Big Red Book gives authority to all members to call an immediate group conscience to address the behavior.

**Conclusion:** ACA literature is very clear that the nature of the ACA condition makes it highly likely volunteers will be triggered, and that this may lead to violations of others through distorted thinking and disrespectful conduct. All volunteers have a shared responsibility in responding to this fact with compassion and accountability—so that volunteer settings do not replicate our families of origin.

### D. OPPM

The OPPM has multiple examples of the Board regulating committee behavior, and the Board has the right to remove Trustees who disrupt WSO unity and function. There is no logical reason to believe this does not extend to other volunteers who disrupt volunteer unity and service function.

1. **III.N.1: The OPPM authorizes a majority of the Board (or ABC) to impeach any trustee for cause.** The OPPM adds, “Tradition violations, working outside the boundaries of the Policies and Procedures as set forth in this document or that have become common practice before being added to this document, abuse of fiscal responsibility, or other action seen as adverse to the operation of the Board or in service to the Fellowship, as determined by the majority of the members of the body (the Board or ABC) will serve as just cause.”
2. **Appendix XI, the Norms of Conduct, also recognizes that the Board has a responsibility to examine behavior that may disrupt service to the fellowship,** but in a compassionate manner. It says that the Norms “promote trust and encourage respectful communication and behavior consistent with the ACA Traditions and Concepts. We recognize that none of us is perfect; we are above all Adult Children who each bring our own challenges with interpersonal

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communication. ... The central goal of the norms is not to eliminate differences, but to support Trustees in resolving conflicts in a healthy manner that references Program tools.”

- a. The Norms suggest a wide range of proportionate responses to disruptive behavior, but notes that removal of a disruptive Trustee may be required “in the case of repeated or severe violations of Traditions, Norms, OPPM, etc., [to] take disciplinary actions toward individual trustees. This may include letters of caution, request to take a leave, suspension, or removal from the Board, in alignment with OPPM procedure.”
  - b. An addendum to the Norms states: “In all Board disputes, the Board as a whole, per Tradition 2, has the ultimate word.”
3. **The Executive Committee is established under Bylaw VI.1**, which states, “The Board shall form an Executive Committee from among its members who shall be delegated the powers and authority as deemed appropriated by the Board and shall serve in keeping with the guidelines set forth in the OPPM.
- a. Under the OPPM, the Executive Committee is “responsible for ensuring that all other committees of the Board are complying with their responsibilities.” Presumably one aspect of this function is to ensure that individual volunteers are not disrupting or abusing committee functions. This can be done using criteria similar to those used to assess potentially problematic behavior by Trustees (eg, Traditions, Concepts, OPPM, Commitment to Service, etc.)
4. **Section X, Pages 22-28, discuss the relationship between WSO committees and the Board.** It notes that “All committees are referred to as Committees of the Board. ... Committees are created or disbanded by appropriate motions of the Board and/or the ABC.” The section specifies that committees are to be generally guided by the Traditions, Concepts, and OPPM. It also sets out numerous areas where the committees must meet standards of accountability set by the Board of Trustees.
- a. Section 10 notes that committee chairs and vice chairs must be ratified by the Board and by the ABC.
  - b. Committees also must use Board procedures for conducting meetings.
  - c. Committees also are required by the Board to periodically update their statements of purpose and to regularly update and report their top three strategic priorities, and also to file monthly reports for the teleconference.
5. **Section X.F specifically sets out a relationship of accountability to the Board (and ABC) by all Committees of the Board.** X.F notes that “Committees are accountable to the fellowship, through the governance of the Board. Any actions they wish to take that propose to establish new policy or impact the fellowship as a whole must be approved by the Board. ... The committee chair is responsible for ensuring that the committee fulfills its reporting obligations.”
6. **Comment: The Board is under legal obligation to assess harassment and similar complaints filed by paid WSO staff.** Our HR consultant advised us that WSO has a similar right and obligation to protect the well-being of volunteers, by setting behavior standards for volunteers and examining safety complaints involving volunteers.

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**Conclusion:** Since the Board holds itself accountable for respectful communications and adherence to the Traditions, and because committees operate in service to the fellowship, through the governance of the Board, applying a similar expectation to committees and committee volunteers is clearly within the Board's authority under the Bylaws and OPPM.

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### CHANGE LOG

Dates in this section denote the version dates of the OPPM in which the items first appeared.

Dates of the Motions reflect the Board's Monthly Teleconference (TC) when said Motions became part of the official record. Actual Motions may have been passed by the Board at an earlier time and then included in the OPPM prior to that TC.

