

Bylaws of CA of Utah, Inc.

Governing by-laws and operational instructions for Cocaine Anonymous of Utah, Inc.
as adapted per the processes herein described.

Bylaws of Cocaine Anonymous of Utah, Inc.

Contents

PREAMBLE..... 3

ARTICLE I - NAME OF CORPORATION..... 3

ARTICLE II – PRINCIPLE OFFICES..... 3

ARTICLE III - PURPOSES 3

ARTICLE IV - MEMBERSHIP..... 4

ARTICLE V - GROUP SERVICE REPRESENTATIVE (GSR)..... 4

ARTICLE VI - OFFICERS..... 5

 Qualifications..... 5

 Term Start/End..... 5

 Duties and Responsibilities..... 5

 Chairperson..... 5

 Vice-Chairperson..... 6

 Treasurer..... 6

 Secretary..... 7

 Inter-Group Secretary..... 7

ARTICLE VII - TRUSTEES..... 8

ARTICLE VIII - DELEGATES..... 9

ARTICLE IX - STEERING COMMITTEE 10

ARTICLE X - COMMITTEES 11

 (a) Archives:..... 11

 (b) Central Office: 11

 (c) Structure and Bylaws: 12

 (d) Conferences and Conventions: 12

 (e) Finance: 13

 (f) Hospitals and Institutions: 13

 (g) Public Information: 13

 (h) Special Events/Entertainment: 13

 (i) Unity:..... 14

ARTICLE XI - FINANCES – GENERAL GUIDLEINES..... 15

Bylaws of Cocaine Anonymous of Utah, Inc.

ARTICLE XII - BUSINESS MEETINGS, PARLIAMENTARY PROCEDURE AND ORGANIZATIONAL RULES 16

ARTICLE XIII - ELECTION PROCEDURES..... 19

ARTICLE XIV - ADOPTION, ALTERATION, AMENDMENT..... 20

OR REPEAL OF BYLAWS..... 20

ARTICLE XV - MISCELLANEOUS PROVISIONS..... 21

 FORMS:..... 22

TABLE OF REVISIONS:..... 22

CA of UTAH

Bylaws of Cocaine Anonymous of Utah, Inc.

PREAMBLE

In solemn affirmation of the letter and spirit of the Twelve Steps, Twelve Traditions, and Twelve Concepts for World Service, and placing all our activities under the guidance of a higher power as expressed in our group conscience, the various and several groups of Cocaine Anonymous (hereinafter "CA") in the State of Utah have met to form and intergroup association. These bylaws serve to fulfill our legal obligation as a Utah nonprofit corporation and more importantly, as a guide for our successors.

ARTICLE I - NAME OF CORPORATION

The name of this corporation shall be COCAINE ANONYMOUS OF UTAH, INC.

ARTICLE II - PRINCIPLE OFFICES

The principal office of the corporation in the state of Utah shall be located in the City of Salt Lake, County of Salt Lake. The corporation may have such other office, wither within or without the state of Utah, as the board of trustees may from time to time designate or as the business of the corporation may require.

The registered office of the corporation, required by the Utah Nonprofit Corporation and cooperative association act to be maintained in the State of Utah may be, but need not be, identical with the principal office in the State of Utah, and the address of the registered office may be changed from time to time by the Board of Trustees.

ARTICLE III - PURPOSES

The objective and purposes of which this corporation is formed are as follows:

- (a)** To operate as a charitable, non-profit organization under the Internal Revenue Service Code § 501(c) 3.
- (b)** To be the central clearinghouse or agency for all CA activities in the State of Utah.
- (c)** To carry the message to persons who from the disease of addiction to cocaine and any other mind-altering substance by offering the Cocaine Anonymous Twelve Step Program of Recovery as adapted with permission from Alcoholics Anonymous [hereinafter "AA] to apply to cocaine addiction through the uniting and coordination of groups and individuals who follow the Cocaine Anonymous Recovery Program or who simply have the desire to stop using cocaine and all other mind-altering substances.
- (d)** To serve and function as the communications center for member groups with respect to matters of local policy and interest.
- (e)** To implement such policies of attraction which serve to make known to any interested parties and persons our experience in learning to live without cocaine and all other mind-altering substances.
- (f)** To publish and print literature for distribution to our member groups and/or other interested parties including, but not limited to, a schedule listing all regular meeting of CA members in Utah.
- (g)** To conduct special events in accord with and in furtherance of these objectives.
- (h)** To have and to hold such other and further powers and duties as are necessary and proper under our Articles of Incorporation, these bylaws and applicable federal and state laws and regulations to carry out and maintain the foregoing purposes which are consistent with the Twelve Steps, Twelve Traditions, and Twelve Concepts for World Service of Cocaine Anonymous, the Utah Nonprofit Corporation and Cooperative Association Act and Internal Revenue Code §501(c) 3.

Bylaws of Cocaine Anonymous of Utah, Inc.

- (i) Upon dissolution of Cocaine Anonymous of Utah, Inc., any physical assets and any finances Cocaine Anonymous of Utah, Inc., may have at that time will be donated to Cocaine Anonymous World Service Office.

ARTICLE IV - MEMBERSHIP

Section 1. The membership of the corporation shall consist of only the member groups of Cocaine Anonymous in the State of Utah registered with a General Service Representative [hereinafter "GSR"] in accordance with the procedure hereinafter outlined, and which follow the Twelve Traditions of CA as adapted with permission from AA.

Section 2. CA groups shall be eligible for membership in the corporation, provided such applying group shall submit in writing:

- (a) The names of its elected GSR, its alternate GSR, if any, and group officers;
- (b) A listing of the name of the group, date, times, classification, if any (e.g. step, special interest, beginner, open, closed etc.) and locations of its meetings. With respect to any CA group which is not represented by a GSR or alternate GSR or other designated representative for any two consecutive business meeting of the corporation, the Inter-group Secretary will make reasonable efforts which may include a telephone call and/or attendance at a meeting of the group to then make a report and recommendation to the next corporation business meeting on whether to continue recognition of such group as a member of the corporation and to continue to list the meeting of such group in the schedule of meetings.

Section 3. There are no dues or fees for membership; the corporation is self-supporting through the receipt of voluntary contributions from its membership. Traditionally each member group supports the corporation either by monthly pledges or by special contributions. However, financial support is not necessary in order that a group remains or become a member.

ARTICLE V - GROUP SERVICE REPRESENTATIVE (GSR)

Section 1. Each group comprising the membership of the corporation shall be represented by a General Service Representative (GSR). Should a group so decide, they may also elect an alternate GSR, to take the place of the designated GSR if he/she is sick, absent, resigns during his/her term of office, or otherwise becomes unavailable to participate in corporate affairs.

Section 2. Each group shall file the name, address and telephone numbers of the elected GSR and alternate, if any, with the Secretary of the corporation.

Section 3. Each GSR shall faithfully reflect the "conscience" of his/her group and shall act as a liaison between his/her group and the corporation in the following manner:

- (a) He/she shall be a member of the group he/she represents.
- (b) He/she shall attend all meetings of the corporation.
- (c) He/she shall arrive 30 minutes prior to the corporate meeting to complete financial reporting duties and chip order business,
- (d) He/she shall communicate to his/her group the activities, general business, growth and current problems of the corporation.
- (e) He/she is expected to vote and act for his/her group at each corporation meeting without consulting the group on every issue. However, when he/she believes that it is necessary to know the conscience of his/her group on particular problems, he/she shall request the meeting of the corporation at which such problem is being discussed to table the matter for further consideration and he/she will ask his/her group chairperson to call a business meeting of the group in order to discuss the issue which is pending.

Bylaws of Cocaine Anonymous of Utah, Inc.

