

# **BY-LAWS, FLORIDA REGIONAL SERVICE OFFICE, INC.**

## ***DEFINITION AND CONSTRUCTION***

AS USED IN THESE BY-LAWS:

- a) The present tense includes the past and future tense, and the future tense includes the present;
- b) The singular number includes the plural, and the plural number includes the singular,
- c) The word "shall" is mandatory and the word "may" is permissive.

USE OF THE TERM "DIRECTORS" AND "BOARD". The words "Director" and "Board", except in context specifically and expressly made otherwise applicable, as used herein or in the Articles of Incorporation of the Corporation in relation to any power or duty requiring collective action shall mean the Board of Directors of this Corporation and none other.

USE OF THE TERM "RSC". The word "RSC" and "Regional Service Committee" shall mean the Florida Regional Service Committee.

USE OF THE TERM "ARTICLES". The word "Articles" shall mean the Articles of Incorporation. (The use is inconsistent)

USE OF THE TERM "I.R.C. '54". The term "I.R.C. '54" shall mean the Internal Revenue Code for 1954.

USE THE TERM "FRSC". The term "FRSC" shall mean the Florida Regional Service Committee.

USE OF THE TERM "FRSO". The term "FRSO" shall mean the Florida Regional Service Office, Inc.

## ***ARTICLE 1 OFFICE***

***1.01 Principle Office.*** The principal office of the Corporation for the transaction of business is located at 1110 N.E. 34th Court, Oakland Park, FL 33334.

***1.02 Change of Address.*** The State of the Corporations PRINCIPAL office can be changed only by amendment of the Articles of Incorporation of this Corporation and not otherwise. The Board of Directors 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 change of address shall not be deemed an amendment to these By-Laws.

1110 N.E. 34th Court Oak-land Park, FL33334	June, 1986
2940 W. Columbus Dr. Tampa FL 33607	December, 1994
4305 Broadway Ave. Suite 2 & 3, West Palm Beach Fl. 33407	December, 1997
6152 South Congress Ave., Lantana, FL, 330462	December, 2000
630 N.Ingraham Ave., Lakeland, FL 33801	August, 2003
706 N. Ingraham Ave., Lakeland, FL 33801	September, 2004

**1.03 Other Offices.** The Corporation may also have offices at such other places, within or without the State of Florida where it is qualified to do business, as its business may require and as the Board of Directors may from time to time designate.

## **ARTICLE 2. DIRECTORS**

### **2.01 Quorum.**

A quorum shall consist of fifty-one percent (51 %) of the, voting members of the Board, but never lower than four voting members. Proxy votes will be accepted after a quorum of voting members present is established.

### **2.02 Adjournment for lack of quorum**

In the absence of a quorum, any meeting of the Board of Directors may be adjourned from time to time by the vote of the majority of the-voting members present, but no other business shall be transacted.

### **2.03 Voting at meetings.**

Each regular member of the Board is entitled to one vote on each matter submitted to a vote of the members of the Board voting at duly held meetings of the Board of Directors. Votes shall be by voice vote, except as otherwise expressly provided by these By-Laws. No single vote shall be split into fractional votes. Cumulative voting for election of Directors or otherwise shall not be authorized- The candidate receiving the highest number of votes up to the number of Directors to be elected are elected- Board members having the right to vote may vote either In person or by proxy, written and executed by such person or by his duly authorized agent and files with the Secretary of the Corporation, except as otherwise provided herein. However, no proxy shall be valid after eleven (11) months from the date of its execution unless otherwise provided in the proxy.

### **2.04 Number of Directors.**

The Corporation shall have nine (9) Directors and collectively they shall be known as the Board of Directors. The number of Directors shall be changed only by amendment of these By-Laws.

### **2.05 Powers.**

The Directors shall exercise the powers of the Corporation, control its property, and conduct its affairs, except as otherwise provided by law and subject to the limitations contained in the Articles of Incorporation.

