

## **ARTICLES OF INCORPORATION**

(Revised 2015)

The undersigned, acting as the registered agent of a corporation pursuant to Chapter 617, Florida Statutes, adopts these amended articles of incorporation for said corporation.

### **ARTICLE I**

The name of the corporation is: Naples Area Intergroup, Inc. (a Non-Profit Corporation). The principle address and registered office of the corporation is 1509 Pine Ridge Road, Unit B., Naples, Florida 34109.. The period of duration of the corporation is perpetual, unless dissolved according to law. Corporate existence commenced upon filing with the Secretary of State on August 5, 1988.

### **ARTICLE II**

The purpose or purposes for which the corporation is organized are: to provide a central office to answer inquiries from those with an alcohol problem who are seeking help; to provide information exchange of A.A. groups by providing A.A. literature and a list of A.A. meetings in the Naples area.

### **ARTICLE III**

The qualifications for members and the manner of their admission are: membership in the Naples Area Intergroup shall be available to A.A. groups in the greater Naples area as outlined in the by-laws of the corporation.

### **ARTICLE IV**

The qualifications for officers of the corporation, the terms of office, and the manner of their election will be in accordance with the by-laws of the corporation.

### **ARTICLE V**

In addition to an annual meeting of the membership, group representatives will meet at such time and place as established in the by-laws of the corporation.

### **ARTICLE VI**

These articles of incorporation may only be amended by a three-fourths vote of the group representatives in attendance at a meeting of the group representatives called for the specific purpose of amending the articles of incorporation (said representatives having been notified of the proposed amendments and the date, time, and place of such meeting).

**ACCEPTANCE BY REGISTERED AGENT**

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity and I agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties. I further accept the duties and obligations of Section 607.325 Florida Statutes.

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(Registered Agent)

STATE OF FLORIDA  
COUNTY OF COLLIER

Before me the undersigned authority, personally appeared William P. Strenkert, to me well known to be the person who executed the foregoing articles of incorporation and acknowledges before me, according to law that he made and subscribed the same for the purposes therein mentioned and set forth. IN WITNESS WHEREOF, I have hereunto set my hand and seal this \_\_\_\_ day of \_\_\_\_\_, 2015.

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(Notary Public)

**2015 FLORIDA NOT FOR PROFIT CORPORATION ANNUAL REPORT**

DOCUMENT# N27769

Entity Name: NAPLES AREA INTERGROUP, INC.

**Current Principal Place of Business:**

1509 PINE RIDGE ROAD  
UNIT B  
NAPLES, FL 34109

**FILED**  
**Jan 12, 2015**  
**Secretary of State**  
**CC6546327814**

**Current Mailing Address:**

1509 PINE RIDGE ROAD  
UNIT B  
NAPLES, FL 34109 US

**FEI Number: 65-0058266**

**Certificate of Status Desired: Yes**

**Name and Address of Current Registered Agent:**

STRENKERT, WILLIAM P  
639 GRIZZLY BEAR RD.  
NAPLES, FL 34113 US

*The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.*

**SIGNATURE:**

Electronic Signature of Registered Agent

Date

**Officer/Director Detail :**

Title OFFICE MANAGER  
Name STRENKERT, WILLIAM P  
Address ~~639 GRIZZLY BEAR ROAD~~  
City-State-Zip: NAPLES FL 34113

Title CHAIRMAN  
Name WESLING, RALPH H  
Address ~~1884 HAMPSHIRE CT~~  
City-State-Zip: NAPLES FL 34112

Title TREASURER  
Name HELTON, KEN  
Address ~~1407 16TH AVENUE NORTH~~  
City-State-Zip: NAPLES FL 34102-3467

*I hereby certify that the information indicated on this report or supplemental report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 617, Florida Statutes; and that my name appears above, or on an attachment with all other like empowered.*

**SIGNATURE: WILLIAM P. STRENKERT**

**OFFICE MANAGER**

**01/12/2015**

Electronic Signature of Signing Officer/Director Detail

Date

BYLAWS  
NAPLES AREA INTERGROUP, INC.

ARTICLE I  
NAME, PURPOSE, MEMBERSHIP

- Section I** The name shall be the Naples Area Intergroup, Inc., henceforth to be referred to as the Naples Area Intergroup, Intergroup (Central Office), or simply the office.
- Section II** The purposes of the Naples Area Intergroup shall be to provide a central office to answer inquiries from those with an alcohol problem who are seeking help, to provide information exchange of A.A. groups, meeting lists, and to publish a monthly newsletter.
- Section III** The principle office shall be located in Collier County, Florida.
- Section IV** Membership in the Naples Area Intergroup shall be available to A.A. groups in Collier County and Bonita Springs. Any such A.A. group may become a member by filing with the Intergroup Secretary .
- Section V** The spiritual principles (Steps, Traditions, Concepts, etc.) of A.A. shall guide all of the activities of the Intergroup.
- Section VI** Any A.A. member may attend meetings of the Naples Area Intergroup. However, only members who have been appointed or elected by their member groups to serve as an Intergroup Representative (or an Alternate Intergroup Representative in the absence of the Intergroup Representative), Intergroup Officers and Steering Committee members, have the right to vote.
- Section VII** The purposes for which the organization is organized are exclusively within the meaning of Section 501(c)3 of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law.
- Section VIII** Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on by an

organization exempt from Federal Income Tax under Section 501(c)3 of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law.

