

# **Bylaws of A Serenity Place AFG, Inc. A Washington Nonprofit Public Benefit Corporation**

## **ARTICLE I – OFFICES**

### **Section 1. Name of Corporation**

The name of the corporation is A Serenity Place AFG, LLC. (hereafter referred to as ASP or ASP Group).

### **Section 2. Principal Office**

The principal office of ASP for the transaction of its business is located in the county of Clallam County, Washington.

### **Section 3. Change of Address**

The county of ASP's principal office can be changed by 75% affirmative vote of the Steering Committee and not otherwise. The current address is:

A Serenity Place AFG, LLC.  
PO Box 1692  
C/O Steve Rankin  
1366 West Sequim Bay Road  
Sequim, WA 98382-8411

The Members may, however, change the principal office from one location to another within the named state by noting the changed address and effective date below, and such changes of address shall not be deemed an amendment of these Bylaws:

1366 West Sequim Bay Road, Sequim, WA 98382-8411 dated: September 1<sup>st</sup>, 2010

### **Section 4. Other Offices**

ASP may also have offices at such other places where it is qualified to do business as its business may, from time to time, designate. The Treasurer may establish a satellite office with a US Post Office Box in their state of residence to facilitate donations to ASP.

## **ARTICLE II - PURPOSES**

### **Section 1. Objectives and Purpose**

The objectives of the Corporation are:

- A.** To encourage unity of purpose and the growth of Al-Anon Family Groups worldwide via the Internet.
- B.** To meet electronically via E-mail to share the Al-Anon personal experience, strength and hope among members,
- C.** To discuss and develop policies concerning Al-Anon activities to cooperate with AFG, Inc., and other online Al-Anon service entities and to send a Group Representative to our representative Area and other Al-Anon service entities, and a Delegate to the World Service Conference as those situations become available.
- D.** To conduct other business as needed in keeping with the Twelve Steps, Traditions and Concepts of Service.

### **Section 2. Principles of Operation**

#### **A. Adherence to Al-Anon Principles:**

ASP shall at all times adhere to the principles expressed in Al-Anon's Twelve Steps, Traditions and Concepts of Service. In the event that any bylaw conflicts with the Traditions and Concepts, application of the Traditions and Concepts shall take precedence over adherence to the bylaw. The Steering Committee shall ensure that ASP complies with all federal, state and local laws and regulations. In the event that any federal, state or local law conflicts with the bylaws, the Steering Committee shall take appropriate action to comply with the law(s) and shall notify the membership of ASP in the next Business Meeting.

#### **B. Additional References:**

ASP shall refer for guidance to its own history and Group Consciences in the conduct of its business. ASP may refer to literature, memorandum, procedural manuals, and guidelines published by the AFG, Inc. in the conduct of its business, however those are not binding on ASP.

**C. Relationship to Al-Anon Family Groups and Alateen Groups:**

ASP is not directly connected to, assumes no responsibility for, and exercises no control over any other element of Al-Anon including individual Al-Anon Family Groups, Alateen Groups, Districts, Al-Anon Information Services (Intergroups), {AIS} and Al-Anon Family Group Headquarters, Inc.

## **ARTICLE III - ASP MEMBERS**

### **Section 1. Definition and Duties of Members**

- A. Members:** Members of ASP are any persons currently subscribed to the ASP Group server.
  - a. The list of members subscribed to the ASP Group server may be periodically purged of addresses not responding to proper notice sent to the entire list of members at least twice over a period of 30 days.
  - b. Members purged will be promptly reinstated if requested within 60 days of being purged.
  - c. Members purged who do not request reinstatement within 60 days must rejoin ASP as new members.
- B. ASP Officers:** ASP officers, as defined in Article V, Section 2, are also members of ASP.
- C. Other members include:** There are no other members.