1. December 9, 2017
  - a. Section I PURPOSE OF ACA updated
  - b. Section III WSO BOARD OF TRUSTEES, sub-sections A through H updated
2. December 28, 2017
  - a. Section IV ACA WSO BOARD OFFICERS updated
  - b. Section V DUTIES OF OFFICERS updated
3. February 22, 2018
  - a. Section IV ACA WSO BOARD OFFICERS updated
  - b. Section IX EXECUTIVE COMMITTEE updated
4. March 8, 2018
  - a. Section XI ACA WSO OFFICE updated
5. April 14, 2018
  - a. Section III WSO BOARD OF TRUSTEES, sub-section G through end of section updated
  - b. Section VII PLACING ISSUES BEFORE THE BOARD revised
  - c. Section VIII BOARD MEETINGS revised
  - d. Section XII ACA WSO LITERATURE revised
  - e. Section XVI ACA WSO COMLINE updated
6. December 8, 2018
  - a. Section III WSO BOARD OF TRUSTEES, sub-section F paragraph 2 updated
7. January 22, 2019
  - a. Section III WSO BOARD OF TRUSTEES, sub-section J – redundancies removed between this section and Appendix IV NOMINATING COMMITTEE
  - b. Section V DUTIES OF OFFICERS – updated parts of Secretary and Treasurer responsibilities
  - c. Section VI ACA WSO FISCAL POLICIES updated, including removing redundancies between sub-section E and the Treasurer responsibilities listed in Section V DUTIES OF OFFICERS
  - d. Appendix IX TRAVEL REIMBURSEMENT POLICY - added Travel Reimbursement Form by Board motion 2019\_0112\_08
  - e. Section III WSO BOARD OF TRUSTEES, addition of new sub-section M – Board Norms of Conduct, with accompanying Appendix XI BOARD NORMS OF CONDUCT, which changed previous sub-section M to N.
8. February 19, 2019
  - a. Section XX BALLOT PREPARATION COMMITTEE revised
9. February 28, 2019
  - a. Section IV ACA WSO BOARD OFFICERS updated
  - b. Section XXI INFORMATION TECHNOLOGY, but then known as ACA WSO WEBSITE, revised
10. March 28, 2019
  - a. Section X COMMITTEES updated
  - b. Section XIX WSO EVENTS: ANNUAL BUSINESS CONFERENCE (ABC) AND ACA WORLD CONVENTION (AWC) revised
11. August 1, 2019
  - a. Section XIX WSO EVENTS: ANNUAL BUSINESS CONFERENCE (ABC) AND ACA WORLD CONVENTION (AWC), sub-section A.4.g – Changed to 60% threshold to pass an ABC motion
  - b. Section XX BALLOT PREPARATION COMMITTEE, sub-section G. Change to 60% Yes votes

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- on Ballot to be added to ABC Agenda
12. November 21, 2019
    - a. Revision of Appendix I – Right to Petition
  13. December 12, 2019
    - a. Section III WSO BOARD OF TRUSTEES, sub-section D ACA WSO Property, 3rd paragraph
  14. March 29, 2020
    - a. Added Appendix X – ABC MOTION PROCEDURE, including Modified Robert’s Rules of Order
  15. August 31, 2020
    - a. Section XX BALLOT PREPARATION COMMITTEE – pertinent dates for Proposals and Ballots
  16. September 24, 2020
    - a. Appendix II REGION CERTIFICATION PROCESS revised
    - b. Section XII ACA WSO LITERATURE, sub-section E revised
    - c. Addendum to Appendix XI BOARD NORMS OF CONDUCT
  17. October 16, 2020
    - a. Section XII ACA WSO LITERATURE, add new sub-section I referring to logo usage
  18. November 16, 2020
    - a. Section XIX WSO EVENTS: ANNUAL BUSINESS CONFERENCE (ABC) AND ACA WORLD CONVENTION (AWC) Added remote access to ABC Delegates in Section XIX.A.1
    - b. Renamed Section XXI from ACA WSO WEBSITE to INFORMATION TECHNOLOGY and also added the IT User Access Policy
    - c. Section X COMMITTEES - added new sub-section B, replaced sub-sections C (now D) and F (now G).
  19. January 7, 2021
    - a. Section X COMMITTEES: changes to sub-section D - Committee Leadership.
  20. February 14, 2021
    - a. Section VI FISCAL POLICIES changes to C.2,3,4 – Expenditures Approvals
    - b. Section X COMMITTEES, sub-section D - addition of an introductory statement about rotation of service
  21. March 18, 2021 Revision
    - a. Revised Appendix X – Robert’s Rules. Motion 2021\_0410\_01
  22. September 11, 2021 Revision
    - a. Appendix IV NOMINATING COMMITTEE, under “Other notes” added protocol for Board contact with Trustee candidates. Motion 2021\_0313\_01.
    - b. Section XIX WSO EVENTS, change to sub-section A.4.b; allowing Ballot Proposal submitters time to present their Proposals at the ABC. Motion 2021\_0410\_04
    - c. Section VIII BOARD MEETINGS, changes to sub-section B.2 - schedule of working sessions. June 2021
    - d. Addition of sub-section C to IX. Executive Committee regarding regular meeting schedule. July 2021
    - e. Section V. Duties of Officers. D. 3. Authorization for delay of presenting financials at the Monthly TC. July 2021
    - f. Section VI. ACA WSO Fiscal Policies, new sub-section I. Special worker salaries. July 2021
    - g. Appendix IX. Travel Reimbursement Policy revision. July 2021
    - h. Section XX. Ballot Preparation Committee (BPC) change to Proposal due dates as well as elaboration in appropriate sub-sections. August 26, 2021
  23. November 11, 2021
    - a. Section X. Committees, sub-section C. October 2021
    - b. Appendix I. Right to Petition revision. November 4, 2021
  24. February 28, 2022
    - a. Section VI. FISCAL POLICIES, sub-section B.3: increase bequest limit to \$50,000