- (f) Each newly elected GSR shall attend the Bi-annual GSR workshop to acquaint them with the duties and responsibilities of their office and the organization of the corporation, held next following his/her election.
- (g) He/she will perform any other services of this nature which relate to his/her office.

Section 4. A GSR will hold office for a period of one year from his/her election to such position. Each group shall elect or may remove its GSR, alternate and other officers in the manner it deems appropriate but such election will be held for groups whose name begins with the letters "A" through "M" at their first business meeting in January of each year and groups whose name begins with the letters "N" through "Z" at their first business meeting in July of each year. Those GSR's who are in office at the time of the adoption of these bylaws shall continue to hold office until the next succeeding election time for their group.

Section 5. Everything in the article relates, as well, to the alternate who performs in the place and stead of the GSR in his/her absence.

ARTICLE VI - OFFICERS

Qualifications. The corporation shall be served by duly elected individuals from the membership groups who shall be designated as the following officers:

CHAIRPERSON – Serves [2 years] TWO YEAR term.

VICE-CHAIRPERSON – Serves [2 years] TWO YEAR term.

TREASURER – Serves [2 years] TWO YEAR term.

SECRETARY – Serves [1 year] ONE YEAR term.

INTER-GROUP SECRETARY – Serves [2 years] TWO YEAR term.

The above offices shall only be filled by individuals who have abstained from the use of cocaine and all other mind-altering substances for the continuous periods noted above in brackets, immediately prior to their respective terms. The terms of each of the aforesaid offices is also to be for the period of time set forth in the brackets preceding. The elections of said officers are to be held at the Annual Business Meeting of the corporation, during the year in which the term of each such office becomes due for election, pursuant to the third legacy procedure, more specifically described in **Article XIII** below. Any two or more offices may be held by the person except that the Chairperson shall hold no other office concurrently with the term of office of Chairperson.

Term Start/End. Each officer shall hold office until the annual meeting and until his/her successor has been duly elected and ratified. Election or appointment of an officer, agent, or employee shall not itself create any contract rights.

Duties and Responsibilities.

Chairperson The Chairperson is the officer also known as "President" in other organizations. The Chairperson shall:

(a) be the General Manager and Principal Executive Officer of the corporation and, subject to the supervision and control of the Board of Trustees and the members assembled in the monthly business meetings. Direct all of the business affairs of the corporation, with full power to execute all resolutions and orders of the Board of Trustees and the members;

(b) when present, preside at all meetings of the members;

Bylaws of Cocaine Anonymous of Utah, Inc.

- (c) sign, with the Secretary or any other proper officer of the corporation thereunto authorized by the Board of Trustees, leases, deeds, mortgages, bonds, indentures, contracts, or other instruments which the Board of Trustees has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Trustees or by these bylaws or by resolution of the members assembled at a monthly business meeting, to some other officer, agent or employee of the corporation, or which shall be required by law to be otherwise signed and executed;
- (d) together with the Vice-Chairperson, have the shared responsibility for the management of the corporation in accordance with the “**Twelve Traditions**” of Cocaine Anonymous, as adapted with permission from AA;
- (e) Renew the Corporate business license annually.
- (f) Maintain annual registration with the Utah Department of Commerce Division of Corporations: and
- (g) in general, the Chairperson shall perform all duties incident to the office of Chairperson as may be prescribed by the Board of Trustees from time to time. To qualify as a candidate for this office, the Chairperson must be a member of a CA group in the State of Utah and should be elected on the basis of capability, experience, leadership, and organizational abilities.

Vice-Chairperson The Vice-Chairperson is the officer also known as “Vice-President” in other organizations. In the absence of the Chairperson or in the case of his/her death, inability, or refusal to act, the Vice-Chairperson shall perform the duties of the Chairperson, and when so acting, shall have all the powers of and be subject to all the restrictions upon the Chairperson. The Vice-Chairperson shall be a member of all Standing Committees. The Vice-Chairperson shall:

- (a) Be a voting member of all Standing Committees;
- (b) act as a liaison between all member groups and the members of all such groups with the corporation;
- (c) Have a working knowledge of Robert’s Rules of Order and of parliamentary strategies so as to advise the Board of Trustees, Chairperson, and all business meetings of the corporation respecting conducting and counting votes, Points of Order and Points of Information, and Procedure generally during business meetings.
- (d) Shall be the Co-Administrator of the Google Drive.
- (e) Perform such other and further duties as from time to time may be assigned to him/her by the Chairperson or by the Board of Trustees. To qualify as a candidate for this office, the Vice-Chairperson must be a member of a CA group in the State of Utah and should be elected on the basis of capability, experience, leadership, and organizational abilities.

Treasurer The Treasurer shall:

- (a) have care, charge and custody of and be responsible for all funds and securities of the corporation;
- (b) receive and give receipts for moneys due and payable to the corporation from any source whatsoever;
- (c) deposit all such moneys in the name of the corporation in such banks, trust companies or other depositories as shall be selected in accordance with **Article XI** of these bylaws;
- (d) shall pass the 7th Tradition basket at all business meetings of the Corporation, and in keeping with the 7th Tradition of Cocaine Anonymous, pay rent for the use of the meeting room or provide the agreed upon donation to the landlord of the facility where the meeting is held.
- (e) when duly authorized by the Board of Trustees, shall sign and execute all contracts in the name of the corporation when counter-signed by either the Chairperson or Vice-Chairperson;
- (f) prepare checks, drafts, notes and orders for the payment of money, which shall have been duly authorized for payment by resolution of the Board of Trustees and the majority vote of the members of the corporation at a regular monthly business meeting;

Bylaws of Cocaine Anonymous of Utah, Inc.

- (g) Shall photocopy committee bank statements, retaining the original and providing committees with the photocopy.
- (h) arrive 15 minutes prior to the start of the corporate meeting for the purpose of being available to accept financial reports prior to the start of the meeting.
- (i) in general shall perform all of the duties incident to the office of Treasurer as from time to time may be assigned to him/her by the Chairperson or by the Board of Trustees or the assembled members of the corporation. Only if required by the Board of Trustees, the Treasurer shall give a bond for the faithful discharge of his/her duties in such sum and with such surety or sureties as the Board of Trustees shall determine. To qualify as a candidate for this office, the Treasurer must be a member of a CA group in the State of Utah and should be elected on the basis of capability and experience in financial matters.

Secretary The Secretary shall:

- (a) keep the minutes of the official proceedings of the members and of the Board of Trustees in one or more books provided for that purpose;
- (b) see that all notices are duly given in accordance with the provisions of these bylaws or as required by law;
- (c) be custodian of the corporate records and of the seal of the corporation and see that the seal of the corporation is affixed to all documents the execution of which on behalf of the corporation under its seal is duly authorized;
- (d) keep a current and complete membership record showing the name of each member group, its GSR and alternate GSR, if any, its time, date and location of meeting, and classification, if any; and
- (e) in general perform all duties as may be assigned to him/her by the Chairperson or by the Board of Trustees or by the members, or which are incident to the office of Secretary. To qualify as a candidate for this office, the Secretary must be a member of a CA group in the State of Utah and should be elected on the basis of capability and experience for this particular office.

Inter-Group Secretary The Inter-Group Secretary shall:

- (a) be the liaison between all member groups and the members of all such groups with corporation;
- (b) report all activities, issues, events, resolutions, and problems of the corporation to the members and those of the members to the corporation through its Board of trustees and as assembled in monthly business meetings;
- (c) perform those duties specified in **Article IV, Section 2** of these bylaws;
- (d) prepare and event calendar for the monthly business meeting for GSR's to announce to their respective groups; and
- (e) organize and conduct the bi-annual GSR orientation workshop referred to in **Article V, Section 3 (e)** of these Bylaws, prior to the business meeting following GSR elections held in January and July of each year, and shall notify all existing groups and corporate officers of its time and location;
- (f) in general perform all the duties incident to the office of Inter-Group Secretary and such other duties as from time to time may be assigned to him/her by the Chairperson or by the Board of Trustees or by the members as assembled in their monthly business meeting; and
- (g) shall have a contact within the opposite region in which he/she lives. To qualify as a candidate for this office, the Inter-Group Secretary must be a member of a CA group in the State of Utah and should be elected on the basis of capability and experience for this particular office.

