



Wisconsin State Narcotics Anonymous Convention



Board of Director's Guidelines

Revised: 2019

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STATEMENT OF PURPOSE

The purpose of the WSNAC, Inc. Board of Directors (BOD) is to maintain the integrity, continuity and solvency of the Wisconsin State Narcotics Anonymous Convention (WSNAC) through the Board of Director's combined convention and service experience and through adherence to the spiritual principles the of the Twelve Steps, Twelve Traditions, & Twelve Concepts of Narcotics Anonymous.

1. The WSNAC, Inc. Board of Director's shall ensure the financial accountability of both the Board of Directors and Host committee by:
 - a. maintaining a treasurer position on the Board of Directors and the Host Committee.
 - b. allowing the Board of Directors and the Host Committee treasurers access to current financial records, reports, & bank statements as needed.
 - c. use of budgeting practices, an approved vendor list, and use of written estimates.
 - d. providing an annual report made available to the NA fellowship of Narcotics Anonymous following each convention.
2. WSNAC, Inc. shall use the following election system to ensure an abundance of service and convention experience from year to year on the Board of Directors.

POSITION	TERM	# OF BOD
Five (5) administrative positions: president, vice president, secretary, treasurer, vice treasurer	1 year	5
Two (2) current host committee positions	1 year	2
One (1) host committee position for next year's convention (can serve both years & following 3 years or can be different each year)	1 year	1
Two (2) WRSC positions (one elected during odd year; one elected during even year)	2 years	2
1 host committee position - convention held last year	3 years	1
1 host committee position - convention held 2 years ago	2 years	1
1 host committee position - convention held 3 years ago	1 years	1
2 Directors-at-Large	1 year	2
MAXIMUM NUMBER BOARD MEMBERS		15

- a. These representatives have all the rights and responsibilities as Directors at Large and, as such, are required to attend all meetings of the Board.
3. The Board of Directors is responsible for the filing of taxes, legal documents, contracts and other such matters as they pertain to WSNAC and the Board of Directors.
 - a. This includes, but is not limited to, contracts for goods and services such as food, entertainment and merchandise.
4. The Board of Directors provides guidance and support to the Host committee by:
 - a. Adhering to the spiritual principles of Narcotics Anonymous on all decisions.
 - b. Developing, through our combined convention and service experience, a
 - i. comprehensive set of guidelines covering a wide variety of policies and procedures for the use of the Host Committee.
 - ii. These guidelines are available under separate cover through the WSNAC, Inc. Board.
 - c. Helping promote an atmosphere of Narcotics Anonymous recovery throughout the year and at the Convention.
 - i. Board approval is required for the convention logo, flyers and merchandise.
 - d. Helping resolve conflicts or difficult issues that may arise before, during and after the Convention.
 - e. Having one representative from each past Host Committee to serve on the Board for a period of three years following their Convention.
5. The Board of Directors maintains and verifies the bid requirements for future conventions by
 - a. developing a set of guidelines for the research and planning strategies that are necessary to developing an acceptable Bid package.
 - b. These guidelines are available under a separate cover through the WSNAC, Inc. BOD.

CODE OF ETHICS

A. Purpose

The purpose of the WSNAC, Inc. Board of Directors (BOD) is to maintain the integrity, continuity and solvency of the Wisconsin States Narcotics Anonymous Convention (WSNAC) through our combined convention and service experience and through adherence to the spiritual principles of the Twelve Steps, Twelve Traditions, and Twelve Concepts of Narcotics Anonymous.

B. Ethical Principles

As a member of the BOD for WSNAC, Inc., we hereby commit ourselves to the following ethical principles and agree to:

- Serve the best interests of the fellowship and the convention;
- Practice the spiritual principle of impartiality regardless of age, race, sexual identity, creed, religion or lack of religion, and social or economic status;
- Respect the confidential relationships of WSNAC, Inc. transactions;
- Safeguard WSNAC, Inc. from fraud, misrepresentations, and unethical acts;
- Respect the dignity of the individual as an essential element of our primary purpose;
- Guard against the use of our positions for personal or financial gain or advantage;
- Avoid conflicts of interest;
- Carry out our duties, responsibilities, and assignments;
- Observe the highest standards of personal conduct at all time;
- Not make any materially false or misleading statement about the affairs of WSNAC, Inc.;
- Adhere to the spiritual and cooperative principles of Narcotics Anonymous; and,
- Encourage and facilitate active participation by the Narcotics Anonymous fellowship.