### ***2.06 Duties***

It shall be the duties of the Directors to:

- a) Perform any and all duties imposed on them collectively or individually by law, by the Articles of Incorporation and By-Laws;
- b) Appoint and remove, employ and discharge, except as otherwise provided in these By-Laws, prescribe the duties and fix the compensation, if any, of all officers, agents, and employees of the Corporation;
- c) Supervise all officers, agents, and employees of the Corporation to assure that their duties are properly performed;
- d) Meet at such time and places as required by these By-Laws;

### ***2.07 Qualifications.***

The qualification for Board members is:

- a) Present membership, in good standing, in Narcotics Anonymous;
- b) Absence from use of any drugs, as the same is defined as such by Narcotics Anonymous, for at least three (3) years.
- c) At least one (1) year prior experience in business, management, or prior Board involvement.
- d) At least one (1) year prior experience in Narcotics Anonymous Regional Service Work

### ***2.08 Terms of Office.***

Each of the four (4) Directors to be elected pursuant to applicable sections set forth herein shall serve for two (2) years from the date of their election to the Board of Directors. These Directors shall be elected by the Board at the annual meeting in September, with two (2) Board members to be elected in even years, and two (2) Board members to be elected in the odd years, or at such time as a Board-elect position needs to be filled, i.e.: reelected or replaced. Five (5) designated Directors whose seats are to be filled by appointments shall serve one (1) year from the date of their election to the Board of Directors. Such said designated Directors shall then be replaced by the RSC's the following year, although this provision shall in no way be construed as a limitation on the right of the RSC's to reappoint the same Director for an additional term. Any Director elected or designated under the provisions of the By-Laws shall be eligible for re-election or appointment without limitation of the number of terms served, provided such Director continues to meet the qualification required by Section 2.07 of these By-Laws.

### ***2.09 Elections.***

Four (4) of the nine (9) authorized Directors shall be elected by the membership majority vote at the annual meeting in September, herein described or by mail in such a manner as set forth in these By-Laws. Five (5) of the nine (9) Director seats shall be specifically reserved in continuum for appointment by the RSC to be filled by designation as follows:

- a) The Florida Regional Service Committee, at its annual meeting in September, shall cause to have appointed five (5) individuals who shall then sit in the five (5) designated Directors seats heretofore described and provided for, for a one (1) year term;

b) The RSC shall determine their own procedures for designation of said five (5) individual Directors and said procedures shall not be altered except by prior motion and majority vote at the RSC's meetings. Said Directors shall continue to serve in the capacity of designated Director until the following year's annual meeting of the RSC's which would then refill the five (5) designated Directors seats or unless they are removed or refused to serve in such capacity, in which case their seat may be filled by compliance with those other provisions if in Specially provided for by the RSC for reappointment of any Director to fill any vacancy in one (1) or more of the five (5) designated Directors seats provided for herein. Nothing herein shall be construed as limiting their RSC's right to reappoint any Director to serve consecutive or additional terms, provided each such Director shall continue to qualify under Section 2.07 hereof Nothing herein shall be construed as any limitation on the RSC's right to require of these five (5) Directors additional qualifications as it sees fit to impose.

### ***2.10 Compensation.***

Directors shall serve without compensation, however per FRSC policy, all members of the Board are to receive travel expenses when attending Board meetings. This measure keeps in line what the region has set in policy for all trusted servants of the region.

### ***2.11 Place.***

Meetings shall be held at the Florida Regional Service Committee's bimonthly meeting. Regular meetings shall be held at such time and place as may be designated by resolution of the Board. Special meetings of the Board may be called by the President, Secretary, or if they are absent or unable or refuse to act on a request, by any two Directors. Such meeting shall be held at the place designated by the person or persons calling the meeting and in the absence of such designation as the principal place of business of the Corporation. The transactions of any meeting of the Board, however called and noticed or wherever held after proper call and notice, provided that a quorum, as herein defined, is present- and provided that either before or after the meeting each of the Directors not present consent to the holding of such meeting, or any approval of the minutes thereof. Meetings of the Board shall be presided over by the President or in their absence by the Vice President or a Chairperson chosen by a majority of the Directors present. The Secretary of the corporation shall act as Secretary of the Board, unless the Secretary is absent, in which case the presiding officer may appoint any Director present to act as Secretary of the meeting. Notice of special meeting time and place must be given to each Director by one of the following methods:

- a) First Class Mail
- b) Telephone or Personally
- c) Telegram or Fax
- d) E Mail

### ***2.12 Action by the Board of Directors.***

Every action or decision by the Board majority at a meeting duly held by a quorum is the act of the Board unless the law, Articles of Incorporation, or these By-Laws require a greater number. Any action to be taken by the Board may be taken without a meeting if all members shall individually or collectively consent to such action, where such consent is filed with the Corporation minutes and shall have the same force and effect as the unanimous vote of the Directors and certificate or other documentation thereof shall be prima fascia evidence of the authority thereof.