Section 3. Whenever any corporate office becomes vacant for any reason other than the expiration of the term of such office, such office may be filled by nominations and elections held pursuant to the Third

Bylaws of Cocaine Anonymous of Utah, Inc.

Legacy voting procedure described in **Article XIII, Section 2** below, at the next regular business meeting of the corporation when such vacancy is determined to exist, after notice thereof as provided in **Article XIII Section 3** below.

ARTICLE VII - TRUSTEES

Section 1. The corporation shall be guided by a Board of Trustees in accordance with the **Twelve Traditions** of Cocaine Anonymous, as adapted with permission from AA. Each Trustee shall have abstained from the use of cocaine and all other mind-altering substance for at least a continuous period of **TWO (2) YEARS** immediately prior to his/her term. The number of trustees constituting the Board of Trustees shall be no less the three. Subject to the foregoing, the number of the Board of Trustees may be fixed from time to time by resolution of the members at a regular monthly business meeting of the corporation.

Section 2. The Trustees of the corporation shall also function to the extent permitted by law as Chairperson, Vice-Chairperson, Treasurer, Secretary, Inter-Group Secretary, the Delegates and Alternate Delegate of the corporation. Thus, those candidates who are elected to the foregoing positions of the corporation at the annual meeting to the membership shall automatically be deemed, as well, the Trustees of the Corporation and shall immediately assume the duties and responsibilities of the Trustee position. Thus the Trustees, as is the case with the foregoing positions of the corporation, shall be elected by the Third Legacy procedure of voting described in **Article XIII** below. Newly created Trustee positions or vacancies in the Board of Trustees may only be filled by the Third Legacy procedure of voting by the members present at the next regular succeeding business meeting of the corporation. A Trustee elected to fill a vacancy caused by resignation, death or removal shall be elected to hold office for the un-expired term of his/her predecessor.

Section 3. A regular Annual Meeting of the newly elected Board of Trustees and the outgoing Board of Trustees shall be held immediately following the Annual Meeting of members. All other Board meetings shall be held at such time and place as shall be required for meeting of the Board of Trustees, with notice to be provided to all Trustees wither written or verbally two days in advance thereof.

Section 4. A Trustee may resign at any time by giving written or verbal notice to the Board of Trustees, to an officer of the corporation and/or to the membership at a business meeting of the corporation. Unless otherwise specified in the notice, such resignation shall take effect immediately. Acceptance of such resignation shall not be necessary to make it effective.

Section 5. Except to the extent herein or in the Articles of Incorporation to the contrary, a majority of the entire members of the Board of Trustees shall constitute a quorum. Whenever a vacancy on the Board of Trustees shall prevent a quorum from being present, then in such event, the quorum shall consist of a majority of the members of the Board of Trustees remaining excluding the vacancy. A majority of the Trustees present, whether or not a quorum is present may adjourn a meeting to another time and place. Except to the extent provided by law and these Bylaws, the act of the Board of Trustees shall be a majority vote of the Trustees present at the time of the vote, a quorum being present at such time. Any action authorized by resolution, in writing, by all the Trustees entitled to vote thereon and filed with the minutes of the corporation shall be the act of the Board of Trustees with the same force and effect as if the same had been passed by unanimous vote at a duly called meeting of the Board.

Section 6. The Chairperson of the Board, if any, shall preside at all meetings of the Board of Trustees. If there be no Chairperson or in his/her absence any other trustee chosen by the Board shall preside.

Section 7. At each Annual Meeting of the members, the membership shall elect Trustees to hold office until the expiration of the term for which he/she was elected as set forth in **Section 2** above and until his/her successor has been duly elected and qualified, or until his/her prior resignation or removal as hereinafter provided.

Bylaws of Cocaine Anonymous of Utah, Inc.

Section 8. The two Trustees who serve in the offices of Vice-Chairperson and Alternate Delegate shall be members of all Standing Committees.

ARTICLE VIII - DELEGATES

Section 1. The corporation shall be served by duly elected individuals from the membership group who shall be nominated as **DELEGATES** to the Cocaine Anonymous World Service Conference. The number of Delegates of the corporation is currently **THREE (3)**, but may be changed from time to time without notice based upon certain mathematical formulas adopted by **COCAINE ANONYMOUS WORLD SERVICES** (hereinafter referred to as "**CAWS**"). Whatever the number of Delegates to which the corporation is entitled, there shall be up to an equal number of duly elected Alternate Delegate(s) who will be a person, able and available to assume a position of Delegate in the event of the death, resignation, absence, or removal as hereinafter provided of a Delegate.

Section 2. Delegate and Alternate Delegate positions may only be filled by individuals who have abstained from the use of cocaine and all other mind-altering substances for a continuous period of **FOUR (4) YEARS** immediately prior to his/her respective term. The election of said Delegate(s) and Alternate Delegate(s) is to be held at the Annual Business Meeting of the Corporation pursuant to the Third Legacy voting procedure described in **Article XIII** below.

Section 3. There shall be Three (3) or more classes of Delegate(s) denoted as Class A, B, C, etc. and up to an equal number of Alternate Delegate(s). The Delegates and Alternate(s) will each serve up to one(1) 4 year Delegate term. The Alternate Delegate(s) shall be the first eligible to be ratified into the next available Delegate position(s), eliminating the standard elections of Delegates at the corporate annual business meeting. To the extent possible, there shall be an equal number of Delegates in each Class. In the event that an Alternate Delegate succeeds to a Delegate position for more than a temporary basis, that individual shall become a member of the Class Delegate to which his/her predecessor belonged and a new Alternate Delegate shall be elected at the next succeeding regular monthly business meeting of the corporation by the Third Legacy voting procedure described in **Article XIII** below for the remainder of that Alternate Delegate's term of office.

Section 4. Because of the relatively long term of service for World Service Delegates and Alternates and to preserve the spirit of rotation, which is a recognized concept of the corporation, the term of service of any elected Delegate or Alternate is limited to one full four (4) year Delegate term. An Alternate Delegate may serve multiple years as an Alternate, during which time the Alternate shall be eligible to be ratified into the next Delegate position that is vacated and shall begin serving a full Delegate term from that point. In the event that multiple Delegate terms expire simultaneously, the Delegates shall recommend a Delegate(s) and/or Alternate for extended or shortened term length in the effort of keeping a proper rotation.

Section 5. Each Delegate and Alternate shall faithfully reflect the "group conscience" of the corporation and shall act as a liaison between the corporation and **CAWS** in the following manners:

- (a) He/she shall attend all business meetings of the corporation.
- (b) He/she shall endeavor to attend all corporation functions and events.
- (c) He/she shall attend the C.A. World Service Conference and Pacific North Regional Service Assembly and report back to the corporation all activities and issues, which take place and/or voted at said CAWS functions.
- (d) He/she shall communicate to the corporation the activities, growth, and current problems of CAWS.
- (e) Normally, he/she is expected to vote and act for the corporation at each CAWS function without consulting the corporation on every issue. However, when it is necessary for him/her to know the conscience of the corporation on particular problems, he/she shall ask the Board

Bylaws of Cocaine Anonymous of Utah, Inc.

