

Florida Regional Service Office Guidelines, Policies & By-Laws

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PURPOSE

The Florida Regional Service Office (FRSO) serves as the distribution center of NA literature and other material as deemed appropriate by the FRSO Board of Directors. The FRSO also offers general administrative services.

This Corporation shall be responsible to the Florida Regional Service Committee. It will comply with the Articles of Incorporation of the State of Florida and the By-Laws of the Florida Regional Service Office, Inc. (FRSO, Inc.) The Board of Directors shall exercise the powers of the corporation; control its property and conduct its affairs, except as otherwise provided by law and subject to the limitations contained in the Articles of Incorporation.

PRINCIPAL OFFICE

The principal office of the corporation shall be located at;
2222 S Combee Rd
Lakeland, FL 33801

DIRECTORS

The FRSO Board shall have Nine (9) Directors. The Florida Regional Service Committee, along with amendment of the By-Laws can only change the number of Directors.

Qualifications

The qualifications for board members are;

- 1) Three (3) years abstinence from all drugs.
- 2) At least one (1) year prior experience in business, management, or prior Board involvement.
- 3) At least one (1) year prior experience in Narcotics Anonymous Regional Service Work.
- 4) Present membership, in good standing, in the Florida Region of N.A.

Elections

The Florida Regional Service Committee at the July meeting shall elect five (5) of Nine Directors. These Directors shall serve for a one (1) year term.

Four (4) of the nine Directors shall be elected by a majority vote of the FRSO Board members. These Directors shall serve for a two (2) year term. *Two (2) of the Board elect members to be elected in the even years and two (2) of the Board elect members to be elected in the odd years.*

****Board membership shall not exceed ~~two (2)~~ members from any one (1) area; except when a Board member moves or changes Areas then they should serve out the duration of their time on the Board. (Motion #52 11-19-06)**

****Any Director can be reelected by the FRSC or by the Board for additional terms provided they continue to meet the qualifications.**

Vacancies

Vacancies may occur by:

- 1 Board members resigning in written notice to the Board President.
- 2 Relapse constitutes automatic impeachment.
- 3 Missing two (2) consecutive board meetings constitutes automatic removal.
- 4 A Director may also be impeached by a majority of the Board in compliance with sections 2.13 and 2.14 of the corporation By-Laws.
- 5 Vacancies shall be filled by election at the RSC provided they follow the election procedures as stated in these guidelines. Board elect members can be filled immediately by a majority vote of current Board members.
- 6 By missing three (3) regularly scheduled Board meetings in a twelve (12) month period a member can be removed.

DIRECTORS MEETINGS

Place of Meetings -Regular meetings of the FRSO Board of Directors shall be held at the Florida Regional Service Committee's Bimonthly meeting or where the BOD shall decide.

Annual Meeting -The Board shall meet each September for the purpose of organization, election of officers and transaction of other business.

Special meetings may be called whenever and as often as deemed necessary by the President, Secretary or any two (2) Directors. Notice of special meeting time and place must be given to each Director by one of the following methods:

A) First Class Mail B) Telephone or Personally C) Telegram or Fax D) E Mail ****Notice must be given seven (7) days in advance. ****

Travel Expenses -Travel expenses per Board members to attend scheduled meetings will be established from time to time and will not exceed the RSC Travel Expense for their Sub Committee Chairs and Officers. This can be done at the prevailing IRS rate established for Non Profit Organizations (Motion #60 11-19-06) per mile, lodging or other forms of transportation. "The Office Manager shall be reimbursed in a like manner for his / her travel to / from the RSO at least once per month." **Quorum** -a quorum shall consist of fifty-one percent (51%) of the voting members of the Board, but never lower than four voting members. Decisions shall be made by a majority of the quorum.

Officers -The Officers of the Corporation shall be President, Vice President, Secretary and Treasurer. There may also be, at the discretion of the board, one or more additional vice presidents. No persons may hold multiple offices.

DUTIES OF BOARD OFFICERS

President -The President shall be the chief executive of the Corporation and shall, in general, be subject to the control of the Board, supervise and control the affairs of the Corporation. They shall perform all duties incident to their office and such other duties as may be required by law, the Articles, the By-Laws, these guidelines or which from time to time shall be prescribed by the Board. They shall preside at all meetings of the Board, except as otherwise expressly provide by law, by the Articles, by the Bylaws, or these guidelines. They shall, in the name of the Corporation, execute such deeds, mortgages, bonds, contracts, checks and other instruments, which may from time to time be authorized by the Board. Co-signer on FRSO bank accounts serves as liaison for the Regional Service Committee and the source of contact with attorney.