### **Section 2. Determination and Rights of Members**

- A. Class of Members.** ASP shall have only one class of members and, except as provided in or authorized by the Articles of Incorporation or Bylaws of ASP, all memberships shall have the same rights, privileges, restrictions and conditions. All members have voice and a vote in the ASP Business Meetings.

### **Section 3. Eligibility of Members**

- A.** Participation in ASP by members of ASP shall be voluntary.
- B.** Eligibility to serve in an appointed service position in ASP:
  - a. Members that have been a member of ASP for a minimum of 6 months, and
  - b. Have regularly participated in ASP by means of sharing their personal Al-Anon-related experience strength and hope.
  - c. Must be appointed by an elected officer of the Steering Committee in accordance with established policy.
- C.** Eligibility to serve in an elected service position in ASP:
  - a. Members that have been a member of ASP for a minimum of 1 year, and
  - b. Have regularly participated in ASP by means of sharing their personal Al-Anon-related experience strength and hope, and
  - c. Are not members of Alcoholics Anonymous (AA), and
  - d. Must submit a completed ASP Resume to the ASP Business Meeting, and
  - e. Must be elected by an affirmative vote of the members present that are eligible to vote.

### **Section 4. Fees, Dues and Assessments**

- A. Dues & Fees.** There are no dues, fees or assessments required for membership in ASP.
- B. Contributions and Donations.**
  - a. Contributions and donations by participating members are encouraged, but are entirely voluntary.
  - b. Contributions and donations from non-members or outside organizations of any kind are not accepted in accordance with Al-Anon's Seventh Tradition.

### **Section 5. Number of Members**

- A. Number of Members.** There is no limit on the number of Members that ASP may admit.

### **Section 6. Non-liability of Members**

- A.** A Member of ASP is not, as such personally liable for the debts, liabilities, or obligations of ASP, AFG, LLC.

### **Section 7. Amendments Resulting in the Termination of Memberships**

- A. Notwithstanding any other provisions of these Bylaws, if any amendment of the Articles of Incorporation or to the Bylaws of ASP would result in termination of all memberships or any class of memberships, then such amendment or amendments shall be affected only in accordance with the provisions of RCW 24.03.070 Washington Nonprofit Corporation Act.

## **ARTICLES IV - BUSINESS MEETINGS OF ASP**

### **Section 1. Place of Meetings**

- A. Business Meetings of members shall be held using a separate mailing list maintained by ASP's Steering Committee. Business is not discussed in the primary and separate recovery meeting where members share.
- B. Business Meetings are normally held in alternating months beginning in January of each calendar year.
- C. This schedule may be interrupted as reasonably necessary by direction of the Steering Committee.
- D. Special Business Meetings with limited agendas may be called by direction of the Steering Committee, and announced by Chairperson.

### **Section 2. Time of Meetings**

- A. Business Meetings begin on the 1st day of the respective month.
- B. Business Meetings adjourn on the last day of the respective month, unless it is necessary to continue current business, as determined by the Chairperson.
- C. Business Meetings conduct business continuously during the month.
- D. Business Meetings conduct business and discussions on one agenda item or topic at a time.
- E. Business Meetings conduct business on a 7-day cycle/agenda item.

### **Section 3. Members of Business Meetings and Voting Rights**

- A. Members of ASP wishing to attend a Business Meeting must respond to the Notice of Business Meeting.
- B. The Chairperson of the Business Meeting shall subscribe every member of ASP that responds to the Notice of Business Meeting for that specific meeting.
- C. Membership and participation in Business Meetings is unique for each Business Meeting.
- D. Members of the ASP Steering Committee are ASP Officers and are required to attend every Business Meeting during their term.
- E. In respect to Al-Anon's tradition of anonymity, members of the Steering Committee participate in the Business Meeting as general members of ASP; except when representing their office, such as when making reports to the membership.
- F. The Chairperson of the Business Meeting shall automatically subscribe every member of ASP Steering Committee to every Business Meeting.
- G. Members of ASP and members of the Steering Committee (Officers of the corporation) are each eligible voting members and entitled to one vote on each matter submitted to a vote. Voting shall be by online secret polling open for a minimum of seven (7) days.
- H. The number of voting members of the Business Meeting is the number of members subscribed to the Business Meeting mailing list on the date a polling period begins.
- I. Election of officers shall be by online secret polling open for a minimum of seven (7) days.