- of Trustees to call a business meeting of the corporation to discuss the issue, which is pending.
- (f) He/she can expect to perform any other services of this nature, which relate to his/her position.
 - (g) The Alternate Delegate shall be a member of all Standing Committees.
 - (h) All Delegates and Alternates shall meet once per quarter to review current and future goals and responsibilities and to assist one another in achieving said items. The senior, or as assigned Delegate, shall report at the following Corporate Meeting the events of above mentioned review. The Delegates shall also use this process as a means of recommending to the corporate body which Alternate(s) should be considered to attend CAWS Conference and/or Regional Functions.

Section 6. In the event that the mathematical formula which determines the numbers of Delegates to corporation is entitled to have represent it to **CAWS** is changed so as to increase the number of Delegates, a new class will be created for each such addition which shall consist of the Delegate(s) so seated during such year and for which Class any new election will be held at each Fourth Annual Business Meeting held thereafter. If the formula is changed to decrease the numbers, the most recently elected Class(es) shall be decertified backwards in time to correspond to the amount of such decrease and Class of Delegates so decertified shall assume the positions of Alternate Delegate(s) and any current sitting Alternate Delegate will no longer hold such position.

Section 7. As provided in **ARTICLE VIII Section 5 (c)**, the determination as to whether or not an Alternate Delegate(s) shall also attend World Service or Regional functions on behalf of the Utah Area shall be determined solely by the corporate body based upon available funds. Such decision shall be made in November or December after Rockies has turned over proceeds to fund the Delegate account. Which Alternate(s) is allowed to attend shall be determined by the corporate body in consideration and recommendation of the Delegate quarterly review(s).

ARTICLE IX - STEERING COMMITTEE

Section 1. The steering Committee is a body of individual members of the corporation, consisting of the following: Chairperson, Vice-Chairperson, Treasurer, Secretary, Inter-Group Secretary, Central Office Chairperson, Structures and Bylaws Chairperson, all past and present Delegates, Alternate Delegate and all past Chairpersons.

Section 2. The members of the Steering Committee shall retain their position on the Steering Committee concurrently with the term the office for which they are a member of the Steering Committee.

Section 3. Each member of the Steering Committee shall have abstained from the use of cocaine and all other mind-altering substances for a continuous period of at least **TWO (2) YEARS** immediately prior to and at all times during their respective terms of service.

Section 4. An individual serving as a member of the Steering Committee may resign his/her office at any time without notice or may be removed for cause at a meeting of the corporation by a two-thirds majority vote of the members present at such a meeting. Should a past Delegate or past Chairperson resign and/or be removed from the Steering Committee, said vacancy shall not be filled.

Section 5. The Steering Committee can be called to convene by a majority vote of the incumbent Board of Trustees as often as, and at times that, they deem advisable. The Steering Committee can, as well, be requested to convene by a simple majority vote of those members of the corporation present at a business meeting.

Bylaws of Cocaine Anonymous of Utah, Inc.

Section 6. The members of the Steering Committee shall render advice to the incumbent Board of Trustees and to the corporation concerning issues relevant to the Trustees and to the corporation and to give their opinions, as a body, on how the **TWELVE TRADITIONS** of Cocaine Anonymous, as adapted with permission from AA, related to any given management policy decision or issue.

ARTICLE X - COMMITTEES

Section 1. The corporation shall have such standing committees as may be from time to time designated by resolution of the members. The following standing committees are here by authorized for the purposes described by adoption of the Bylaw:

- (a) **Archives/Media:** is responsible for the collection and storage of documents, memorabilia, and speaker recordings, which reflect the growth and experience of Cocaine Anonymous of Utah, to display various archive items such as memorabilia etc. at Recovery in the Rockies and other local events to promote interest in and enthusiasm of our local history. Shall record speaker meetings at local Cocaine Anonymous events and publish CD's via use of voice recorder and media duplicator available in Central Office. CD's of speaker recordings to be made available for sale through Central Office.
- (b) **Central Office:** is responsible for being a CA service office that involves partnership among the groups of the fellowship to carry out certain functions common to the group best handled by a centralized office. The committee is a body of individuals of the Corporation, consisting of Committee Chairperson, all Officers as defined in Article VI, Delegates, Alternate Delegate, and any other interested members. The CA Central Office will provide the following basic services listed, to include but not limited to:
 - (i) Provide and maintain a conveniently located office in which paid workers and/or volunteers will be available to help with any purpose related to recovery from cocaine and all other mind-altering substance, other than emergency medical services, to help the addict who still suffers'
 - (ii) Provide and maintain a Cocaine Anonymous listing in the local telephone directories and newspapers (as applicable) so that Central Office may receive inquiries from those seeking help and send them to the appropriate CA group where sponsorship is arranged, or have a CA member contact the for a "Twelfth Step" call.
 - (iii) Maintain and keep under the strictest confidentiality a list of local members of CA who can answer inquires, telephone calls, and provide rides to meetings, etc. for "Twelfth Step" calls;
 - (iv) Operate and maintain a telephone answering service to provide information about meetings of the groups of CA of Utah, to answer inquiries about addiction, recovery, and Cocaine Anonymous and a 24-hour "Twelfth Step" telephone service;
 - (v) Function as a clearinghouse and contact for the circulation and exchange of information among all the CA groups in Utah and other members, between Utah and other CA Areas and CA World Service;
 - (vi) Establish and maintain local public relations with those in the community seeking information about addiction, recovery and Cocaine Anonymous. These local public relations efforts should include the maintenance of a Post Office Box and to act as the clearinghouse for the Hospitals and Institutions and Public Information Committees, to cooperate with other community agencies who deal with addicts;
 - (vii) To maintain an adequate inventory of, purchase, order, and offer for sale to the public, groups, committees, interested institutions, and CA members literature about addiction and

Bylaws of Cocaine Anonymous of Utah, Inc.

recovery which includes at least but is not necessarily only limited to, CA World Service Conference approved literature, chips and tokens and any other related CA merchandise;

- a) Central Office shall provide a newly started CA Meeting with a “Starter Kit” to contain the following plastic key chain chips and other items: 10 – Newcomer, 10 - 30 day, 6 - 60 day, 6 - 90 day, 3 - 6 month, 3 - 9 month, 1 - 1 year, 1 GSR manual, 1 copy of each meeting format/readings, and 3 each of the free CA Pamphlets. The cost of the starter kits shall be reimbursed to Central office by the Corporation.
 - (viii) Publish and distribute at regular intervals up-to-date lists of the meetings of the groups of CA of Utah and other information about local CA services;
 - (ix) To prepare and publish for periodic distribution to CA groups and other interested parties and/or agencies, a bulletin or newsletter;
 - (x) Maintain a physical location site for the corporation Archives; and
 - (xi) Such other activities that are not inconsistent with any guidelines, bylaws, and procedures established and published by the Central Office which have the approval there of the Corporation entered in the minutes of the Corporation.
 - (xii) To make available for sale, at local Cocaine Anonymous of Utah Events and Monthly Corporate Meeting, the Speaker recordings produced by the Archives/Media Committee.
 - (xiii) Shall arrive and be prepared to begin accepting chip and literature orders 30 minutes prior to the start of the corporate business meeting.
 - (xiv) **Google Drive Administrator:** Shall be responsible for the administration of the google drive, shall have experience with Office applications, PDF Scanning, and general computer skills. Administration duties shall include but not be limited to; collection and placement upon the drive of archival data, assist users with the aforementioned function, oversight and organization of the drive and its contents, monthly offline physical back up of drive contents to be stored at Central Office, and creation and management of user access. Each Cocaine Anonymous of Utah Corporate Body and/or Committee deemed necessary shall be granted a user access with write permissions, to the current calendar year and shall work with drive administration to upload and maintain current archival information for said committee such as financial reports and bank statements, meeting minutes, event flyers, artwork, pictures of memorabilia, etc. At year end drive administration shall archive the current year end data, create new current year folder accesses, and remove any unnecessary user access. There shall also be granted user access with viewing permission for any and all Cocaine Anonymous of Utah member(s) interested in and requesting such permission.
- (c) **Structure and Bylaws:** is responsible for formulating and maintaining bylaws, guidelines and structures by which this organization can operate day to day, in compliance with applicable Federal and State laws and regulations, The Twelve Concepts for World Service and the Twelve Tradition of Cocaine Anonymous. The Committee is also responsible for the storage and maintenance of the original master copy of these Bylaws, both in electronic data (disk) and hard copy (paper) format. The Committee also insures that the dates of publishing (month and year) are included on all revisions/updates of the Bylaws and that a hard copy of each revision of the Bylaws is delivered to the Central Office Committee for archiving and storage. The committee is responsible for verifying that all revisions to the Bylaws are accurately recorded in the original master copy, before authorizing Central Office Committee to publish a revision, for distribution to the membership. The Committee is a body of individual members of the corporation, consisting of the Officers, all Chairpersons of Standing Committees, the Delegates and Alternate Delegate.
- (d) **Conferences and Conventions:** is responsible for the coordination of conference and convention activity to carry the message of recovery, unity, and service to members of Cocaine Anonymous by:
- (i) Providing a “Recovery in the Rockies” Convention in the last week of September or first week of October of each year;