3. Declaration of Policy

To inspire confidence by the Narcotics Anonymous fellowship at large, the proper operation of the WSNAC, Inc. BOD, requires:

- The BOD members be independent, impartial and responsible to the fellowship of Narcotics Anonymous and the laws of the state of Wisconsin;
- BOD decisions and policy be made within the structure established by our organizational by-laws;
- The offices and positions within the BOD may not be used for personal gain; and,
- BOD members carry out all duties, responsibilities, and assignments with integrity.

In recognition of these goals, there is hereby established a Code of Ethics for all WSNAC, Inc. BOD members, whether elected or appointed. This Code of Ethics is intended to establish guidelines for ethical standards of conduct for all such directors by setting forth those acts or actions that are compatible with the best interests of WSNAC, Inc. The provisions and purpose of this code and such rules and regulations as may be adopted, are hereby declared to be in the best interests of WSNAC, Inc.

4. Applicability of Code

When a member of the BOD or any committee has doubt as to the applicability of a provision of this Code or definition of terms used in this Code, they should apply to the BOD as a whole in writing for an explanation and be guided by that opinion.

Any BOD member shall have the opportunity to present any differing opinion or interpretation of the facts at issue and of the applicable provision(s) of the Code before such advisory decision is made. This Code shall be operative in all instances covered by its provisions except where superseded by mandate of law.

Any member of the Fellowship of Narcotics Anonymous may express concerns to the BOD in writing about the activity of any person covered by this Code. Any member of the BOD receiving a complaint or having knowledge of

a potential conflict with this Code by any person covered, is responsible to report same to the Board as a whole as soon as practical, but no later than the next scheduled meeting of the Board as a whole, immediately following receipt of the complaint or information.

5. **Sanctions**

Violation of any provision(s) of this Code should raise conscientious questions for the BOD member concerned as to whether voluntary resignation or other action is indicated to promote the best interests of WSNAC, Inc. A determination of violation by a majority of the Board of Directors, whether the member is present at that meeting or not, may result in a suspension or removal from the BOD.

6. **Severability**

If any provisions of this Code are invalid or unconstitutional, or if the application of this Code to any person(s) is invalid or unconstitutional, such invalidity or unconstitutionality shall not affect the provisions or applications, which can be given effect without the invalid or unconstitutional provision or application.

BOARD GOALS

1. To provide the NA fellowship with an annual event in celebration of recovery known as Wisconsin State Narcotics Anonymous Convention (WSNAC).
2. To provide a consistent message of recovery based on the principles found in our literature including the Twelve Steps, Twelve Traditions, and the Twelve Concepts of Narcotics Anonymous.
3. To maintain a Board of Directors that:
4. is strong in service and convention experience
 - a. remains open and sensitive to the group conscience of the Wisconsin Groups and Areas through the Wisconsin Regional Service Conference of Narcotics Anonymous
 - b. To protect the solvency and affordability of WSNAC, Inc. by:
 - c. making sound financial decisions
 - d. utilizing best accounting practices
5. obtaining the best value for goods and services
6. To ensure all Areas have an opportunity to host a WSNAC convention.

*The Board of Directors would like to thank
Our fellow addicts for their support!*

PRESIDENT

Qualifications: Five years clean time, demonstrated stability in local community, administrative skills, actively involved in NA with a working understanding of the Twelve Steps, Twelve Traditions, and Twelve Concepts of Narcotics Anonymous, experience with conventions and other NA services, ability to keep board meetings on task and follow an agenda, knowledge of event planning and negotiations, ability to resolve problems and conflicts.

Purpose: To oversee and direct the activities and responsibilities of the WSNAC, Inc. BOD and Host Committee, and manage overall activities of the annual convention.