### **Section 4. Annual and Other Regular Meetings**

- A. **Annual Meeting.** The members shall meet annually during the month of November of each year for the purpose of conducting any ASP business.
- B. Every three years the Members shall elect ASP Officers, preferably on a staggered schedule. ASP Officer vacancies may be filled at any ASP Business Meeting provided proper notice has been given to the membership.
- C. The Steering Committee may choose to conduct any ASP business at other times of the year.

### **Section 5. Notice of Meetings**

- A. **Manners of giving notice:** To the extent that notice of change of meeting times, notice of special meetings, or any other notice is given, adequate notice shall be deemed to have been given if it is announced in the regular meeting of ASP at least seven (7) days prior to the Business Meeting.
- B. **Time of notice:** Notice of special meetings must be given at least seven (7) days prior to a meeting.
- C. **Contents of notice.**

1. The notice of any Business Meeting shall state date of meeting.
2. The notice of any Business Meeting shall include the nature of the business to be transacted.
3. Notice shall not require any action of the member other than responding to the notice and providing the member's name.

#### **Section 6. Majority Action as Membership Action**

- A. Every act or decision done or made by a substantial majority (at least 2/3 majority) of members present at a duly held meeting is the act of the Members and is known as a Group Conscience, unless the law, the Articles of Incorporation of ASP, these Bylaws or the Founding Policies of ASP require a greater majority.

#### **Section 7. Conduct of Meetings**

- A. **Chairperson or Presiding Officer.** Meetings of members shall be presided over by the Chairperson, or in his/her absence, by the List Administrator. In the absence of the Chairperson and also the List Administrator the Founder would preside.
- B. **The Minutes.** The Archives of ASP Business Meeting email posts maintained by the list software are Minutes of the Business Meeting.
- C. **Orderly Process.** Business Meetings shall be held in an orderly manner according to such rules as ASP may adopt from time to time.
  - a. The Chairperson shall open the meeting by posting email(s) to the Business Meeting list server containing the following minimum information:
    - i. Notice of meeting opening.
    - ii. Description of meeting procedures.
    - iii. List of ASP members in attendance by name and email address
    - iv. Agenda
    - v. Request for reports from members of Steering Committee
  - b. Discussion during ASP Business Meetings shall be confined to one single topic at a time.
  - c. All discussion shall follow ASP's Knowledge Based Decision Making (KBDM) process as described on the ASP web site.
  - d. All motions/seconds made during the KBDM process are out of order and hereby null and void.
  - e. No issue shall be polled or voted on in any way prior to reaching a consensus of the members.
  - f. The Chairperson shall notify the members of the Business Meeting that a consensus appears to have been reached. Said notice shall include a description or list of the key points of the consensus.
  - g. The Chairperson shall seek a motion containing all key points of the consensus. Any motion which does not contain all key points, or which is contrary to the consensus, is null and void.
  - h. Adherence to strict parliamentary procedure is not required, except when the KBDM process has been suspended by the Chairperson.
  - i. No voting or discussion by proxy is allowed.

#### **Section 8. Record Date for Meetings**

- A. The record date for purposes of determining the members entitled to notice, voting rights, written ballot rights, or any other right with respect to a meeting of Members or any other lawful membership action, shall be determined by the date of their current subscription to the ASP Mailing List Server.

### **ARTICLE V - STEERING COMMITTEE of ASP**

#### **Section 1. Legal Purpose of Steering Committee**

- A. The ASP Steering Committee is the legal Board of Directors of ASP. The List Administrator is the equivalent of the President or CEO of the corporation.