Vice President -In the absence of the President or in the event of their inability or refusal to act, the Vice President shall perform all the duties of the President and when so acting shall have all the powers of, and be subject to all the restrictions on, the President. The Vice President shall have other powers and perform such other duties as may be prescribed by law, by the Articles of Incorporation, or by the By-Laws, these guidelines or as may be prescribed by the Board of Directors. The Vice President shall oversee any necessary Ad-Hoc committees and shall act as parliamentarian at all Board meetings. In the President's absence, the Vice-President shall represent the FRSO, Inc. at the RSC meeting. Co-signer FRSO bank accounts.

Secretary The Secretary shall certify and keep at the principal office of the Corporation, or at such other place as the Board may authorize, a book of minutes of all the meetings of the Directors recording therein the time and place of holdings; whether regular or special, and, if special, how authorized; notice thereof given; the names of those present at the meetings of the Directors; and the proceedings thereof. They shall see that all notices are duly given in accordance with the provisions of the By-Laws or as required by law or by the Articles. They shall be custodian of the records of the Corporation, which be kept as herein above provided, along with a membership book containing the names and addresses of each Director, and in any case where a position was terminated, they shall record such fact in the book together with the date on which such termination occurred. They shall exhibit at all reasonable times to any Director, to his agent or attorney, on written demand thereof for a purpose reasonably related to the interest of such Director, the By-Laws and the minutes of the meetings of Directors and shall exhibit such records at any time when required by demand by thirty percent (30%) of the Directors. In general, the Secretary shall perform all the duties incident to the office and such other duties as may be required by law, by the Articles of Incorporation, or by the By-Laws, these guidelines or as may be designated to them from time to time by the Board of Directors. Shall be the holder of the Corporate Seal. Shall take minutes of all BOD meetings, a copy to be sent to the FRSO, where copies are made and sent to all BOD members within two days.

Treasurer

1) Five (5) years clean from all drugs 2) At least two (2) years prior experience in business, management, or Board involvement. 3) At least two(2) year's prior experience in Narcotics Anonymous Regional Service Work 4) Present membership, in good standing, in the Florida Region of Narcotics Anonymous.

Treasurers Duties;

- 1) Monitor and examine the financial transactions of the RSO.
- 2) Reports to the BOD at the bi monthly meetings the financial status of the office.
- 3) In the absence of a treasurer, the office manager shall be responsible for the above
- 4) Works with the CPA firm that is employed by the FRSO.

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Office Manager

The Board of Directors selects an Office Manager in whom they vest certain duties, responsibilities and authorities. Generally the overall personnel management is entrusted to the Office Manager. The Office Manager is selected from one of the current Board members.

- 1) Five (5) years clean from all drugs 2) At least two (2) years prior experience in business, management, or Board involvement.

3) At least two (2) year's prior experience in Narcotics Anonymous Regional Service Work
4) Present membership, in good standing, in the Florida Region of Narcotics Anonymous.

Duties of Office Manager:

- a) Manage all FRSO employees and oversee the day-to-day operations of the office.
- b) Act as liaison between the office and the FRSO Board of Directors.
- c) Familiar and knowledgeable with day-to-day operations, especially the software programs and the computer functions.
- d) Develop and provide training for employees.
- e) Perform inspections of the facility for organization and cleanliness.
- f) Perform inspections of inventory items for appropriate stock levels and to ensure theft and loss control.
- g) Check financial and bank statements to ensure proper bookkeeping procedures and that bills are being paid properly.
- h) Complete employee evaluations when due, per employee handbook.
- i) Conduct self in a professional manner in all dealings with employees, customers, office contacts and Board members.
- j) Maintain the fiduciary responsibility to the BOD and the fellowship as a whole.
- k) Co-signer on all bank accounts.
- l) Provide accurate and truthful reports to the Board of Directors.

BOARD MEETING PROCEDURES:

Format

- 1) Opening Prayer
- 2) Read 12 Traditions
- 3) Read 12 Concepts
- 4) Open Floor to any NA member
- 5) Roll Call
- 6) Secretary Report
- 7) Treasurer Report
- 8) Office Manager Report
- 9) President Report, if any
- 10) Vice President Report, if any
- 11) Other Reports, if any
- 12) Recess (Optional)
- 13) Old Business
- 14) Elections, if needed
- 15) New Business (pre-arranged agenda has priority)
- 16) Review of the Business of the Day
- 17) Plans for Next Meeting
- 18) Closing Prayer (Serenity Prayer)

Agenda

- 1 The President will arrange the agenda prior to each meeting.
- 2 All input, ideas and motions should include a written intent and should be submitted in writing.