Bylaws of Cocaine Anonymous of Utah, Inc.

- (ii) Hotel selection and negotiations for the convention;
 - (iii) Preparation of the agenda;
 - (iv) Developing policies and procedures for the convention with respect to making required deposits, hospitality, travel expenses, outreach, registration, memorabilia, program entertainment, and security;
 - (v) Raising funds so that the convention is a financially self-supporting activity by purchasing, ordering and distributing merchandise, holding functions and events, and by such other means as the committee deems appropriate;
 - (vi) Raising funds to assist in sending the World Service Delegate of the Utah Service Area of Cocaine Anonymous to the Pacific North Regional Assembly and World Service Conference;
 - (vii) Turning over all funds after each convention, if any, in excess of a financially prudent reserve after settlement of convention expenses, to the corporation for distribution as the corporation determines at its regular business meeting.
- (e) **Finance:** is responsible for making recommendations to the members and officers of the corporation at the monthly business meeting, the Board of Trustees and the Steering Committee of Cocaine Anonymous of Utah on all matters relating to administration and operation of finances and expenditures. The Finance Committee shall implement and oversee control necessary to safeguard the assets of the corporation, and shall review banking information for each corporate account at a minimum of once every 60 days. The Committee is a body of individual members of the corporation, consisting of the Officers, all Chairpersons of Standing Committees, the Delegates and Alternate Delegate.
- (f) **Hospitals and Institutions:** is responsible for the coordination and active participation in caring the message of Cocaine Anonymous of learning to live without cocaine and all other mind-altering substances to the addict who still suffers within hospitals and institutions.
- (g) **Public Information:** is responsible for the distribution of information and correction of misinformation by making known to the public which includes the addict who still suffers, community groups, the media, and parties who may be interested in the addict's problem, our own experience as individuals and as a Fellowship in learning to live without cocaine and other mind-altering substances.
- (i) **Internet Sub-Committee** As a function of Public Information is responsible for developing and overseeing a web page and site therefore on the Internet for the corporation with regular maintenance thereof. The web page shall at a minimum make available the **Twelve Steps** and **Twelve Traditions** of Cocaine Anonymous, a current meeting schedule of group meetings, information about all corporation functions and events, and when needed, registration forms therefore, and other fellowship information as approved by the corporation. The Committee shall oversee that all electronic mail and other inquiries are forwarded to the appropriate Committees or individuals and coordinate linking the site to other Cocaine Anonymous sites only. The Committee is a body of individual members of the corporation which shall include at least the Chairpersons of the Central Office and Public Information Standing Committees, and the corporate Vice-Chairperson and Alternate Delegate.
- (h) **Special Events/Entertainment:** is responsible for providing entertainment and socialization activities in an atmosphere free from the use of cocaine and all other mind-altering substances for member of the Fellowship of Cocaine Anonymous and to carry the message of Cocaine Anonymous by raising funds for the Utah Service Area through such activities; corresponding with and helping to coordinate all workshops and service days held by various standing committees throughout the year, insuring the events are held in the diverse geographic regions of CA of Utah on a periodic basis.

Bylaws of Cocaine Anonymous of Utah, Inc.

- (i) **Unity:** is responsible for the communication and outreach among the diverse elements with the Fellowship at all levels, in the interest of carrying the CA message. The Committee shall sponsor and participate in an annual workshop, shall obtain event information from committees, and shall be a liaison between committees and Treatment Centers to outreach CA events to the aforementioned, as well assist in announcing events within the Fellowship. Shall also perform such other forums as it deems appropriate and make recommendations to groups through the business meeting to promote CA unity pursuant to the First Tradition of CA that “Our common welfare should come first; personal recovery depends upon CA unity.”

Section 2. The above Committees and those hereinafter adopted by appropriate resolution from the membership shall act in an advisory capacity only to the members and shall clearly be title as “advisory” committees but each committee may determine which matters they will dispose of themselves and upon which matters they will report for further directives from the membership. Each committee has the operational responsibility to perform the tasks assigned to such committee.

Section 3: Any Committee hosting events shall liaison with the Unity/Outreach Committee to provide event information.

Section 4. The Committees shall at their meeting next preceding each Annual Business Meeting commencing with the February 1992 Annual Business Meeting, elect a Committee Chairperson according to the procedures they deem appropriate and record such election on a registration form provided by the secretary of the corporation except that the Conferences and Conventions Committee shall have a Meeting preceding the corporate business meeting scheduled for November of each year at which they shall nominate a Committee Chairperson to be ratified at the regular November corporate business meeting. The Committee Chairperson positions shall only be filled by individuals who have abstained from the use of cocaine and all other mind-altering substances for a continuous period of **ONE (1) YEAR** immediately prior to his/her perspective term except that the Chairperson of the Central Office Committee must have a continuous **TWO (2) YEAR** period of abstinence from cocaine and all other mind-altering substances. Each committee shall adopt their own internal procedures with respect to furtherance of their stated purpose and their governance with the guidelines of the **TWELVE TRADITIONS** of Cocaine Anonymous, ratification by a simple majority vote of those present and voting at the Annual Business Meeting, to serve for a period of **ONE (1) YEAR** until the succeeding Annual Business Meeting.

Section 5. Each Committee Chair aside from insuring the smooth operation of his/her Committee shall act as a liaison between the corporation and his/her Committee in the following manners:

- (a) He/she shall attend all meetings of his/her Committee.
- (b) He/she shall attend all business meetings of the corporation.
- (c) He/she shall have Monthly Financial Reports turned in to the Corporate Treasurer prior to the start of the Corporate Business Meeting,
- (d) He/she shall communicate to the corporation the activities, growth, and current problems of his/her Committee.
- (e) He/she shall vote and act for his/her Committee on every issue. However, when it is necessary for him/her to know the conscience of the Committee on particular problems, he/she shall ask his/her Committee to convene to discuss the issue, which is pending.
- (f) He/she shall work with Google Drive Administration to provide, upload and maintain archival data pertaining to his/her committee. See Google Drive described in **ARTICLE X (a) (xi)** for relevant data.
- (g) He/she shall perform any other services of this nature, which relate to his/her position.

Bylaws of Cocaine Anonymous of Utah, Inc.

ARTICLE XI - FINANCES – GENERAL GUIDLEINES

Section 1. Any contract entered into under the name of, and on behalf of the corporation, must be executed by **TWO (2)** persons who shall include the Chairperson of the Standing Committee responsible for the activity involved in the applicable contract, and one from the corporate Chairperson, corporate Vice-Chairperson, a Delegate or Alternate Delegate.