#### **Section 2. Definition of Members**

- A. **Members of the A Serenity Place Steering Committee**, hereinafter referred to as SC.
  - a. Elected Officers.
    - i. List Administrator
    - ii. Secretary
    - iii. Greeter Chair
    - iv. Treasurer
    - v. Group Representative

- b. Founders
- c. Elected officers and Founders have 1 vote each in both Steering Committee and Business Meeting.
- B. Terms of office:**
  - a. Elected Officers**
    - i. Officers are elected by a minimum 2/3's majority of the ASP members present in a Business Meeting.
    - ii. Three (3) years from the date officer elected.
    - iii. No member may serve consecutive terms on the Steering Committee.
    - iv. In case of a vacancy on the Steering Committee, the List Administrator may perform those duties or may temporarily assign the duties of the vacant position to another active member of the Steering Committee.
  - b. Founders**
    - i. Founders are the original Founders of ASP, or the two (2) most senior members of ASP in terms of continuous membership in ASP.
    - ii. Founders serve for Life or as long a member of ASP.
    - iii. Service as a Founder is primarily as an advisor and voice of experience to the Steering Committee and Business Meeting.
    - iv. The Steering Committee may ask Founder(s) to perform service to ASP, including performing the duties of any vacancy on the Steering Committee.
- C. Conditions of Office**
  - a. ASP Officers must be members of ASP for a minimum of 1 year (365 days)
  - b. ASP Officers may not be members of Alcoholics Anonymous
  - c. ASP Officers must attend and participate in ASP Business Meetings.
  - d. ASP Officers are expected to participate in ASP Steering Committee discussions.
- D. Removal from Office**
  - a. ASP Officers may be removed from office by a substantial majority decision (at least 66.7%) of the other ASP Officers.
  - b. ASP Officers may be removed from office for cause, including but not limited to:
    - i. Violating server security
    - ii. Falsifying or altering ASP records without proper authority,
    - iii. Falsifying or altering ASP financial records without proper authority,
    - iv. Falsifying or altering ASP website content without proper authority,
    - v. Gross or persistent failure to carry out their duties and responsibilities, as described for their service position,
    - vi. Gross misconduct

### **Section 3. Functions of the ASP Steering Committee**

- A.** To run the administrative procedures and processes of the ASP Group.
- B.** To develop and recommend agenda items for the Business Meetings.
- C.** To discuss and make decisions on disciplinary and behavior issues involving any member of ASP, including officers.

### **Section 4. Steering Committee Meetings**

- A.** Meetings are called and chaired by the ASP List Administrator.

### **Section 5. Duties of Steering Committee Members**

#### **A. Duties of the List Administrator**

- a. The List Administrator shall perform all duties incident to the office of List Administrator as described on the ASP website, and such other duties as may be required by law, by the Articles of Incorporation of ASP, or by these Bylaws, or which may be assigned to him/her from time to time by ASP.
- b. The primary leadership position of ASP
- c. Chairs the Steering Committee
- d. Is the spokesperson for the Steering Committee
- e. Deals directly with members of ASP regarding ASP policy & practices
- f. Makes autonomous decisions regarding ASP affairs, when necessary
- g. Keep others on Steering Committee thoroughly informed of all communication involving or representing the Steering Committee
- h. Responsible for technical administration of the ASP mailing list

**B. Duties of the Secretary**

- a. The Secretary shall perform all duties incident to the office of Secretary as described on the ASP website and such other duties as may be required by law, by the Articles of Incorporation of ASP, or by these Bylaws, or which may be assigned to him/her from time to time by ASP.
- b. Chairs the Business Meeting
- c. Responsible for the Daily Chairpersons in the ASP Group recovery meeting
- d. Appoints Daily Chairpersons to a 6-month position
- e. Instructs/trains Daily Chairpersons
- f. Maintains the ASP website
- g. May appoint an assistant/Recording Secretary
- h. Is the first Alternate List Administrator