**Section IX** In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)3 and 107(c)2 of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the federal, state, or local government for exclusive public purposes.

## ARTICLE II DUTIES OF INTERGROUP REPRESENTATIVES AND OFFICERS

**Section I**      **Intergroup Representatives and Alternates**

Intergroup Representatives and Alternates shall be designated by member groups to reflect their group's conscience. Intergroup Representatives have the right to propose tabling a matter so that they can take it back to their group for discussion."

**Section II**      **Chairperson**

The Chairperson shall preside at all meetings and shall perform such acts and duties as are customary to such office. The Chairperson shall be ex-officio member of all committees and shall perform other duties required by these bylaws.

**Section III**     **Vice Chairperson**

The Vice Chairperson shall perform the duties of the Chairperson in the absence of such chairperson. In the absence of both the Chairperson and the Vice Chairperson, the Naples Area Intergroup Representatives present shall select a temporary person who shall assume the duties of the Chairperson during such absence. The Vice Chairperson is also responsible for organizing the Annual Meeting of the Membership in the month of November in Collier County. In addition, the Vice Chairperson shall perform other duties required by the bylaws.

**Section IV**     **Secretary**

The Secretary shall perform the following duties:

1. Record accurate minutes of each meeting in a permanent file.
2. Maintain records of attendance of Intergroup Officers and Group Representatives.
3. Maintain a Book of Resolutions at the intergroup office.
4. Memorialize all Minutes of Intergroup and Steering Committee meetings.
5. Distribute copies of the minutes in a timely manner (within two weeks of the last meeting) to the Officers and Representatives of the Intergroup .
6. The date and the time of the next monthly meeting shall be included as part of the minutes of the last meeting.

**Section V**     **Treasurer**

1. A working knowledge of Quick Books is preferred, as well as a basic understanding of bookkeeping and accounting.
2. Reconcile monthly bank statements.
3. Prepare and present monthly Profit and Loss statements to be distributed at Intergroup meetings. The periods which the reports cover are through the end of the previous month and Year to Date.
4. Prepare and present the Treasurers report at the monthly Intergroup meetings.
5. Prepare an annual budget to be presented at the January Steering Committee Meeting.
6. Present the Treasurers report at the Annual meeting.
7. Be prepared to answer questions that arise in either the monthly Intergroup or Steering Committee meetings.
8. Make checkbook, bank statements, etc. available for review, if requested.
9. Process the Office Managers pay checks on the 1<sup>st</sup> and 15<sup>th</sup> of each month.
10. Prepare and file quarterly payroll taxes (Form 941) in a timely manner
11. Prepare and file Form W2 and W3 in the month of January for the previous tax year using IRS approved software purchased each year.

**Section VI**     **Members-at Large**

Members-at Large shall attend all intergroup and Steering Committee Meetings, of which they are voting members. They are available for other services as needed.

Members-at Large are responsible to educate AA groups of the extensive services provided by the Intergroup office. They do this by visiting the

groups either during business meetings or meeting one on one with the officers of the group.

To facilitate these discussions with the AA groups, they bring the following items for discussion-and leave copies for the group.

1. FLYER titled Alcoholics Anonymous Naples Intergroup
2. PAMPHLET titled The AA Group Treasurer
3. PAMPHLET titled Naples Intergroup
4. Copy of the Naples Intergroup website home page
5. Copy of the Treasurers report from the most recent intergroup meeting
6. PAMPHLET titled The AA Group (P-16)
7. A.A. Guidelines on Central or Intergroup Offices (MG-02)

Note: It must be clear that these visits and discussions are to educate AA members on all of the vital services that are provided by the Intergroup Office. If any group would like a tour of the Intergroup, it can be arranged with the Office Manager.

#### **Section VII Office Manager**

The Office Managers job description is provided under separate cover. It is available for review at the Intergroup Office.

### ARTICLE III

#### **NOMINATIONS, ELECTIONS, AND VOTING PROCEDURES**

**Section I** The elected officers of Intergroup are Chairperson, Vice Chairperson, Treasurer, and Secretary. Officers shall be elected at the December Intergroup meeting. The required length of sobriety for all officers is two years.