Section 2. No loans shall be contracted on behalf of the corporation and no evidence of indebtedness shall be issued in the name unless specifically authorized by resolution of the Board of Trustees and in no event shall any such obligation or indebtedness be incurred on behalf of the corporation for over the amount of **ONE THOUSAND DOLLARS (\$1,000.00)** without the affirmative vote of the majority of the members at a business meeting.

Section 3. All Cocaine Anonymous corporate checking accounts shall require two signatures and shall be reviewed by the Finance Committee once every 60 days. Checks should not be pre-signed. Each Cocaine Anonymous corporate bank account shall maintain as a signatory thereon at least one of the following corporate persons: Chairperson, Vice-Chairperson, Treasurer, Secretary, Delegate or Alternate Delegate.

Section 4. All funds of the corporation not otherwise employed shall be deposited from time to time to the credit of the corporation in such bank, trust companies or other depository institution as the Board of Trustees may select. All Funds received from any event or purpose shall be promptly deposited into any applicable bank account, which has been established for such purpose by the custodian of such funds on the same or the following business day after the receipt of the funds.

Section 5. All committees having checking accounts shall at the Monthly Cocaine Anonymous Corporate Meeting, turn over all monies in excess of their approved Combined Operational Reserve. Combined Operational Reserve is defined as all monies in Committee account and any monies spent to fund upcoming events, which currently is approved not to exceed;

- a) Special events/Entertainment \$2500.00
- b) Hospitals and Institutions \$1500.00
- c) Central Office \$1000.00
- d) Conferences and Conventions \$3500.00

Conferences and Conventions Committees shall be exempt from the monthly monies turnover, instead turning over all excess monies after said Conference/Convention is completed and all outstanding billing is paid in full. Generally approximately 30 days following the close of the Conference/Convention.

Committees needing monies in excess of approved Combined Operational Reserve to fund events shall motion at the Cocaine Anonymous Corporate Meeting for the monies to help fund said event.

Section 6. No Seventh Tradition or any committee or any group or any other corporate funds shall be commingled with personal funds. The functions of collecting cash should be separated from the functions of record keeping and audit records. At the group level, two members should be accountable for group finds.

Section 7. Each Standing Committee which has any income or expenses shall turn in a dated financial report for each month which records all income and expenses at each regular corporate business meeting. Every person acting in the position of Treasurer of the corporation and for any Standing Committee of who is otherwise the custodian of any Cocaine Anonymous corporate bank account, shall be **“required”** to meet the minimum lengths of continuous sobriety required for each position. Treasurers and custodians of corporate funds and accounts shall reconcile such account with applicable monthly bank statements, along with maintaining a current running balance in a check book register for each checking account. A copy of every bank account monthly statement, including all committees and sub-

Bylaws of Cocaine Anonymous of Utah, Inc.

committees accounts, along with an accounting of all expenditures, with receipts will be forwarded to the Treasurer of the corporation at a minimum of quarterly intervals.

Section 8. Every check drawn on any Cocaine Anonymous corporate checking account for personal reimbursement of expenses shall only be written out when submitted with a CA of Utah Request for Moneys form with copies of receipt(s) or invoice(s) attached and with respect to any check drawn on the main Area corporate account, must bear the signature of the corporate Treasurer.

Section 9. The operation of a Paypal Account shall be of the Business/Non-Profit account option, and limited to the committees of Conferences/Conventions, Special Events/Entertainment and Hospitals & Institutions. Such committee desiring the use of Paypal shall bring the proposal for said account before the Cocaine Anonymous of Utah Area Corporate Meeting for approval.

All such accounts shall fall under the supervision of the Area Treasurer as Administrator, and the Area Chairperson as Co-Administrator, who shall be responsible to open/close, maintain, assign user names and priveledges available for use to those eligible to use the account, ensure that Paypal account is linked with only one bank account for Paypal withdrawals to be deposited into committee checking account being the account of the CA committee using the Paypal account, only the Administrator's shall have the priveledge within Paypal to change the bank account linked with Paypal, the Area Finance Chairperson may be granted access to all accounts with only the priveledge of printing tranasaction reports for auditing purposes, eligible users shall be limited to the Committee Treasurer, Committee Chairperson and any Committee member who meet financial guidelines for money handling that the committee votes to allow a username access. Only Administrator's, Committee Treasures and Committee Chairpersons shall have the priveledge within Paypal to withdraw Paypal funds for deposit into committee bank account, Committee Treasurer's and Chairperson's shall have the priveledge to print financial reports. Other committee members usernames shall be limited to access only for the purpose of logging in to make a sale. Usernames shall follow a standard format of the first 3 letters of last name and first 3 letters of first name of eligible users, ex. john doe = doejoh, passwords shall be set by the user.

Committee Chairpersons and Treasurers who use a Paypal account shall be responsible for ensuring that all users granted access for sales purposes meet financial guidelines for money handling, that all monies collected via Paypal account are duly withdrawn from Paypal and deposited in said committee's bank account once weekly during pre-event sales and within 24 hours after an event, that all swipe cubes are returned to the Committee Treasurer when not in use, and to provide a account statement Transaction Detail Report covering the time period from the previous zero balance to the present zero balance **printed from Paypal** at each Utah Area Corporate Meeting.

In keeping with co-mingling of funds guidelines Paypal collected funds shall not be deposited into personal accounts for any reason.

Section 10. All Treasurers of the Corporation and Standing Committees shall meet the required sobriety of 2 years immediately prior to being elected to office and shall be gainfully employed.

ARTICLE XII - BUSINESS MEETINGS, PARLIAMENTARY PROCEDURE AND ORGANIZATIONAL RULES

Section 1. The Annual Meeting of the members of the corporation shall be held during the month of February in each calendar year at the time and place established in such month for the Regular Monthly Business Meeting. Special Meetings of the members may be held on such date or date(s) as may be

Bylaws of Cocaine Anonymous of Utah, Inc.

fixed by the Board of Trustees of the corporation from time to time and by the members on such date(s) as shall be permitted by law.

Section 2. Regular business meetings of the corporation shall be held on a monthly basis on a set day and time, unless determined by a vote of the majority of those entitled to vote at a meeting of the corporation. At present, the corporation's monthly business meetings are held on the **SECOND SUNDAY** of every month with the stated time of 2:00 to 3:30 PM.

Section 3. All other business meetings shall be held at a time and place to be determined initially by the Board of Trustees and/or a time endorsed by a majority of the membership at a business meeting where such an issue is called to a vote.

Section 4. Written or verbal notice stating the place, day and hour of the business meeting shall be delivered for all such business meetings to all individuals entitled to cast a vote at said meeting(s) not less than **TEN (10) DAYS** before the scheduled date of said meeting(s). Notice for an Annual Meeting shall state the meeting is being called for the election of Trustees, Officers and other positions and for the transaction of such other business as may properly come before the meeting. Notices of Special Meetings shall state the purpose or purposes for which the meeting is called. At any Special Meeting, only the business stated in the Notice of Meeting may be transacted. Any meeting of members may be adjourned from time to time without further notice if announcement of the time and place of the adjourned meeting is given at the meeting to be adjourned. In the event the Board of Trustees fixes a new record date for any adjourned meeting, a new notice shall be given, in the same manner as herein provided. Any notices of meeting to members relating to amendments to these Bylaws shall set forth the proposed amendments together with a concise statement of the proposed changes.

Section 5. After due notice of any business meeting is promulgated as set forth above, any issues which are to be decided may be voted on and resolved by a simple majority of those individuals entitled to cast a vote who are in attendance unless the requirements of law provide that more than a simple majority is required and/or except as herein stated to the contrary. A quorum must be present for any business of the corporation to be conducted and a quorum is defined as a simple majority (50% plus one) of those eligible and entitled to vote at a corporate meeting.