Discussion Limits

- 1) The following have a voice on the floor;
 - a. All current Board members
 - b. Past Board members (at the discretion of the President)
 - c. NA members in attendance (at the discretion of the President)
- 2) Only the current Board members can make or second motions and only Board members can vote.
- 3) Participation on motions;
 - a. Main motion: 2-pro/2 con (3 minute limit)
 - b. Amendment: 2-pro/2 con (3 minute limit)
 - c. Reconsider a previous motion: 2 con (3 minute limit)

ADDITIONAL GUIDELINES

1. Yearly reports to the Regional Service Committee (Due at the January RSC) consisting of the past years activity, accomplishments, specific problems, financial records and plans for the coming year. Last year's budget, last year's actual and this year's proposed budget.
2. RCM's Regional Admin. Committee, Resource Coordinators, Human Resource Panel members and Fellowship Development Group Leader would be a conflict of interest to be a Board member.
3. FRSO Board of Directors has final word on distribution of materials by the FRSO, with input from the Florida Regional Service Committee.
4. All Board meetings are non-smoking with a five-minute break every hour.
5. The Fiscal year of the Corporation shall be from June 1st to May 31st.
6. FRSO is to carry Workman's Compensation Insurance for its special workers.
7. The name of the office shall remain the Florida Regional Service Office (FRSO).
8. The FRSO is to retain a lawyer for review of by-law changes, maintenance of nonprofit status and any other questions that the board may encounter.
9. A 2/3 majority vote of the total membership of the board is required to terminate any special worker, unless unusual circumstances that would affect the operation of the office, then the office manager has the authority to terminate an employee.
10. The Office Manager has the authority to hire a temporary worker to keep the office open, if a situation happens where there is no special worker.
11. The RSO is to formulate and implement an annual budget. This budget should include projected revenue and expenses. This budget should be submitted to the Regional Service Committee in January for approval, and include actual expenses for the previous 12 months (Motion #19, 5-18-04).
12. Literature orders received within 3 weeks of area will be delivered by the following area. After 3 weeks they may or may not be filled on time.
13. Access to RSO, FRC, Inc., FRSC, Area & Group materials archives may be obtained by the following procedure; Access to area archives are available to any NA member with the prior authorization by the appropriate area chair. Regional archives will require Regional

Facilitator approval. RSO archives will require the RSO Board President. FRC, Inc. archives require the authorization of the FRC, Inc BOD President. Authorization must be in writing.

14. The RSO BOD is responsible to maintain Policies on “Conflict of Interest and Non-Competition” that will apply to Special Workers, Contractors, Members of the Board of Directors and Volunteers that protects the interest of the FRSC and the Corporation. These policies will be made available to the FRSC on request.

15. RSO to scan Regional minutes and deliver to the Technology Resource Coordinator for posting on the web at the RSO billable rate. (Motion #31 7-2102)

FINANCIAL GUIDELINES

1. The RSO has adopted WSO Bulletin #30 (see attached bulletin) regarding theft of NA funds.
2. All payments to RSO must be with check, money order or credit card. RSO will not accept cash.
3. Special Functions
 - a. Pre function inventory of items to be sold
 - b. Collection of payment -Payments may be made in cash
 - c. Post function inventory of items
 - d. Post function payment verification. Reconciliation of payment and inventory.
 - e. Financial reconciliation will be prepared & verified by 2 Board Appointees.
 - f. Physical inventory of all merchandise, literature and office equipment to be performed annually, in May by at all board Members. FRSO attendance at any convention must be approved by majority vote of RSO Board of Directors.
 - g. Staffing at RSO merchandise table will require an RSO board member or special worker be present & accountable for funds during all hours of operation.
 - h. All persons handling funds must have at least 3 years clean.
 - i. A reconciliation of the cash register will be made daily.
 - j. Startup funds in cash register will be \$200.00 daily.
4. Office Manager to perform unscheduled inspections of inventory items for appropriate stock levels and to ensure theft and loss control.
5. Office Manager to check financial and bank statements to ensure proper book keeping procedures, and that all the bills are paid properly.
6. Office Manager to become and remain familiar and knowledgeable with office computer software and perform unscheduled inspections of same.
7. Any Financial commitments in excess of \$500 must have prior approval by the RSO BOD
8. The FRSO will maintain disbursement controls that require approval of at least 2 authorized signers before checks are executed. This may take the form of a check request from being approved and the holder of the checkbook (a non-signer on the

account) issuing a check, which may then be signed with one or more signatures on the check itself. (Motion #2, 1-18-04) .

NOTE: ITEMS 4,5,6 ARE ALSO INCLUDED UNDER OFFICE MANAGER DUTIES.