

GUIDELINES FOR THE SOUTHEASTERN ARIZONA SERVICE BODY OF NARCOTICS ANONYMOUS, INC.

MISSION STATEMENT

The mission of the Southeastern Arizona Service Body of Narcotics Anonymous, Inc. (The Corporation or the BOD) is to provide support to the Southeastern Arizona Area Service Committee (SEAZNA or ASC) in their efforts to carry the message of recovery and provide the opportunity for addicts to recover from addiction. In support of this mission, the BOD is committed to the following:

- NA's philosophy and principles as contained in the Narcotics Anonymous's Twelve Steps, Twelve Traditions, and Twelve Concepts of Service.
- To act in a fiduciary capacity for SEAZNA, as given voice by its groups through their Area GSR's and Executive Committee and ownership and rights to the exclusive control, use, printing, duplicating, sales, distribution, licensing for production, printing, duplicating, sales and use of all the intellectual properties, logos, trademarks, copyrighted materials, emblems or other intellectual and physical properties of the Area, the fellowship of Narcotics Anonymous as a whole and otherwise in accordance with the will of the Fellowship.
- To hold and manage in a fiduciary capacity the income produced by any of the activities described above in such a manner that the other purposes outlined or assumed or as may be later assigned are satisfactorily accomplished when such is done within the spirit of the Twelve Steps, Twelve Traditions and Twelve Concepts of Narcotics Anonymous.
- A Commitment to remain a reliable, dependent, and stable resource for our members, continually providing an environment of honesty, integrity, mutual trust, and respect.
- Verifiable compliance with Arizona Non-Profit Corporation Laws and Internal Revenue Code Section 501(c)(3).

DESCRIPTION, INCORPORATION, AND TAX STATUS

Although an incorporated business may seem somewhat removed from our "spiritual fellowship," there are many services, events, and committees that interact with the general public, or other businesses for which an incorporated and non-profit status seems most suitable. However, no corporation formed by Narcotics Anonymous is completely autonomous. It is accountable to the entity that created it. The BOD will serve at the pleasure of SEAZNA and may be disbanded at any time provided there is a two-thirds majority vote of the GSR's at the ASC to do so, with a 60-day delay, to resolve any grievances. The Board of Directors are accountable to SEAZNA.

Southeastern Arizona Area Service Committee (SEAZNA or ASC)

The Southeastern Arizona Service Body of Narcotics Anonymous, Inc. referred to as the BOD is directly responsible to serve the ASC. The BOD is responsible for those matters involving the Corporation, as well as the regional property, assets, and intellectual rights:

1. The BOD is the fiduciary agent for all ASC property, intellectual property rights, and bank accounts.
2. The BOD Chair shall be the liaison to the ASC.
3. The BOD Treasurer will assist in Area audits as requested by the ASC.
4. All Contractual agreements by and for the ASC and its subcommittees are to be submitted for review by and signatures of the BOD.
5. The BOD manages the Area Insurance Policies and coordinates with the regional Insurance coordinator.
6. The BOD provides insurance for all board members.
7. The BOD provides requested insurance for all events in the SEAZNA area.
8. The BOD is responsible for all Corporate filings.
9. The BOD will maintain an open line of communication with the Area Service Committee (ASC)
10. The BOD shall provide legal and contractual advisement to the ASC.

FUNDING AND MANAGEMENT

- Southeastern Arizona Service Body of Narcotics Anonymous, Inc. (BOD) shall be funded exclusively by SEAZNA (ASC)
- Maintains records of fellowship fund distributions and financial balances of the Corporation.

Southeastern Arizona Area Service Body of Narcotics Anonymous, Inc. (BOD)

The BOD Shall be made up of 5-9 Directors (an odd number) that include the following:

- Chair
- Vice Chair
- Treasurer
- Insurance Liaison
- Corporate Secretary
- Director
- Recording Secretary (non-director)

MEETING TIMES AND LOCATIONS

- Regular meetings of the Board of Directors will be Quarterly at 6:00 PM, currently online; however, may be changed by resolution of the BOD. If changed notice may be given either in person or by e-mail.
- Special meetings of the BOD may be called by the BOD Chair, Vice Chair, or by two or more members of the Board of Directors.
- Notice stating time and place and the purpose of the meeting shall be given no less than 4 days before the meeting, either in person, or by e-mail to all Directors. In the event of an emergency, 24 hours notice shall be considered adequate.
- An Annual meeting shall be held in the month of November each year. The purpose of the annual meeting is:
 - ..1. Election of the officers of the Corporation
 - ..2. Transaction of any other business at hand

QUORUM

- An official quorum must be established to make decisions in new and old business.
- Quorum is 51% of established directors.

DECISION MAKING PROCESS

- This body operates using a Consensus-based Decision-Making Process (CBDM)
- An idea or Request must be submitted to the Chair in writing before the CBDM process can begin.
- As a spiritual body we try to achieve all decisions by consensus; we believe that a loving God's will is expressed through our group conscience (2nd tradition). In the event the Board cannot reach consensus, a decision will be reached using a 2/3 majority vote.
- All Ideas/requests will use consensus-based decision-making for the Board's purpose. The process for consensus-based decision-making allows for all points of view to be heard and fairly considered within the committee.
- When an idea/request is being discussed in new business and the meeting ends, the subject will be brought up in old business at the next meeting.
- Any director may submit an idea/request to the floor.