Section 6. The records of the corporation shall consist of all minutes of all business meetings and any financial reports, if presented at such meeting.

Section 7. Business meetings shall be presided over by the Chairperson of the corporation and, absent the Chairperson, by the Vice-Chairperson of the corporation, and, absent both, by the Treasurer of the corporation. The Secretary of the corporation shall act as secretary of every business meeting. When the Secretary is absent, the Chairperson of the meeting may appoint a Secretary for such business meeting.

Section 8. Each group, either by its GSR or through its alternate, and each Officer except the Chairperson (who can only cast a vote in the event of a tie), Delegate, Alternate Delegate and Standing Committee Chair shall be entitled to cast one vote with respect to any issue which arises during the corporation's business meetings and with respect to the elections of corporate Officers, Trustees, Delegates, Alternate Delegate and all other positions for which elections are held by the corporation. There shall be no voting by proxy at any business meeting of the corporation. Every individual entitled to cast a vote at a business meeting of the corporation must be physically present in order to do so. An individual entitled to vote at a business meeting shall not be able to cast more than two (2) votes if he/she may be "wearing more than one hat" by virtue of holding more than one office.

Section 9. The order of business at all regularly scheduled meetings of the corporation shall be as follows:

- 1) Open with the Serenity Prayer;
- 2) Establish whether a quorum is present;

Bylaws of Cocaine Anonymous of Utah, Inc.

- 3) Read the Twelve Traditions;
 - As of March 2015 a Delegate shall read the long form of one Tradition each corporate meeting followed by a brief explanation of said Tradition.
- 4) Read the minutes of the preceding meeting;
- 5) Chairperson's Report;
- 6) Vice-Chairperson's Report;
- 7) Treasurer's Report;
- 8) World Service Delegates' and Alternate Delegate's Report;
- 9) Inter-Group Secretary's Report;
- 10) Standing Committee Reports;
- 11) GSR Reports;
- 12) Old Business;
- 13) New Business;
- 14) Adjournment with the prayer of your choice.

In addition, the Seventh Tradition shall also be observed during the course of all business meetings of the corporation.

Section 10. Any affirmative motion made, seconded and passed at a business meeting of the corporation will remain in full force and effect for a continuous period of at least six (6) months from the date of said motion's passage, unless the same runs counter to the requirements of law either when made or while in full force and effect or unless such motion provides for its automatic expiration. In any event, at the end of said six (6) month period said affirmative motion shall continue to remain in full force and effect until such time as it may be duly repealed. Any defeated motion may be brought up for reconsideration only once during the period of at least six (6) months from the time it was defeated and only by an individual who voted in opposition to such motion.

Section 11. Whenever a motion shall have been made and duly seconded, ample discussion both pro and con shall be had with respect to the merits of the same before the Chairperson will entertain a Motion to Call the Question. Thereafter, should a Motion to Call the Question be entertained and duly seconded, a vote shall be taken on the collateral issue of calling the question. If the Motion to Call the Question does not receive a unanimous approval when voted upon, then further discussion shall be had on the merits of the underlying motion before a vote can be taken, but only from those members who voted against calling the question.

Section 12. Any motion made and duly seconded may be tabled by a simple majority vote; however, no such Motion to Table shall be entertained if the tabled motion had not been voted upon after being raised in **TWO (2)** consecutive regularly scheduled business meeting of the corporation.

Section 13. At any time the Chairperson may speak his/her objection to the consideration of any motion made and duly seconded of procedural grounds.

Section 14. No member of the corporation present at any business meeting shall be recognized more than twice with respect to a discussion being held in connection with any pending motion. However, the author of any pending motion shall have the right to speak both first and last, with respect to a discussion held in connection with his/her motion. At no time shall a member of the corporation be permitted to voice his/her opinion on any pending motion for a period of time in excess of three minutes in duration.

Section 15. All motions made in any business meeting of the corporation must be duly seconded before further discussion and voting can be held with respect to the same. If any member present at said business meeting seeks to amend a pending motion, said amendment will not be entertained unless approved by both the author(s) of the pending motion and the member who seconded the same.

Bylaws of Cocaine Anonymous of Utah, Inc.

Section 16. At any time the Chairperson shall interrupt the flow of a business meeting of the corporation to entertain a Point of Information or Point of Order from the floor, and, thereafter, a discussion of said Point of Information or Point of Order, if any, shall be given priority.

Section 17. The Chairperson after entertaining a motion made and duly seconded but prior to any discussion thereon may entertain a Motion to Suspend the rules of procedure contained in the Article, but any such suspension may only be had by being duly seconded, discussed and passed by a unanimous vote of those present and entitled to vote. The proponent of any such suspension shall also specify the alternate rule of procedure to be used.

Section 18. Each Officer, Delegate, Alternate Delegate, Standing Committee Chairperson and Trustee of the corporation is required to attend each regular and special business meeting of the corporation unless prior notice of non-attendance and cause therefore is given to the Secretary of the corporation or the person acting as Secretary by the commencement of such business meeting. Any **TWO (2)** consecutive unexcused absences will be considered to be a resignation by such officer, delegate, or committee chairperson of his/her office, as well excessive absences of any **THREE (3)** excused or unexcused or combination thereof in a **SIX (6) month** period shall be deemed grounds for removal from position as deemed necessary by the corporate body.

ARTICLE XIII - ELECTION PROCEDURES

Section 1. Nominations for every election for filling any corporation position shall be made and seconded by any members of the corporation present at the regular monthly business meeting of the corporation one month prior to the date of the election for such position(s) to be filled at such election. Notice of every regular election shall be made pursuant to **Article XII, Section 4**, above, at the regular monthly business meeting of the corporation two months prior to the date set for such election.

Section 2. The Chairperson shall conduct every election separately for each position of the corporation by the following procedure:

- (a) The Chairperson shall inquire whether any nominated person desires to withdraw his/her candidacy or is unable to serve or whether any nominated candidate does not fulfill all of the requirements specified in the Bylaws for that position;
- (b) The names remaining of persons nominated shall be posted on a board. All GSR's and other individuals entitled to vote who are present shall cast a written ballot, one choice to a ballot; the tally for each candidate is posted on the board;
- (c) The first candidate to receive two-thirds of the total votes cast is elected;
- (d) If no candidate has received two-thirds of the total votes cast after the second ballot any candidate having less than one-fifth of the total votes cast shall be automatically withdrawn, except that the top two candidates must remain (if there is a tie for second place, the top candidate and the tied second place candidates remain);
- (e) If after four ballots, no candidate has two-thirds of the total votes cast, the Chairperson asks for a motion and a second on conducting a fifth and final ballot. If such a motion is defeated, the procedure under subsection (f) below is utilized. If the motion is passed and there are ties for second place, only the top candidate and the tied second place candidate remain. If there is no tie, the candidate with the smallest total is dropped;
- (f) If after five ballots no candidate has received two-thirds of the total votes cast, the Chairperson announces lot will make the choice (from the hat). The Secretary into a hat then deposits lots and the Secretary draws one and that individual is the person elected for the position being filled. All written ballots cast in the preceding vote are utilized as lots to be

Bylaws of Cocaine Anonymous of Utah, Inc.

placed in the hat. In determining what constitutes a percentage of the total votes cast, only those votes cast are counted, i.e., any member who abstains from voting will not be counted.

Section 3. It shall be the duty of all those individual entitled to cast a vote at a business meeting of the corporation to elect and remove, and to fill any vacancies created, in the following positions: all corporate Officers and Trustees, Standing Committee Chairpersons, Delegates, and Alternate Delegate, The Board of Trustees at its discretion shall have the power to call a Special Meeting of the Corporation for the purpose of removing from the office an existing elected official of the corporation or for purposes of filling a vacancy created in any of the above positions, provided that due notice is first given as herein above provided to the membership and those individuals entitled to cast a vote at a business meeting of the corporation.