**C. Duties of the Greeter Chair**

- a. The Greeter Chair shall perform all duties incident to the office of Greeter Chair as described in the ASP website and such other duties as may be required by law, by the Articles of Incorporation of ASP, or by these Bylaws, or which may be assigned to him/her from time to time by ASP.
- b. Chairs the Greeter Committee
- c. Appoints Greeters
- d. Instructs/trains Greeters
- e. Oversees greeting process
- f. Is the second Alternate List Administrator

**D. Duties of the Treasurer**

- a. The Treasurer shall perform all duties incident to the office of Treasurer as described in the ASP website and such other duties as may be required by law, by the Articles of Incorporation of ASP, or by these Bylaws, or which may be assigned to him/her from time to time by ASP.
- b. Administers the 7th Tradition at ASP by Passing the Basket monthly
- c. Accepts donations from ASP members
- d. Deposits all funds received in a bank account owned by ASP
- e. Disburses funds as necessary to pay ASP financial obligations
- f. Distributes funds in excess of the Prudent Reserve in accordance with the Group Conscience
- g. Reports monthly to Steering Committee and Business Committee

**E. Group Representative**

- a. The Group Representative shall perform all duties incident to the office of Group Representative as described in the ASP website and such other duties as may be required by law, by the Articles of Incorporation of ASP, or by these Bylaws, or which may be assigned to him/her from time to time by ASP.
- b. The Group Representative should develop a working knowledge of the Al-Anon Twelve Steps, Twelve Traditions, Twelve Concepts of Service, and the Service Manual and apply that knowledge and understanding in their service as a representative of ASP to the greater Al-Anon fellowship.
- c. The Group Representative shall attend meetings of the Al-Anon World Service Area that ASP participates in.
- d. The Group Representative shall report to the Steering Committee and Business Meeting of discussions, motions and actions of the Area.
- e. The Group Representative is eligible to serve at the District and/or Area Service levels. The Group Representative may not continue to serve as Group Representative if elected to a service position at District or Area Service level.

**ARTICLE VI - VOTING**

**Section 1. Business Meetings, Election and Special Meetings**

- A.** Each subscribed member is entitled to one vote. This vote shall be cast in person by the member.
- B.** Minimum required majority to pass motions or elect officers.
  - a. 75% affirmative vote of the entire subscribed membership of ASP is required to alter the ASP Founding Statement & Policies in any way.

- b. 2/3 majority affirmative vote of the members present in a Business Meeting to pass any motion involving substantive changes to ASP.
- c. Simple majority affirmative vote of the members present in a Business Meeting to elect an officer to the ASP Steering Committee.
- d. Simple majority affirmative vote of the members present in a Business Meeting to pass a house keeping motion not involving substantive changes to ASP.
- C. The polling period for any vote shall be a minimum of 7 days.
- D. No discussion or comments are allowed during any polling or voting period.

## **Article VIII – ELECTIONS**

### **Section 1. Number of Officers**

- A. The Officers/Directors of Steering Committee shall be the List Administrator, Secretary, Greeter Chair, Treasurer, Group Representative and up to two others.
- B. The authorized number of directors of the corporation shall be no less than three and no more than eight until changed by amendment of these bylaws. The exact number shall be fixed within these limits by a resolution adopted by the Officers/Directors.