NOMINATIONS AND ELECTIONS OF BOARD POSITIONS

QUALIFICATIONS:

- Nominees for the Board of Directors must have Ten (10) years of Continuous Clean Time.
- Nominees for BOD positions should have a working knowledge of the 12 Steps and 12 Traditions of Narcotics Anonymous and have a sponsor in Narcotics Anonymous.
- Directors shall be active participants of Narcotics Anonymous.
- Directors shall not hold any Executive Position in the Area Service Committee of SEAZNA.
- Directors shall not hold the position of GSR in any active group of SEAZNA.
- Directors shall live in the SEAZNA Service Area.
- Directors shall have a Home Group in the SEAZNA Service Area.
- Directors shall have read the BOD guidelines and Bylaws and sign the acknowledgment page of said documents.
- Directors shall have exceptional verbal and written communication skills.
- Directors shall have shown Financial Accountability in all previous positions

TERM LIMITS FOR BOARD MEMBERS:

- The term for a Director shall be 3 (Three) Years
- All positions within the Board can only be held for 3 (Three) consecutive Years in the Spirit of Rotation.
- BOD members shall not serve more than 2 (Two) consecutive 3 (Three) Year terms.

NOMINATIONS:

- Election of the Directors will be held at the October meeting of SEAZNA.
- Service resumes or voice of intent by current directors shall be accepted at the August meeting of SEAZNA.
- Nominees for BOD positions must be present at the August meeting of SEAZNA to accept the nomination, and answer questions.

The qualifications for the various positions on the Board of Directors is contained in these guidelines.

ELECTIONS FOR BOARD MEMBERS:

- The Election Process shall be determined by a consensus.
- If there is only one nominee for a position, a consensus must be taken for the nominee to be elected.

RESIGNATION:

- Voluntary resignation will be given to the Chair in advance of the next BOD meeting.
- Any member resigning without good reason (as determined by consensus of the full board) or removed from office shall not be considered for any SEAZNA elected position for 3 (Three) years.
- Any member who has resigned with good reason (as determined by the consensus of the full board) may be considered for a BOD director's position after one year from the resignation date.

REMOVAL:

- Relapse during term of office
- Failure to perform duties and responsibilities
- Charged with or convicted of a felony or equivalent offense during their term of office.

- Any director's attendance may be brought up and discussed.
- A consensus of the full board is necessary for any action to be taken.
- There may be a need to remove the duties of an elected director between BOD meetings
- To begin removal proceedings, a request stating intent, with due cause, should be addressed to the BOD chair as soon as possible.
- The director named for removal shall be addressed immediately, if possible.

VACANCIES:

- Any Vacancy in any office may be filled for the unexpired portion of the term of such office by appointment of the Board Chair, subject to confirmation by the board.
- The Chair of the BOD will notify SEAZNA at the next monthly meeting of the appointment.

1. BOARD CHAIRPERSON DUTIES

- Presides at all BOD meetings, impartiality being imperative.
- Provide the Agenda for all Board meetings.
- Understand and uphold the Southeast Arizona Service Body of Narcotics Anonymous, Inc. Bylaws and Guidelines
- Handle (and be copied) on all BOD Correspondence.
- Review the final version of the BOD budget for approval.
- Conducts and collects a consensus by phone/electronic communication for required business when the BOD is not in session.
- Facilitate communication between the ASC Executive committee and the BOD.
- The Board Chair shall have the power to make and execute contracts in the ordinary course of business of the corporation or to delegate such power, or any portion thereof, to other Directors.
- At the Annual meeting of the Board of Directors, the Board Chair shall report the activities of the corporation during the preceding year, and make a statement of plans for the ensuing year.
- Sign all correspondence which requires the signature of a representative of the BOD.
- Cosigner on all BOD accounts.
- Sign all SEAZNA contracts.
- The Board Chair shall have other powers, and perform other duties as may be assigned to him/her from time to time by the Board of Directors.

2. BOARD VICE CHAIR DUTIES

- The Board Vice Chair shall act for and exercise all duties of the Board Chair in the absence of the Board Chair, or in the event of his/her inability to act.
- Assist the Board Chair in the implementation of the BOD Guidelines.
- The Vice Chair shall have such other powers, and shall perform such other duties as may be assigned to him/her by the Board of Directors.

3. INSURANCE LIASON DUTIES

- Primary contact between insurance company and Board of Directors.
- Read, Understand, and interpret the insurance policy(s).
- Process riders for events not covered by the general policies.
- Maintain open communication with the insurance policy administration.

- Request annual invoices for all policies.
- Processes orders for certificates of insurance.
- Evaluate and negotiate insurance options in a timely manner.

4. RECORDING SECRETARY (non-board member)

- Assist the Board Chair with General Correspondence.
- Responsible for recording and distributing the minutes (electronically) to all BOD members within 10 days after the meeting.
- Submit all archive materials to the BOD corporate Secretary.

5. BOARD TREASURER DUTIES

- The Treasurer shall receive and disburse, or cause to be received and disbursed all monies and funds of the corporation; and shall have general supervision over the care and custody of such monies and funds.
- The Treasurer shall deposit, or cause to be deposited in such banks, trust company(s), safe deposit company(s), or credit union (s), as the Board may designate any Funds of the Corporation.
- The Treasurer shall keep, or cause to be kept regular accounts and books, which shall be open for inspection by any board member upon reasonable notice.
- The Treasurer shall oversee and help audit the SEAZNA financial books and records annually, and at such time as the Board of Directors shall determine.
- The Treasurer shall report at the annual meeting, and at such regular meetings, as requested by the Board Chair, the financial condition of the corporation.
- The Treasurer shall participate in the audits of SEAZNA, BOD, the SEAZNAC Convention, and the Mount Lemon Bash financial records, as well as any other subcommittee or ad-hoc committees.
- The Treasurer shall maintain and monitor access to the SEAZNA, SEAZNAC, and Mount Lemon Bash financial records.
- The Treasurer Initiates and maintains all records, files, and reports of all required documents for the corporation.
- The Treasurer will act as a liaison with the accountant for the corporation to be sure all necessary documents are filled out for tax reasons in a timely manner.