Duties:

1. Oversee the BOD and its' affairs, delegate BOD business, assign issues for consideration by workgroups, provide direction and assistance when necessary.
2. Prepare the agenda for executive committee meetings and BOD meetings for receipt 5 days before the meeting is scheduled.
3. Schedule, conduct, and attend all BOD and Executive Committee meetings.
4. Write and submit a written report at each BOD meeting.
5. Conduct all meetings and activities within the principles of the Twelve Steps, Twelve Traditions and Twelve Concepts, and in accordance with the legal purpose of the BOD.
6. Provide guidance and support to work groups while encouraging follow through & completion of all duties and responsibilities.
7. Ensure important questions from being decided prematurely; in order to ensure the entire BOD has a complete understanding of the issues up for discussion prior to any action being taken.
8. Work to resolve conflicts using the spiritual principles of the Twelve Steps, Twelve Traditions, and Twelve Concepts.
9. Ensure that BOD and Host Committee budgets are complete and ready for approval by the BOD taking previous years' budgets into account.
10. Vote only in the event of a tie.
11. Monitor the fund flow of the BOD, including all BOD expenses, convention costs and resultant revenue.
12. During the convention, oversee activities of the event, respond to problems as they arise and maintain communication with the Host Committee and BOD members.
13. Assist in the preparation of the Host Committee's final report, if requested.
14. Meet with and establish a working relationship with host hotel and/or convention center management.
15. Appoint negotiation committee members and oversee contract negotiations for current and upcoming conventions.
16. Research all proposed bid sites for current bid committee winners no later than February 28 of each year.
17. Conduct final review and signature of all contracts with vendors.
18. Is a signatory on the BOD checking account and debit/credit cards.
19. Notify all BOD members within 48 hours of any emergency meetings.
20. Attend all BOD work group meetings on a rotating basis.
21. Set up meetings with current and upcoming bid committees and act as primary contact.
22. Is a signatory of BOD minutes once approved.
23. Serve as the Liaison to the Host Committee Chairperson(s), make regular contact with the Chairperson(s) to assist with planning and operations of the convention(s). Include information of the contacts made in written report submitted at each BOD meeting.
24. Have a willingness to spend a minimum of 10 (ten) full and partial weekends on WSNAC Inc. BOD business, throughout the state of Wisconsin.

BY-LAW REFERENCES: Authority to call a special meeting (5.07)(a); manner of giving notice of a special meeting (5.07)(b)(i); time requirements for giving notice of such meetings (5.07)(b)(ii); content of special meeting notice (5.07)(b)(iii); officers need to maintain same qualifications as a Director (6.01); position created by the by-laws (6.01); right to hold more than one position (except Secretary)(6.01); annual election of (6.02); serving without compensation (6.02); authority to appoint other officers (6.03); removal with or without cause (6.04); right to preside over meetings (6.07)(a); chief executive in the absence of a President (6.07)(a); as the General Manager of the Corporation and the controller of the Corporation's activities, affairs and officers (6.07)(b); liability of (7.01); as a volunteer (7.02); indemnification (7.03); determination of right of indemnification (7.04); sharing in profits/assets (9); serving within the totality of Narcotics Anonymous (10.01); abiding within the Twelve Traditions (10.02).

VICE PRESIDENT

Qualifications: Four years clean time, demonstrated stability in local community, strong administrative skills, actively involved in Narcotics Anonymous with a working understanding of the Twelve Steps, Twelve Traditions, and Twelve Concepts of Narcotics Anonymous, convention and other Narcotics Anonymous service experience, ability to deal with and resolve problems and conflicts.

Purpose: To assist and support the WSNAC BOD President.

Duties:

1. Serve as a member of the Executive Committee.
2. Assume the position of the President or the Secretary, in the event of their absence.
3. Attend all BOD and Executive Committee meetings.
4. Assist all work groups in the performance of their tasks.
5. Assist the President in the preparation of agendas for the BOD and Executive Committee meetings.
6. Write and submit a written report before each BOD meeting.
7. Work with the President in addressing issues involving the responsibilities of the BOD.
8. Work with the Executive Committee in the preparation of the budget.
9. Ensure important questions from being decided prematurely; in order to ensure the entire BOD has a complete understanding of the issues up for discussion prior to any action being taken.
10. Be involved in contract negotiations with vendors.
11. Work with the President to conduct all meetings and activities within the principles of the Twelve Steps, Twelve Traditions and Twelve Concepts, and in accordance with the legal purpose of the BOD.
12. Assist the President in the resolution of conflicts.
13. Work with the President in aiding members of the Host Committee during the convention.
14. Serve as the liaison to the Host Committee Vice Chairperson; make regular contact with the Host Committee Vice-Chairperson to assist with planning and operations of the convention. Include information of contacts made in written reports submitted before each BOD meeting.
15. Have a willingness to spend a minimum of 10 (ten) full and partial weekends on WSNAC Inc. BOD business, throughout the state of Wisconsin.