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- b. Section XX. BALLOT PREPARATION COMMITTEE (BPC), sub-section C. Proposal Submissions
  - c. Appendix IV NOMINATING COMMITTEE, added flowchart
25. May 4, 2022
- a. Section VI. ACA WSO FISCAL POLICIES, C. Signatory (Motion 2022\_0514\_07) and D. Expenditure Approvals (Motion 2022\_0516\_06)
  - b. Section VII PLACING ISSUES BEFORE THE BOARD, item 6 and APPENDIX XII – Complaint Process.
  - c. APPENDIX X. ABC VOTING RULES
  - d. APPENDIX II. REGION CERTIFICATION PROCESS, Additional Expectations and Recertification (Motion 2022\_0514\_05)
26. September 24, 2022
- a. Section IV. ACA WSO BOARD OFFICERS, B. Elections (Motion 2022\_0709\_06)
  - b. APPENDIX VI. BYLAWS, Article IV, Sections 7 and 9 (Officers and Terms of Service) (Motion 2022\_0709\_07)
  - c. Section III. WSO BOARD OF TRUSTEES, G. changed from Leave of Absence to Vacation, Leave of Absence, and Self-Care (Motion Aug. 11, 2022)
  - d. Section V. DUTIES OF OFFICERS, C.7 Secretary – added sub-sections a) and b) (Motion Aug. 11, 2022)
  - e. APPENDIX II. REGION CERTIFICATION PROCESS – Amended sub-section A to include verbiage about local or shared needs; removed sub-sections B and C and renamed Recertification as sub-section B (Motion Aug. 11, 2022)
27. February 11, 2023
- a. Replaced all instances of the term Board member with the word Trustee
  - b. Remove Sub-section D.5 that refers to the DCOC from Section VI ACA WSO FISCAL POLICIES (Disbanded per Motion Nov 30, 2022)
  - c. Section XX BALLOT PREPARATION COMMITTEE, sub-section G. Change back to 66.7% Yes votes on Ballot to be added to the ABC Agenda (Motion Dec 14, 2022)
  - d. Section X COMMITTEES, sub-section C. Board Participation. Amended and sub-section heading changed from Board Communications, Oversight and Participation. (Motion Feb 10, 2023)
  - e. Section XI. ACA WSO OFFICE, sub-section B. Group Registrations. Added that meetings that do not follow the ACA 12 Traditions will be delisted. (Motion Feb 10, 2023)
28. April 30, 2023
- a. Adjustment to Section IV. ACA WSO BOARD OFFICERS, General and Term of Service, to conform to the ByLaws changes in the September 24, 2022, version of this document.
  - b. APPENDIX II. REGION CERTIFICATION PROCESS amended. (Motion April 27, 2023)
  - c. Section XIX. WSO EVENTS: ANNUAL BUSINESS CONFERENCE (ABC) and ACA WORLD CONVENTION (AWC); remove the outdated voting rules from sub-section A.4 as well as a paragraph about Floor Motions – both of which are in APPENDIX X. (Removed as a result of updated information that is in Appendix X.)
  - d. APPENDIX X. ABC and QDM VOTING RULES amended. (Motion April 29, 2023)
  - e. SECTION XVI. ACA WSO COMLINE amended. (Motion April 29, 2023)
29. October 3, 2023
- a. APPENDIX IX. TRAVEL REIMBURSEMENT POLICY amended. (Motion September 28, 2023).  
Note: A correction was made to Section C.1. The first paragraph said “Food and Incidentals per diem, herein referred to as M&IE (Meals and Incidental Expense rate). WSO has adopted U.S. Government General Services Administration (GSA) meals and incidental expenses (M&IE) per diem rates.” The phrase “herein referred to as M&IE (Meals and Incidental Expense rate)” was removed as it is inconsistent with the remainder of the policy.