Article I – Purpose

Section 1.1 – Mission Statement

The Empire State Convention of Young People in Alcoholics Anonymous (ESCYPAA) was established to practice the principles of Alcoholics Anonymous (AA) by planning and hosting an annual convention. The convention provides an opportunity for AA members, regardless of age, to come together and share their experience, strength, and hope. Its vision is that convention attendees return to their home groups better prepared to welcome young people into their local AA communities.

Section 1.2 – Purpose of the Advisory Council

The purposes of the Advisory Council include, but are not limited to, the following:

1. Practice the Twelve Steps, Twelve Traditions, and Twelve Concepts of World Service.
2. Carry the message of Alcoholics Anonymous throughout New York by supporting the annual ESCYPAA Convention.
3. Provide custodial oversight of ESCYPAA.
4. Make information regarding ESCYPAA and young people in AA available to any AA member upon request.
5. Maintain regular communication with the General Service Office (GSO), the four New York Area Service Committees, and other appropriate AA entities.
6. Provide guidance to YPAA committees throughout New York State.
7. Select future convention sites based on Bid Committee presentations conducted at each annual convention.
8. Provide guidance and support to the current Host Committee while respecting its autonomy.
9. Protect ESCYPAA and its assets by managing the organization in accordance with spiritual principles to preserve the convention for future generations.
10. Conduct the affairs of ESCYPAA with transparency.
11. Encourage participation in ESCYPAA throughout each Host Committee year.
12. Maintain the archives of all previous ESCYPAA Conventions.

Article II – Organization

Section 2.1 – Advisory Council and Host Committee Relationship

1. The Advisory Council shall guide the Host Committee by sharing its knowledge, experience, and understanding of the Twelve Traditions and Twelve Concepts of AA World Service. The Advisory Council shall become actively involved only when requested or when extraordinary circumstances require its assistance.
2. The Host Committee shall retain complete autonomy from the Advisory Council, with the understanding that the Advisory Council stands ready to provide guidance and assistance whenever requested or when the Host Committee appears to be experiencing significant difficulty.
3. Members of the Advisory Council shall abstain from voting on Host Committee or Bid Committee matters.
4. All Host Committee bank accounts shall be established using the Advisory Council's tax identification number. The Advisory Chairperson and Advisory Treasurer shall serve as authorized signatories on those accounts.
5. All hotel negotiations shall be reviewed with the Advisory Chairperson and Advisory Hotel Chair before any contract is executed. The final hotel contract shall be signed by the Advisory Chairperson and Co-Chairperson.
6. The Host Committee and its subcommittees are encouraged to consult with previous Host Committee Chairs when developing budgets to promote realistic and accurate financial planning.
7. All Host Committee budgets shall require approval by the Advisory Council before receiving final Host Committee approval. Budgets may be amended throughout the Host Committee year with the approval of both the Host Committee and the Advisory Council.
8. Neither the Host Committee nor the Advisory Council shall take any action that materially affects ESCYPAA without the knowledge and involvement of both bodies.
9. Advisory Council members shall not serve as members of any committee bidding to host a future ESCYPAA Convention.

Section 2.2 – Council Responsibilities

Members of the Advisory Council are strongly encouraged to practice the Twelve Steps, Twelve Traditions, and Twelve Concepts of Alcoholics Anonymous.

The Advisory Council serves as the custodian of the ESCYPAA Convention and of ESCYPAA as a whole. It functions as both the legal guardian and the spiritual servant of the organization.

The Advisory Council shall act collectively as a body. No individual member shall act independently of the will of the Council as determined by the majority. All Advisory Council

members, whether elected to an officer position or not, are trusted servants of both ESCYPAA and Alcoholics Anonymous.

Section 2.3 – Election to the Advisory Council

1. Each Host Committee shall elect six (6) members, using the Third Legacy Procedure described in the current Alcoholics Anonymous Service Manual, to serve on the Advisory Council for a four-year term.
2. Newly elected members shall serve their first year as Alternate Members and their remaining three years as General Members.
3. If the Advisory Council has fewer than twelve (12) General Members at the time of the Host-to-Advisory elections, Alternate Members shall rotate into General Member positions in the order in which they were elected.
4. Alternate Members who are scheduled to rotate into General Member positions at the conclusion of the Convention may stand for any office that is open to General Members during the Advisory Council elections.
5. First-year Advisory members may not stand for Steering Committee positions.

Section 2.4 – Vacancies

A vacancy exists when an Advisory Council member resigns or is removed from the Council. A member who relinquishes an elected service position but retains Council membership shall not be considered to have created a vacancy.