BY-LAW REFERENCES: Authority to call a special meeting (5.07)(a); time requirements for giving notice of a special meeting (5.07)(b)(i); manner of giving such notice (5.07)(b)(ii); content of special meeting notice (5.07)(b)(iii); holding position at the discretion of the Board (6.01); need to maintain same qualifications of a Director (6.01); right to hold more than one officer position (6.01); annual election (6.02); serving without compensation (6.02); right to appoint other officers (6.03); removal with or without cause (6.04); powers as an officer (6.07)(c); liability of (7.01); as a volunteer (7.02); indemnification (7.03); determination of right of indemnification (7.04); sharing in profits/assets (9); serving within the totality of Narcotics Anonymous (10.01); abiding by the Twelve Traditions (10.02).

TREASURER

Qualifications: Five years clean time, demonstrated stability in local community and actively involved in Narcotics Anonymous (NA) with a working understanding of the Twelve Steps, Twelve Traditions, and Twelve Concepts of NA; convention and other NA service experience; accounting skills & experience; working knowledge of the computer; and is primarily accessible to the BOD Vice-Treasurer and Host Committee Treasurer.

Purpose: To keep and maintain accurate financial records for the WSNAC Inc. BOD and the Host Committee. Participate in making of decisions relative to the financial disbursements and budgets of both bodies.

Duties:

1. Following the completion of elections & signatory decisions made at the January BOD meeting, banking information is to be updated by emailing the bank has a complete an accurate a list of current check signatories and their BOD positions.
2. Complete a BOD meeting budget breakdown for both each BOD meeting.
3. Write and submit a written report for each BOD meeting.
4. Make sure that all BOD fund disbursements are backed up by a BOD Expense Statement and a receipt, where possible.
5. Ensure that all BOD Expense Statements, Convention Committee Treasurer Report to the BOD, BOD Meeting Budget Breakdown, and all other financial forms are kept current and in sufficient supply.
6. Keep checkbook and ledger up to date and balanced.
7. Audit the financial records of WSNAC within four months of the close of the Convention.
8. Keep all financial records of WSNAC and the BOD for a period of five (5) years.
9. Meet with the Convention Committee Treasurer candidates in November or December to discuss Convention Committee budget demands/needs.
10. Set up a series of meeting dates with the Convention Committee Treasurer throughout the year.
11. Assist the Chairperson in preparation of an Executive Committee budget.
12. Work with the Executive Committee in the preparation of a BOD budget outline.
13. Prepare an itemized yearly budget based upon the list of terms/categories submitted by the BOD Executive Committee.
14. Present the Budget to the Financial Policies work group.
15. Write checks and be responsible for collecting and keeping receipts for requests for reimbursement.
16. Be a signatory on checks.
17. Be responsible for monies, payment of bills, advise the BOD of current cash supply, and write a report of all monies received and spent for presentation at each BOD meeting.
18. Be a member of the Executive Committee and attend all meetings of that body.
19. Ensure that there is an accurate accounting of merchandise sales during the Convention, as well as an accurate accounting of merchandise turned over after the Convention.
20. See that taxes are paid in full and on time.
21. Be a signatory of BOD minutes.
22. Serve as the Liaison to the Convention Committee Treasurer, make regular contact with that person to assist with planning of the convention, and submit a written report detailing such contact at every Board meeting.
23. Can spend a minimum of ten (10) full and partial weekends on BOD business, throughout the State of Wisconsin.