### ***2.13 Removal and Resignation of Directors.***

- a. By the Board with cause: The Board (of Directors) may declare vacant the office of any incumbent Director who has been 1) declared of unsound mind by a final order of the courts or 2) committed and convicted of a felony while still in office or 3) found by a final order or judgment of the court to have breached statutory duties relating to the Director's standard of conduct or 4) if found, after an investigation by the Board, that they have been using a drug of any type as defined by Narcotics Anonymous or 5) found by the Board to have failed to attend or participate in any other manner, as provided herein, two (2) or more consecutive meetings or three meetings of the Board (of Directors) a twelve (12) month period. Provided that the removal of any of the five (5) designated Directors heretofore described as appointed by the RSC, shall be removed pursuant to this section only in conjunction with the written consent of the RSC or by the written consent of such individuals as the RSC's may designate for this purpose.
- b. By the Members of the Board without cause: No Director shall be removed without cause.
- c. Period of Challenge Removal: An action challenging the validity of any removal of a Director must be commenced within nine (9) months after removal. After the nine (9) month period, the removal is conclusively presumed valid, in the absence of fraud.
- d. The vote necessary to remove any Director for any of the foregoing causes shall be a majority of the Directors present at a duly held meeting at which a quorum is present or in the alternative such removal may be accomplished by the unanimous written consent of the Directors without a Meeting.
- e. Resignation: A Director may resign by giving written notice to the President, the Secretary, or the Board of Directors of the Corporation. Resignation is effective upon giving of notice unless the notice specifies a later time. If the resignation is a later time, a successor may be elected pursuant to the provisions herein, immediately, to take office when the resignation becomes effective.

### ***2.14 Vacancies. Vacancies in the- Board shall exist***

1) On the death, resignation, or removal of any Director, or 2) whenever the number of Directors is increased. The Board may vacate the office of a Director 1) if they are declared of unsound mind by an order of the court; or 2) dies; or 3) if within sixty (60) days after notice of their election they do not accept the office in writing or by attending a meeting of the Board- Any reduction of authorized Directors does not operate to remove any Director prior to expiration of their term in office.

### ***2.15 Non-Liability of Directors.***

No Director shall be personally liable for the debts, liabilities or obligations of the Corporation. Any lawsuits against any Director of the Corporation arising from his activities as a Director of the Corporation shall be defended at the cost of the Corporation, including reasonable expenses and attorneys fees, provided that the court finds that the conduct of such sued Director was such to merit such indemnity and in such sums as the court finds reasonable.

## **ARTICLE 3. OFFICERS**

### ***3.01 Numbers and Titles.***

The officers of the Corporation shall be President, Vice President, Secretary, and Treasurer. There may also be, at the discretion of the Board, one or more additional Vice Presidents. One person may hold multiple offices.

### ***3.02 Qualifications, Election and Term in Office.***

Any individual who would qualify under the terms and provisions of these By-Laws to sit as a Director of the Corporation is qualified to be an officer of the Corporation- Officers other than as appointed as per section 3.03 or 3.05 shall be elected annually by the Board at the regular Board meeting following the annual election of Directors and each officer shall hold office until they resign, are removed, or until their successor shall be elected and enters office.

### ***3.03 Subordinate Officers.***

The Board may appoint such other officers or agents as it may deem desirable and such officers shall serve such terms and have such authority to perform such services and duties from time to time as directed by the Board

### ***3.04 Removal and Resignation.***

Any office may be removed either with or without cause, by majority of the Board at any regular or special meeting of the Board, or as the Board may be qualified to act as otherwise provided 'in these By-Laws, and such officer shall be removed forthwith or under such terms as the Board may so decide. Any officer may resign by giving notice to the Board, to the President or to the Secretary of the Corporation. Any such resignation shall take effect at the date of receipt of the notice, or at such time as specified therein or upon such date as may be determined by the Board, but in no event later than the date stated in said notice.

### ***3.05 Vacancies.***

Any vacancy caused by death, resignation, removal, disqualification, and /or otherwise, of any officer, shall be filled by the Board for the unexpired portion of the term. Vacancies in offices appointed at the discretion of the Board may or may not be filled as the Board shall determine according to need for such service.

### ***3.06 Duties of the President.***

The President shall be the chief executive of the Corporation and shall, in general, be subject to the control of the Board, supervise and control the, affairs of the Corporation. They shall perform all duties incident to his office and such other duties as may be required by law, the

Articles, or these By-Laws, or which from time to time shall be prescribed by the Board- They shall preside at all meetings of the Board, except as otherwise expressly provided by law, by the Articles, or by these By-Laws. They shall, in the name of the Corporation, execute such deeds, mortgages, bonds, contracts, checks, and other instruments, which may from time to time be authorized by the Board- They shall be a co-signer on FRSO bank accounts. They shall be the liaison from the Board to the FRSC. They shall only vote at Board meetings in the case of a tie. They shall be the main source of contact with the FRSO attorney.