**Section II** The Nominating and Elections Committee shall be established at the August Intergroup meeting. The committee shall ideally consist of the Chairperson, Vice Chairperson, Office Manager, and three other members from different areas of the community. The three other members should be intergroup representatives. If sufficient members do not volunteer, the remaining members shall be selected by the Chairperson from the members of the Steering Committee. The Nominating and Elections Committee shall nominate at least one fully qualified candidate for each elected office. The committee shall present their slate of candidates at the October Intergroup meeting. No person shall be nominated for more than one position on the slate. The Nominating and Elections Committee shall

inform the intergroup body that this does not preclude anyone from standing for election, for more than one position or being nominated from the floor, at the November Intergroup meeting. Each nominee shall give a brief description of their qualifications at that meeting.

**Section III** The election of officers shall be by secret ballot, and shall be acted upon separately, at the December Intergroup meeting. The elections will be held in order of Chairperson, Vice Chairperson, Treasurer, and Secretary. Only member groups represented at the December Intergroup meeting shall be entitled to vote. In the absence of the Intergroup Representative, the Alternate shall perform the duties of said representative. The term of office is for two years, effective the first meeting in January. For each office, the person receiving a majority of votes cast shall be declared elected. In case of a tie, the names shall be randomly drawn from a hat by the Chairperson.

#### ARTICLE IV

##### MEETINGS OF THE NAPLES AREA INTERGROUP

**Section I** Regular meetings of the Intergroup Representatives shall be held on a monthly basis at a location approved by the Intergroup body. Twelve or more Intergroup Officers and Representatives shall constitute a quorum of the Naples Area Intergroup at all meetings.

**Section II** Special meetings may be called by the Chairperson or by the written request of not less than five Intergroup Representatives of member groups. Notice of the time, place, and purpose of special meetings shall be given in writing by the Intergroup Secretary to the respective Intergroup Representatives not less than seven days before the date of the meeting.

#### ARTICLE V

##### STEERING COMMITTEE AND VOLUNTEER WORKERS

**Section I** There shall be a Steering Committee consisting of the Chairperson, Vice-Chairperson, Secretary, Treasurer, and Office Manager of the Naples Area Intergroup and three members-at-large. The three members-at-large are to be selected annually in January by the newly elected officers and the Office Manager subject to the approval of the Group Representatives at the next Intergroup Meeting

**Section II** The Steering Committee shall be responsible for the policies and operation of the Naples Area Intergroup office.



**Section III** Only the Steering Committee has the authority to hire and outline the duties of the Office Manager and, when appropriate, provide compensation for hours worked and business expenses.

**Section IV** Volunteer workers in the Intergroup Office shall be members of Alcoholics Anonymous with a recommended twelve month period of continuous sobriety.

## ARTICLE VI FINANCES

**Section I** The Intergroup must be self-supporting, and this support is primarily derived through voluntary contributions from the groups. In addition, other funds are required to support the intergroup and to maintain a prudent reserve.

## ARTICLE VII VACANCIES OR REMOVAL FROM OFFICE

**Section I** In the event that any officer or committee member relapses, he or she shall be removed from their position. Additionally, any officer or committee member who fails in their duties as prescribed in these bylaws, or misses three meetings, may be removed from their position. The Steering Committee shall appoint a qualified individual to fill that position subject to the approval of the group representatives at the next intergroup meeting.

## ARTICLE VIII ORDER OF BUSINESS

1. Open with the Serenity Prayer.
2. Reading of the Twelve Traditions.
3. Roll call of Officers and Group Representatives by group.
4. Secretary's Report.
5. Chairman's Report.
6. Vice Chairman's Report.
7. Treasurer's Report.
8. Committee Reports.
9. Office Manager's Report.
10. Old Business.
11. New Business.
12. Announcements and Anniversaries.

13. Adjournment with the Lord's Prayer.

**ARTICLE IX**  
**AMENDMENTS TO THESE BYLAWS**

**Section I** Nothing in these bylaws shall be altered, suspended, repealed or replaced, except by vote of two-thirds of the members of the Naples Area Intergroup present and voting thereon, at a regular or special meeting called for that purpose.

**Section II** The Secretary shall advise each participating group of the proposed changes in said bylaws at least two weeks prior to the meeting at which they are to be acted upon.

**ARTICLE X**  
**PARLIAMENTARY AUTHORITY**

Robert's Rules of Order Newly Revised shall govern all meetings in all cases to which they are applicable, and in which they are not inconsistent with the bylaws of the Naples Area Intergroup.

Approved this \_\_\_\_\_ day of \_\_\_\_\_, 2016.

\_\_\_\_\_  
Chairperson

\_\_\_\_\_  
Vice Chairperson

\_\_\_\_\_  
Secretary

\_\_\_\_\_  
Treasurer

*Addendum Not Yet Approved*