Section 4. Each candidate for any of the above positions must be physically present at the time and place of said elections. Any past or present Officers, Trustees, and/or Delegate of the corporation shall be eligible to run for a different elected position of the corporation, but he/she must also be physically present at the time of the elections.

Section 5. An opposed candidate, or his/her designee, shall be afforded the opportunity to make a statement as to his/her qualifications for the office. Such statements shall not exceed **two (2)** minutes in length.

Section 6. In the spirit of rotation, it is suggested that no individual run for the same elected position of the corporation for consecutive terms but in no event may any individual hold the same position of the corporation for more than **five (5)** consecutive terms; with the exception of the Chairperson of the Archives Standing Committee.

Section 7. Any or all Officers, Delegate, Alternate Delegate, Standing Committee Chairpersons or Trustees may be removed for cause by a two-thirds majority vote of those individuals entitled to vote at a business meeting of the corporation, as they may deem necessary, a quorum being present.

Section 8. It shall be deemed automatic grounds for removal; without any further action of any Officer, Trustee, Delegate, Alternate Delegate, Steering Committee member, Standing Committee Chairperson or any other agent or employee of the corporation if he/she uses cocaine or any other mind-altering substance during his/her term of office.

ARTICLE XIV - ADOPTION, ALTERATION, AMENDMENT OR REPEAL OF BYLAWS

Section 1. These Bylaws shall be adopted according to the provisions in place of the heretofore existing Bylaws and further by the affirmative vote to ratify them of three-quarters of all those member groups, Officers, Delegates and Standing Committee Chairpersons represented and present and eligible to vote upon their ratification. The ratification of these Bylaws will make them effective upon such ratification and any and all prior Bylaws, resolution or procedures to the contrary are hereby expressly rescinded and repealed.

Section 2. Subject to any provision of law applicable to the amendment of Bylaws of nonprofit corporations and cooperative associations organized and existing pursuant to the laws of the State of Utah, all Bylaws of the corporation shall be subject to alteration, amendment or repeal, and new Bylaws may be created, but only subject to being ratified by a three-quarters majority vote of both the Board of Trustees and those members present at a Special meeting of the members call for such purpose.

Bylaws of Cocaine Anonymous of Utah, Inc.

Section 3. All past acts of the corporation's Officers not in conflict with the corporation's Articles of Incorporation of these Bylaws of the **TWELVE TRADITIONS** of Cocaine Anonymous, as adapted with permission from AA, are hereby retroactively ratified.

ARTICLE XV - MISCELLANEOUS PROVISIONS

Section 1. Except as herein above set forth to the contrary, the corporation shall keep at the principle office of the corporation complete and accurate records and books of account, and shall keep minutes of the proceedings of the members, the Board of Trustees, the Steering Committee or any other committee appointed by either the members or the Board of Trustees. The original master copy of these Bylaws shall also be kept at this office in accordance with the provisions of Article X Section 1(c).

Section 2. The corporate seal shall be in such form, as the Board of Trustees shall from time to time prescribe.

Section 3. The fiscal year of the corporation shall run from January 1st through December 31st, subject to applicable law.

Section 4. The Officers and Trustees of the corporation shall not be personally liable for the debts, liabilities, or other obligations of the corporation. There shall be no compensation other than reimbursement for expenditures approved by a majority vote of the membership for any services provided by the Officers, Trustees, Members of the Steering Committee or Delegates of the corporation; all services are donated and voluntary.

Approved pursuant to prior existing Bylaws:

CHAIRPERSON, BOARD OF TRUSTEES

DATE

Approved by three-quarters of members eligible, represented and present to vote at a business meeting of the corporation held on the 9th December, 2012:

SECRETARY OF THE CORPORATION

DATE

LAST REVISED: 1/9/2013; By Structures and Bylaws Committee. Revisions approved by at least three-quarters of members, represented and present to vote at the business meeting, prior to publication of said revisions.

Bylaws of Cocaine Anonymous of Utah, Inc.

FORMS:

<u>CA of UTAH REQUEST FOR MONIES</u>		
Date: _____		
PERSON MAKING REQUEST: _____ PRINT NAME		
COMMITTEE NAME: _____		
REASON FOR MONIES / EXPENSES: _____		
TREASURER ISSUING CHECK: _____		RECEIPTS? <u>YES / NO</u>
DATE OF CHECK: _____	CHECK NO. _____	AMOUNT: _____
COMMITTEE CHAIR AUTHORIZATION: _____		_____
SIGNATURE		PRINT NAME

TABLE OF REVISIONS:

<u>DATE</u>	<u>SECTION / PG.</u>	<u>DESCRIPTION OF CHANGES</u>
12/9/12	ART VIII SEC. 3 / P 7	Changed Delegate required length of sobriety to 4 Yrs to match CAWS 2012
1/9/13	All	Reformatted headers and sections to allow for auto generation of Table of Contents
1/9/13	ART X SEC. 1 g&h / P10	Made the Internet Committee a Sub-Committee of Public Information per the changes voted on in Nov. or Dec. 2012 business meeting.
1/9/13	FORMS	Added a forms section to support the form(s) specified for use within the document
1/9/13	Table of Revisions	Added a table to end of document to track current and future document revisions

Bylaws of Cocaine Anonymous of Utah, Inc.

3/8/13	All	Format clean up, TOC update, correction of spelling errors.
5/11/14	ART XI – Financial Guidelines	Add Section 5, Re-title Sections 5,6,7 to 6,7,8 respectively, interject a NEW Section 9, re-title old Section 8 to a new numerical Section 10. As approved by CA of Utah Area.
5/11/14	ART X – Section 1 (a)	Amend to become Archives/Media, add Media duties, and archives display as approved by CA of Utah Area
5/11/14	ART X- Section 1 (b)	Add Section 1 (b) (xii) as approved by CA of Utah Area
5/11/14	ART XI - section 5 a)	Amend Combined Operational Reserve to \$2500.00 as approved by CA of Utah Area.
3/08/15	ART XII – Section 9 (3)	Amend to read 1 Tradition in long form vs 12 Traditions short form.
3/08/15	ART XII – Section 2	Amend stated time of Corporate Business Meeting to 2:00 to 3:30pm
4/12/15	ART X - Section 4 (c)	Insert new sub section (c), renaming existing sub section (c) to (d), (d) to (e), (e) to new sub section (f)
4/12/15	ART V - section 3 (c)	Insert new sub section (c), renaming existing subsections (c) to (d), (d) to (e), (e) to (f), and (f) to new subsection (g)
4/12/15	Article VI – Section Treasurer (g)	Insert new sub section (g), renaming existing (g) to new sub section (h)
4/12/15	Article X - section 1 (a) (xiii)	Insert new sub section (xiii)
7/12/15	Article X – Section 1 (i) Unity	Rename and redefine Unity to Unity/Outreach and add outreach duties to position.
7/12/15	Article X Section 3	Insert new Section 3, rename existing sections 3 and 4 as 4 and 5 respectively
7/12/15	Article VI – Treasurer Section (g)	Insert new Section (g) and rename existing sections (g) and (h) as (h) and (i) respectively.
7/12/15	Article XII Section 18	Amend to include provisions for 3 absences to better address absence at corporate meetings.
11/08/15	Article X Section 1 (e) and Article XI Section 3	add provision of Finance Committee to review corporate bank accounts.
06/12/2016	Article VII Section 3 And Article VII Section 4	Change Alt Delegate term of service and Delegate rotation concerning early expiration, better clarify eligibility for ratification. Removed dates from section 3.
06/12/2016	Article X – Section 1 (b) (xiv)	Create new section (xiv) google drive provision
01/08/2017	Article X – Section 1 (b) (vii) a)	Create new section a) meeting starter kit provision