BY-LAW REFERENCES: Position created by the By-laws (6.01); need to maintain qualifications of a Director (6.01); right to hold more than one officer position (6.01); annual election of (6.02); serves without compensation (6.02); authority to appoint other officers (6.03); removal with or without cause (6.04); as keeper of adequate/correct books/accounts (6.07)(e)(i); opening books for inspection by a Director (6.07)(e)(i); responsible for deposit and disbursement of funds (6.07)(e)(ii); surrender of a bond (6.07)(e)(iii); reports to Board on all transactions and financial condition of the Corporation (6.07)(e)(iii); liability of (7.01); as a volunteer (7.02); indemnification (7.03); determination of right of indemnification (7.04); annual statement of indemnifications and certain transactions (8.05); sharing in profits/assets (9); affiliation with NA (10.01); abiding by the Twelve Traditions (10.02).

VICE TREASURER/EVALUATOR

Qualifications: Five years clean time, demonstrated stability in local community and actively involved in Narcotics Anonymous (NA) with a working understanding of the Twelve Steps, Twelve Traditions, and Twelve Concepts of NA; convention and other NA service experience; accounting skills & experience; evaluation and & collection skills, working knowledge of the computer; and is primarily accessible to the BOD Vice-Treasurer and Host Committee Treasurer.

Purpose: To work with, assist, and support the Treasurer in their duties and responsibilities during board of director's meetings and at the convention. Work with the Host Committee Treasurer to collect financial data from each subcommittee, attendance and revenue data from registration & merchandise aimed at creating tools to assist the Host Committee to make data driven decisions & assist the Treasurer in providing an accurate and concise final report to the fellowship each year.

Duties:

1. Be responsible for all duties agreed upon with the Board Treasurer.
2. Be responsible for the Treasurer's duties in their absence.
3. Be responsible for host committee business between Board of Directors' meetings.
4. Is a member of the Executive Committee & is required to attend Executive Committee meetings.
5. Serve as the primary contact to the Host Committee Treasurer with back up and support of the Treasurer.
6. Includes all contact and outcomes with liaison that occur between meetings in the Board of Directors meeting reports.
7. Can spend a minimum of ten (10) full and partial weekends on BOD business, throughout the State of Wisconsin.
8. Other possible duties:
 - a. Report on revenue & expenditures and as it relates to the budget restrictions.
 - b. Works with Host Committee Treasurer to develop a system that will ensure all revenue & expenditure detail are assigned to the correct line item.
 - c. Pays bills and places orders when proper protocols have been followed (approval by the Host Committee, the appropriate liaison, and, if necessary, a signed contract).
 - d. Helps Merchandise Chairperson with the following:
 - i. If not using approved vendor, assist with getting 3 bids and seeking BOD approval for the vendor of choice.
 - ii. Ensure all orders are data driven.
 - iii. A system for tracking sales at Awareness events and the convention occurs.
 - iv. An inventory system is used that counts items before and after each sales event occurs.
 - e. Ensures taxes are paid on time

BY-LAW REFERENCES: Position created by the By-laws (6.01); need to maintain qualifications of a Director (6.01); right to hold more than one officer position (6.01); annual election of (6.02); serves without compensation (6.02); authority to appoint other officers (6.03); removal with or without cause (6.04); as keeper of adequate/correct books/accounts (6.07)(e)(i); opening books for inspection by a Director (6.07)(e)(i); responsible for deposit and disbursement of funds (6.07)(e)(ii); surrender of a bond (6.07)(e)(iii); reports to Board on all transactions and financial condition of the Corporation (6.07)(e)(iii); liability of (7.01); as a volunteer (7.02); indemnification (7.03); determination of right of indemnification (7.04); annual statement of indemnifications and certain transactions (8.05); sharing in profits/assets (9); affiliation with NA (10.01); abiding by the Twelve Traditions (10.02).

SECRETARY

Qualifications: Two years clean time; demonstrated stability in local community; strong administrative and computer skills; actively involved in NA with a working understanding of the Twelve Steps, Twelve Traditions, and Twelve Concepts of Narcotics Anonymous; convention and/or other NA service experience; ability to perform the required tasks; Is a member of the Executive Committee.