1. If General Membership falls below twelve (12), Alternate Members shall rotate into General Member positions in the order in which they were elected.
2. If no Alternate Member is available, the Advisory Council may request that a member completing a four-year term continue serving until the Council returns to full membership.
3. If more than two-thirds of the Council positions remain vacant following the Host-to-Advisory elections, the remaining vacancies shall be opened to any former Host Committee member.
4. If General Membership falls below two-thirds of its intended membership (eight members), the Advisory Council may conduct emergency elections.
5. Members elected through an emergency election shall serve a two-year term or until General Membership reaches eighteen (18) members, whichever occurs first.
6. The Advisory Chairperson shall appoint an Ad Hoc Committee to research and develop recommendations for conducting emergency elections. Those recommendations shall be presented at a regularly scheduled Advisory Council meeting and voted upon at the following meeting.

Section 2.5 – Resignations

Violation of the following policies will require council attention and bring about a vote regarding the member's ability to serve. Decisions will be determined by a two-thirds vote of the Advisory Council.

1. Failure to attend two consecutive ESCYPAA Conventions.
2. Failure to attend two consecutive Advisory Council meetings without notifying the Chairperson and submitting any required reports.
3. Failure to attend three consecutive Advisory Council meetings, regardless of whether notice or reports have been provided.
4. A break in continuous sobriety.

Article III – Officers

Section 3.1 – Operating Committee

The Advisory Council shall elect an Operating Committee from among its General Members. The Operating Committee shall consist of the Chairperson, Co-Chairperson, Treasurer, Secretary, and Hotel Chair.

The Operating Committee shall not act, individually or collectively, on behalf of the Advisory Council without the knowledge and consent of the full Council.

Each officer shall serve a two-year term. A General Member may serve on the Operating Committee for any portion of their Advisory Council term but may not hold the same office for more than one consecutive two-year term.

The Operating Committee shall exercise only those powers and responsibilities specifically granted by these bylaws.

Section 3.1.1 – Chairperson

The Chairperson shall:

1. Prepare and distribute the agenda for each Advisory Council meeting at least twenty-four (24) hours in advance.

2. Preside over all Advisory Council meetings and maintain order throughout the proceedings.
3. Recognize members entitled to speak.
4. State all properly made and seconded motions and submit them for a vote.
5. Announce the results of all votes.
6. Serve as one of two authorized signatories on all ESCYPAA convention facility contracts.
7. Serve as one of the authorized signatories on all Advisory Council bank accounts.

If a Council member is absent from a meeting without prior notice, the Chairperson shall make a reasonable effort to contact that member.

If the Advisory Council votes to remove a member from an elected position, the Chairperson shall notify that member of the Council's decision.

Section 3.1.2 – Co-Chairperson

The Co-Chairperson shall:

1. Perform the duties of the Chairperson whenever the Chairperson is absent or unable to serve.
2. Carry out responsibilities assigned by the Advisory Council, including temporarily performing the duties of vacant chair positions until those positions are filled.
3. Serve as one of two authorized signatories on all ESCYPAA convention facility contracts.

If the Advisory Council votes to remove the Chairperson from office, the Co-Chairperson shall notify the Chairperson of the Council's decision.

If the office of Chairperson becomes vacant for any reason, the Co-Chairperson shall immediately assume the office of Chairperson for the remainder of the unexpired term.

Section 3.1.3 – Treasurer

The Treasurer shall:

1. Maintain accurate financial records for all Advisory Council transactions.
2. Present financial reports at Advisory Council meetings and an annual financial report at the ESCYPAA Convention.
3. Make recommendations to the Advisory Council regarding committee budgets.
4. Maintain all financial accounts and records, which shall be available for inspection at any reasonable time.
5. Serve as one of the authorized signatories on all Advisory Council bank accounts.

6. Distribute surplus convention funds annually to the four New York State Service Areas, the General Service Office (GSO), and other AA entities as determined by the Advisory Council's group conscience and informed by recommendations from the previous Host Committee.
7. Maintain the following financial records and materials at all Advisory Council meetings and Conventions:
    - Current Host Committee bank statements
    - Deposit slips
    - Checkbook
8. Process reimbursements, authorized payments, and travel stipends as approved. Payments exceeding fifty dollars ($50) shall be made by check.
9. File the annual IRS Form 990 required of all organizations recognized under Section 501(c)(3) of the Internal Revenue Code.
10. Track contributions and issue IRS Form 1099 when required. Contributions remain subject to the Seventh Tradition guideline that individual contributions are limited to $5,000 per member, per year, and are tax deductible under Section 501(c)(3).
11. Maintain the physical mailing address associated with the Advisory Council's bank accounts at the address of the current Treasurer.

Section 3.1.4 – Secretary

The Secretary shall:

1. Serve as custodian of all Advisory Council operational records.
2. Record the minutes of all Advisory Council meetings and ensure that another Advisory Council member is available to perform this duty if the Secretary is absent.
3. Prepare and distribute contact lists for the Advisory Council and Host Committee at the beginning of each Host Committee year.
4. Respond to correspondence in a timely manner.
5. Distribute meeting minutes to Advisory Council members within one week following each meeting.
6. Provide Advisory Council information, including meeting minutes, Host Committee minutes, records of motions, and other official records, to Advisory Council members upon request.
7. Maintain all Advisory Council records in an appropriate digital repository and ensure those records remain accessible to current Advisory Council members.