### **Section 2. Election Process**

- A. The only requirement for membership in Al-Anon is that there be a problem of alcoholism in a relative or friend. The only requirement for voting members of ASP is attendance in the Business Meeting when the voting is taking place. Members of ASP must respond to a notice of a Business Meeting prior to the start of the Business Meeting to be subscribed and attend that Business Meeting. Attendance and participation in any given Business Meeting is independent of attendance and participation in any other Business Meeting.
- B. No member of Alcoholics Anonymous (AA) may serve as Group Representative (GR) or any other position elected to the ASP Steering Committee.
- C. A simple majority of the members present in a Business Meeting is required to elect a member to a service position.
- D. The timing of the three-year cycle of Group Representative election will be determined by the World Service Area in which ASP participates.
- E. If an officer of the Steering Committee is unable to complete his/her term:
  - a. If the List Administrator is unable to complete his/her term, then the next Alternate List Administrator will serve the office of List Administrator for a three-year term beginning at that time. The previous office of that new List Administrator will then become vacant.
  - b. If an elected Officer other than List Administrator is unable to complete his/her term, the Steering Committee may request a Founder to perform the duties of the vacancy.

## **ARTICLE IX - DELEGATION OF RESPONSIBILITIES BY OFFICERS**

### **Section 1. Creation**

- A. The ASP Officers and/or Steering Committee may, from time to time, create committees or appoint Assistants or Coordinators who shall have specific limited authority to deal with a particular function, event or issue.
- B. The appointing authority shall be responsible for the actions of any appointed Assistants or Coordinators.
- C. Said Assistants or Coordinators shall serve at the pleasure of the appointing authority.
- D. The Group Conscience of the Business Meeting shall determine whether an Assistant or Coordinator position is a qualifying position for service on the Steering Committee. This decision may be made in advance or retroactively.

## **ARTICLE X - EXECUTION OF INSTRUMENTS, DEPOSITS AND FUNDS**

### **Section 1. Execution of Instruments**

- A. The members of ASP, except as provided in these Bylaws, may by resolution or Group Consciences authorize any Officer or agent of ASP to enter into any contract or execute and deliver any instrument in the name of and on behalf of ASP, and such authority may be general or confined to specific instances. Unless so authorized, no Officer, agent, or employee shall have any power or authority to

bind ASP by any contract or engagement or to pledge its credit or to render it liable monetarily for any purpose or in any amount.

### **Section 2. Checks and Notes**

- A. Except as otherwise specifically determined by resolution or by Group Conscience of members, or as otherwise required by law, checks, drafts, promissory notes, orders for the payment of money, and other signs of indebtedness of ASP shall be signed by the Treasurer or one other Officer.

### **Section 3. Deposits**

- A. All funds of ASP shall be deposited from time to time to the credit of ASP in such banks, trust companies, or other depositories as the Officers may select. ASP shall not act as a trustee of any trust, or shall funds be used specifically for investment purposes with exception of savings and CD accounts.

### **Section 4. Gifts**

- A. Officers may accept on behalf of ASP any contribution, gift, bequest, or device for the charitable or public purposes of ASP. Contributions are accepted only from Al-Anon Family Groups and Alateen Groups, from recognized Al-Anon and Alateen activities, and from individual Al-Anon/Alateen members, or in a bequest from the family of an individual Al-Anon or Alateen member, shall be in accordance with the recommendation of AFG, Inc.

## **ARTICLE XI – ASP RECORDS AND REPORTS**

### **Section 1. Maintenance of ASP Records**

- A. ASP shall keep:
  - a. Records of all meetings of Officers and/or members in Business Meeting, indicating the time and place of holding such meetings, whether regular or special, how called, the notice given, and the names of Steering Committee members present and the proceedings thereof.
  - b. The archives of the ASP Business Meetings are the official record of ASP Business Meetings. There is no separate minutes of ASP Business Meetings.
  - c. The Secretary shall maintain a record of all motions and Group Consciences of the ASP Business Meeting on a web page designated for that purpose. Said record shall contain the exact text of any motion or Group Conscience, the date polling closed, the results in the form of whether the motion passed or failed, the number of members present in the Business Meeting at the time the polling started, the number of for, against, abstain votes.
- B. Adequate and correct books and records of account, including accounts of its properties and business transactions and account of its assets, liabilities, receipts, disbursements, gains and losses.
- C. A copy of ASP's Articles of Incorporation and Bylaws as amended to date, which shall be open to inspection by the members of ASP via posting on the ASP website.