Purpose: To maintain complete and accurate records of all BOD and Executive Committee meetings

Duties:

1. Attend and record detailed minutes at all BOD and Executive Committee meetings
2. See that minutes are typed and distributed, along with other pertinent materials, within twenty-one (21) days of the BOD meeting.
3. Minutes should include, at the very least, the basics of what took place at the meeting. Minutes should reflect the month/year/motion number; maker and seconder of the motion; verbatim listing of the motion; a complete vote count; and whether the motion passed, failed, was tabled, or referred back to a work group.
4. Ensure that precise recordings of meetings are taken
5. Keep copies of all minutes and agendas and make available upon request.
6. Forward an electronic copy of the approved minutes to the WRSC Secretary within fourteen (14) days of the BOD meeting.
7. Maintain a current mailing list of BOD Directors, Executives, and current Host Committee members
8. Forward copies of BOD and Executive Committee minutes to the BOD Archivist. In the absence an Archivist, maintain copies of all BOD and Executive Committee minutes in an archive.
9. Ensure that Motion Form content is current, and a enough supply is kept on hand at Executive and BOD meetings
10. Keep copies of BOD By-Laws, BOD Guidelines, Statement of Purpose, Code of Ethics, Motion Summary, amended Articles of Incorporation and Host Committee Guidelines, and all further materials and documents adopted by the BOD available for dispersal
11. Respond to requests from other NA service groups for information about the BOD and/or Convention and maintain a current mailing list of those entities so that amendments can be forwarded to them, at their own expense, as needed.
12. Work with the President to prepare and forward copies of the Bid Package to all areas 6 months prior to the current years' convention
13. Provide an electronic copy of the Host Committee Guidelines to the representatives of the successful Bid Committee
14. Receive and maintain copies of current Host Committee minutes to be turned over to the BOD archivist following the conclusion of the Convention
15. Work with the Executive Committee in the preparation of a BOD budget outline
16. Serve as the Liaison to the Host Committee Secretary, make regular contact with that person to assist with planning of the convention, and submit a written report detailing such contact at every BOD meeting
17. Can spend a minimum of ten (10) full and partial weekends on BOD business, throughout the State of Wisconsin.

Commented [JM1]: Elaboration needed?

Commented [JM2]: Repetitive: already listed under "strong administrative and computer skills"

Commented [JM3]: We had discussed and changed this for the President and Vice President positions. We should review those changes and follow the same procedure in this position description.

Commented [JM4]: "Accurate" is used repeatedly; let's use a synonym.

Commented [JM5]: "Accurate" is used repeatedly; let's use a synonym.

Commented [JM6]: Changed to maintain consistency with the plural form

Commented [JM7]: Do we want to specify email/phone/ mailing address?

BY-LAW REFERENCES: Authority to call a special meeting (5.07)(a); time requirements for giving notice of a special meeting (5.07)(b)(i); manner of giving such notice (5.07)(b)(ii); content of special meeting notice (5.07)(b)(iii); position created by the by-laws (6.01); need to maintain same qualifications of a Director (6.01); right to hold more than one officer position (except President) (6.01); annual election of (6.02); serving without compensation (6.02); authority to appoint other officers (6.03); removal with or without cause (6.04); responsible for keeping minutes of all meetings, proceedings and actions of the Board and committees of the Board (6.07)(d)(i); minutes are to include: time and place of meetings, whether annual/regular/special, how notice was authorized/given if special, names of those present (6.07)(d)(i); required to give meeting notice when required by by-laws (6.07)(d)(ii); as keeper of Corporate seal (6.07)(d)(ii); liability of (7.01); as a volunteer (7.02); indemnification (7.03); determination of right to indemnification (7.04); maintains copies of amended Articles of Incorporation and By-Laws (8.02); sharing in profits/assets (9); serving within the totality of Narcotics Anonymous (10.01); abiding by the Twelve Traditions (10.02).

WRSC REPRESENTATIVE

Qualifications: Two years clean time; a minimum of one (1) year of service experience in Narcotics Anonymous; previous Convention experience; a willingness to serve; an understanding of the Twelve Steps, Twelve Traditions, and Twelve Concepts of Narcotics Anonymous through practical application; capability to give up at least twelve (12) partial or full weekends throughout the year; ability to listen and carry accurate information between two working service bodies.