Article IV – Meetings

Section 4.1 – Council Meetings

1. The Advisory Council shall hold business meetings during the annual ESCYPAA Convention and at other times throughout the year as determined by the Chairperson, while giving due consideration to established Council traditions.
2. Meetings may be conducted by videoconference, including Zoom, or by another platform approved by the Advisory Council. This includes regularly scheduled business meetings, AA meetings hosted by the Advisory Council, and any meetings that cannot reasonably be held in person.
3. Attendance at Advisory Council meetings shall be limited to current Council members. The Council may invite non-members to attend when circumstances warrant.
4. The Chairperson shall establish meeting dates, times, locations, and agendas and shall provide reasonable advance notice to all Council members.

Section 4.1.1 – Voting Procedures

1. Motions, resolutions, and Convention site selections shall require approval by a two-thirds (2/3) vote of the quorum (commonly referred to as Third Legacy Voting). Voting procedures shall follow the current *Alcoholics Anonymous Service Manual* whenever applicable.
2. A quorum shall consist of two-thirds (2/3) of the General Members of the Advisory Council. If a quorum cannot be achieved with General Members alone, Alternate Members shall vote in the order in which they were elected until a quorum is established.
3. Each General Member shall be entitled to one vote.
4. Absentee voting shall not be permitted.
5. A two-thirds (2/3) vote of the quorum shall be required to:
    - Amend these bylaws;
    - Revise operating rules;
    - Remove a Council member;
    - Intervene in the autonomy of the Host Committee; or
    - Approve other extraordinary actions as determined by the Advisory Council.
6. Individuals standing for positions that involve fiduciary, banking, or legal responsibilities must disclose any relevant legal or financial issues that could affect their ability to fulfill the duties of that position. During voting, people standing for fiduciary, banking, or legal responsibilities will leave the room to provide space for someone to disclose any factual/pertinent legal information that would further the group conscience.
7. All votes shall be conducted in keeping with the Twelve Steps, Twelve Traditions, and Twelve Concepts of Alcoholics Anonymous and in accordance with ESCYPAA's primary purpose.

Section 4.2.1 – General Financial Procedures

1. ESCYPAA must maintain a deliverable mailing address, either through a P.O. Box or the address of the current Treasurer or Chair, approved by Advisory and updated every rotation.

2. ESCYPAA shall maintain a dedicated, free, non-personal phone number (such as Google Voice) for communication purposes. Both Host and Advisory shall maintain separate shared numbers accessible by multiple officers.
3. At the close of each convention year, ESCYPAA funds shall be allocated in the following order:
    a. Replenishment of Advisory prudent reserve
    b. Replenishment of Advisory's Operating Budget
    c. Issuance of Advisory stipends
    d. Consideration of disbursements to AA entities
4. Travel Stipends shall be $250 and may be issued only when Advisory's prudent reserve and operating budget has been fully replenished following the convention and adequate funds remain.

Article V – Financial Administration

Section 5.1 – Financial Administration

1. All Advisory Council financial transactions shall be conducted exclusively through authorized Advisory Council bank accounts.
2. The Advisory Council shall approve the annual operating budget and shall authorize expenditures in accordance with the approved budget.
3. The Advisory Council shall maintain a prudent reserve of ten thousand dollars ($10,000). The prudent reserve may be used only under extraordinary circumstances and only upon approval by a two-thirds (2/3) vote of the Advisory Council.
4. ESCYPAA shall maintain a valid mailing address, either through a post office box or the address of the current Treasurer or Chairperson, as approved by the Advisory Council and updated as necessary following officer transitions.
5. ESCYPAA shall maintain a dedicated, non-personal telephone number for organizational business. Separate shared telephone numbers shall be maintained for both the Advisory Council and the Host Committee, with access provided to multiple authorized officers.
6. ESCYPAA, Inc. is organized and operated as a nonprofit corporation recognized under Section 501(c)(3) of the Internal Revenue Code. The work of the corporation shall be carried out through the Host Committee and the Advisory Council.
7. The Treasurer shall file the organization's annual IRS Form 990 and any other required federal or state tax filings.
8. The officers authorized to serve as signatories on organizational bank accounts and contracts shall be those designated elsewhere in these bylaws.

9. The Advisory Council shall exercise fiduciary oversight of all organizational assets and financial activities.

Article VI – Amendments

Section 6.1 – Amendments to the Bylaws

The Chairperson may appoint an Ad Hoc Bylaws Committee to review these bylaws and recommend revisions when necessary.

Any proposed amendments shall be presented at a regularly scheduled Advisory Council meeting. The proposed amendments shall be discussed at that meeting and voted upon at the next regularly scheduled meeting, unless otherwise authorized by these bylaws.

Amendments shall become effective only upon approval by the voting requirements established in Article IV.

Approved by the Advisory Council of ESCYPAA, Inc.