### **Section 2. Annual Report**

- A. The Officers shall cause an annual report to be published not later than one hundred and twenty (120) days after the close of the fiscal year. The annual report will be made available to the Officers, members of the ASP Business Meeting. This report shall contain the following information in appropriate detail:
  - a. Assets and liabilities of ASP as of the end of the fiscal year, which is the calendar year beginning January 1<sup>st</sup>.
  - b. The principal changes in assets and liabilities during the fiscal year.
  - c. The revenue or receipts of ASP for the fiscal year.
  - d. The expenses of disbursements of ASP during the fiscal year.

### **Section 3. Accounting Review Procedure**

- A. **Treasurer**
  - a. Make "Seventh Tradition" deposits at least bi-monthly, including all funds received by end of bi-monthly period. Bi-monthly period shall coincide with bi-monthly Business Meetings.
  - b. Prepare bank account(s) reconciliation reports monthly.
  - c. Prepare Cash Balance Report" monthly.
  - d. Prepare bank account register(s) monthly.
  - e. Provide copies of account registers", Cash Balance Report, bank statement(s) and bank account reconciliations to ASP Steering Committee members monthly.



- f. Prepare a financial report for posting on the website in the designated format.

**B. Annual Audit by Committee**

- a. The Business Meeting may form an annual Audit Committee to consist of two past Steering Committee members.
- b. Treasurer to provide annual records to the Audit Committee within 21 days of request by the Audit Committee.
- c. Audit Committee to complete their review within 30 days and file a report with the Secretary with a copy to the Treasurer. Report to be presented to the next Business Meeting in conjunction with the Treasurer's report for that meeting.
- d. The Audit Committee is responsible for reporting whether the Treasurer and others on the Steering Committee are following procedures outlined by any pertinent Group Consciences and designated practices.

**ARTICLE XII - AMENDMENT OF BYLAWS**

- A. These Bylaws and Articles of Incorporation may be amended at any time by a two-thirds vote of the ASP Steering Committee members present at any regular or special meeting, provided a copy of the proposed amendment has been submitted to each Officer serving on the Steering Committee at least forty-five (45) days before the meeting at which a vote is scheduled on the amendment.
- B. Amendments to the Bylaws and Articles of Incorporation made by the ASP Steering Committee must be reported to the next regular ASP Business Meeting.
- C. Amendments to the Bylaws and Articles of Incorporation may be either legal or traditional. The Membership of ASP has the right to ratify, or not, traditional amendments made to the Bylaws and Articles of Incorporation
- D. In accordance with the AI-Anon Concepts of Service, in particular Concepts 6, 7 and 8, ASP recognizes that the Officers have legal rights while the rights of the Membership are traditional. As a result, it is Membership of ASP recognizes the necessity of the Officers having the authority to make necessary legal amendments to the Bylaws and Articles of Incorporation for the purpose of legal compliance.

**ARTICLE XIII - PROHIBITION AGAINST SHARING CORPORATE PROFITS AND ASSETS**

No member, officer, employee, or other person connected with ASP, or any private individual, shall receive at any time, any of the net earnings or pecuniary profit from the operations of ASP, provided however, that this provision shall not prevent payment to any such person or reasonable compensation for services performed for ASP in effecting any of its public or charitable purposes, provided that such compensation is otherwise permitted by these Bylaws and is fixed by resolution of the Members; and no such person or persons shall be entitled to share in the distribution of, and shall not receive, any of ASP's assets on dissolution of ASP. All members shall be deemed to have expressly consented and agreed that on such dissolution or winding up of the affairs of ASP, whether voluntary or involuntarily, the assets of ASP, after all debts have been satisfied, shall be distributed as required by the Articles of Incorporation and not otherwise.