Purpose: To carry the group conscience of the Wisconsin Regional Service Conference (WRSC) to the BOD, as well as to carry information to/from the BOD and the WRSC.

Duties:

1. Represent the WRSC at all WSNAC planning meetings
2. Maintain lines of communication between the WRSC and the BOD
3. Report to the WRSC all relevant information pertaining to the BOD and WSNAC
4. Be a conduit for seeing that the Bid Package and any required information is forwarded, through the Wisconsin Regional Service Conference, to those areas wishing to put in a Bid to host a WSNAC Convention
5. Attend all BOD and WRSC meetings, as well as the WSNAC Convention as a member of each service body

Commented [JM8]: This should only be capitalized if it means a WSNAC specifically, in which case we should state "WSNAC" instead. If it can be any convention experience (i.e. Journey's, Miracles, or outside of NA), then "convention" should be all lowercase.

Commented [JM9]: Changed the word to not be repetitive

BY-LAW REFERENCES: See "Director".

HOST COMMITTEE REPRESENTATIVE

Qualifications: Two years clean time;; an active member of the current Host Committee; actively involved in NA with a working knowledge of the Twelve Steps, Twelve Traditions, and Twelve Concepts of Narcotics Anonymous; the time and willingness to attend all scheduled meetings of the Host Committee and Board of Directors

Purpose: To see that accurate lines of communication remain open between the BOD and the Host Committee

Duties:

1. Write and submit a written report outlining Host Committee activities, concerns and requests at every BOD meeting;
2. Fulfill the duties of Director-at-Large, as defined by the BOD Guidelines and By-laws;
3. Ensure that all items requiring BOD approval are submitted in a timely manner; (i.e.; logos;; flyers;; contracts;; merchandise;; registration packet contents;; P.I. mailings;; etc.);
4. Work toward the fostering of bonds of unity between the BOD and the ~~Convention-Host~~ Committee;
5. Serve as a ~~Liaison-Liaison~~ to the ~~Convention-Host~~ Committee position to which you are assigned, make regular contact with that person to assist in the planning of the convention, and submit a written report detailing such contact at every Board meeting;
6. Have the ability to ~~Can~~ spend a minimum of twenty-four (24) full and partial weekends on BOD and ~~Convention-Host~~ Committee business throughout the State of Wisconsin;
7. Serve on the Executive Committee of the Host Committee you are representing, and assist Host Committee with comprehension, interpretation, and implementation of BOD policies, procedures, and decisions.

Commented [10]: Do we need this part of the sentence? I have not been "assigned" to any particular Host Committee, but I am a member of a particular Host Committee. Also, I have not been assigned as a liaison to any particular person on that Host Committee; I attend HC and Executive Committee meetings as a member and share my BOD experiences with those committees. I added more details as a #7.

Commented [11]: Microsoft suggested more concise language.

BY-LAW REFERENCES: See "Director".

DIRECTOR-AT-LARGE

Qualifications: Two years clean time, actively involved in NA with a working knowledge of the Twelve Steps, Traditions, and Concepts of Narcotics Anonymous, the time and willingness to attend all scheduled meetings of the Board of Directors.

Purpose: To fulfill the statutory and fiscal responsibilities of WSNAC, Inc. and the annual Convention.

Duties:

1. Attend all Board of Directors meetings.
2. Offer input and votes on issues before the BOD.
3. Serve as a Liaison to the Convention Committee position assigned, make regular contact with that person to assist with planning the convention, and submit a written report detailing such contact at every Board meeting.
4. Can spend at least six (6) full or partial weekends a year on BOD business.

BY-LAW REFERENCES: Corporation has no member (4.01); as managers of business and affairs (5.01)(a); select and approve all officers, agents, employees (5.01)(b)(i); set powers/duties consistent with the law, Articles of Incorporation and the By-laws (5.01)(b)(i); fix compensation of officers, agents, and employees, (5.01)(b)(i); set location of office, where business is conducted, where meetings are held (5.01)(b)(ii); adopt, make and use Corporate seal (5.01)(b)(iii); borrow money and incur debt (5.01)(b)(iv); setting and altering number of Directors (5.02); qualifications of (5.02); terms of office (5.03)(a); holding position past term (5.03)(b); limitation on number of Directors who can be an "interested person" (5.03)(c); a vacancy of office (5.04)(a); resignation of (5.04)(b); filling vacancies (5.04)(c); prohibition against using 5.02 to remove a Director before their term is over (5.04)(d); removal with cause (5.05)(a); removal without cause (5.05)(b); procedure for removal (5.05)(c); time requirements to challenge a removal (5.05)(d); holding meetings by telephone/conference calls (5.06)(a); annual meeting to discuss organization and election of officers (5.06)(b); notice of meetings (5.06)(d); directors needed to call a special meeting (5.07)(a); giving notice of a special meeting (5.07)(b)(i); time requirements for giving notice of a special meeting (5.07)(b)(ii); contents of special meeting notice (5.07)(b)(iii); number needed for a quorum (5.08); legality of actions taken at a meeting that falls below quorum (5.08); right to waive meeting notice (5.09); notice not needed for meeting adjourned for under 24 hours (5.10); legality of taking action outside a meeting (5.11); serving without compensation (5.12); reimbursement of expenses (5.12); creation of committees (5.13)(a); must be a Director to serve on a Committee (5.13)(a); majority vote needed for committee appointment (5.13)(a); committees have same authority as Board except for: filling vacancies on Board or committees (5.13)(a)(i); fix compensation for Directors (5.13)(a)(ii); amend or repeal by-laws (5.13)(a)(iii); amend or repeal a resolution of the Board (5.13)(a)(iv); create or appoint members to Board committees (5.13)(a)(v); approve any transaction or contract where the Corporation or one or more of its Directors is a party (5.13)(a)(vi); committee meetings are run like regular Board meetings (5.13)(b); need to keep minutes of committee meetings (5.13)(b); rules of governance for committees (5.13)(b); right to increase number of officers (6.01); right to authorize officers to appoint other officers (6.03); right to remove officers with or without cause (6.04); authorization allowing an officer to remove officers not Board appointed (6.04); right to resign (6.05); effectiveness of an unaccepted resignation (6.05); filling vacancies (6.06); right to view financial books (6.07)(a)(i); liability of (7.01); as volunteers (7.02); indemnification (7.03); determination of right of indemnification (7.04); requesting a current copy of amended Articles of Incorporation or By-laws (8.02); right to inspect books and records (8.03); annual report (8.04); sharing of profits/assets (9); affiliation with Narcotics Anonymous (10.01); abiding by the Twelve Traditions (10.02); the right to adopt, amend or repeal by-laws (12).

ARCHIVIST

Qualifications: See "Director at Large"

Purpose: To maintain and preserve the physical and historical property of WSNAC, Inc.

Duties:

1. Maintain the following records, separated chronologically by years:
 - a. BOD minutes
 - b. BOD Executive Committee minutes
 - c. Host Committee minutes
 - d. Motion Summaries (all)
 - e. Contracts entered into (all)
 - f. BOD & Host Committee Guidelines (all)
 - g. BOD meeting agendas
 - h. BOD Newsletters (when finalized)
2. Maintain an inventory of all documents currently being held including identifying information and dates
3. Be responsible for the care and maintenance of any merchandise that the BOD decides should be kept
4. Be responsible for seeing that all previous WSNAC banners are kept in a suitable location
5. Serve as a Liaison to the Host Committee position assigned and make regular contact with that person to assist in the planning of the convention

BY-LAW REFERENCES: See "Director".

REGISTERED AGENT

Qualifications: Must be a member of the WSNAC Board of Directors, the Executive Committee of the Wisconsin Regional Service Conference, or other member of the fellowship as appointed by the WSNAC BOD.

Purpose: To meet the legal requirements of the Wisconsin Non-Stock Corporation Law.

Duties:

1. Receive or accept, and forward to WSNAC, Inc. and the BOD President at the address most recently provided by the BOD, or otherwise notify WSNAC, Inc. and the BOD President regarding any process, notice, or demand that is served on or received by the registered agent
2. Provide the notices required or permitted by law to be given to WSNAC, Inc. to the address most recently provided to the registered agent
3. Collect necessary information from the BOD, complete and file the Annual Report by December 31 of each year

BY-LAW REFERENCES: See "Director".