### ***3.07 Duties of the Vice President.***

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

### ***3.08 Duties of the Secretary.***

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

***3.09 Duties of the Treasurer.*** Subject to the provisions of Article 5 of these By-Laws, the Treasurer shall:

- a) Have charge and custody of, and be responsible for, all funds and securities of the Corporation in such banks, trust companies, or other depositories as shall be selected by the Board of Directors.
- b) Keep and maintain adequate and correct accounts of the Corporation's properties and business transactions, including accounts of its assets, liabilities, receipts, disbursements, gains, and losses;
- c) Exhibit at all reasonable time the books of accounts and financial records to any Director of the Corporation, or to his agent or attorney, or to any FRSC Admin.

- Committee member, on request thereof
- d) Render to the President and Directors, whenever they request it, an account of any or all of the transactions as Treasurer and of the financial condition of the Corporation;
  - e) Prepare, or cause to be prepared, and certify the financial statements to be included in the annual report;
  - f) If required by the Board of Directors, give a bond for the faithful discharge of their duties in such sum and with such sureties as the Board (of Directors) shall determine;
  - g) In general, perform all of the duties incident to the office of Treasurer and any other duties as may be required by law, by the Articles, by these By-Laws, or the Board of Directors.
  - h) Shall work with the CPA firm that is employed by the FRSO, Inc.

## **ARTICLE 4. COMMITTEES.**

### ***4.01 Executive Committee.***

The Board of Directors, by a majority vote of its members, may designate two (2) or more of its members to constitute an executive committee and delegate to such committee and of the powers and authority of the Board in the management of the business and affairs of the Corporation, except the power to adopt, amend, or repeal the By-Laws, and provided the designation of such committee and the delegation thereto of authority shall not operate to relieve the Board of Directors or any individual Director, of any responsibility imposed on it or them by law, the Articles or these By-Laws. By a majority vote of its members, the Board may at any time modify or revoke any or all of the authority so delegated, increase or decrease, but not below two (2), the number of its members, and fill vacancies therein from the members of the Board. The committee shall establish rules and regulations for its meetings that are not inconsistent with the provisions of Article 2 of these By-Laws and meet at such times and places as it deems appropriate, provided that a reasonable notice of all meetings of the committee shall be given to the vote or written consent of a majority of its members. The committee shall keep regular minutes of its proceedings and report the same to the Board from time to time as the Board may require.

### ***4.02 AD-HOC Committee***

An Ad Hoc committee for each specific purpose or purposes designated from time to time by the President of the Board- A Director shall chair such committee. The President of the Board or the Director Chairperson, in such number as the President/Chairperson deems advisable unless specified by the Board when such committee is created shall appoint members of each committee.

### ***4.03 TERM OF OFFICE, VACANCIES, QUORUM, AND RULES.***

All members of each committee including the Chairperson thereof shall serve until the next election of Directors or until otherwise removed or the Board deems the need for the committee unnecessary and is terminated. Vacancies on any committee may be filled for the unexpired portion of the term in the same manner as provided in the case of original appointments. A majority of the whole of each committee shall be the act of the committee. Each committee may adopt rules for its own procedure not inconsistent with the law, the Articles of Incorporation, or these By-Laws or rules and regulations adopted by the Board

## **ARTICLE 5 EXECUTIVE OF INSTRUMENTS**

### **5.01 EXECUTIVE OF INSTRUMENTS.**

The Board, except as otherwise provided in these By-Laws, may adopt by resolution to authorize any officer of the Corporation to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation and such authority may be general or confined to specific instances. Unless so authorized, no officer shall have the power or authority to bind the Corporation to any contract or engagement or to pledge its credit or to render it liable pecuniary for any purpose or in any sum

### **5.02 DEPOSITS.**

All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks, trust companies, or other depositories as the Board may select and direct.

### **5.03 CHECKS AND NOTES.**

Except as otherwise specifically determined by the Board, as provided in Section 5.01, or as otherwise required by law, checks, drafts, indebtedness of the Corporation shall be signed by two (2) authorized signatures of the Corporation.

### **5.04 GIFTS.**

The Board may accept on behalf of the Corporation any contribution, gift, bequest, or devise for the general purpose or for any special purpose of the Corporation. The Corporation shall keep a record of all contributions, gifts, bequests, or devices and no individual may contribute more than five hundred dollars (\$500.00) to the Corporation in any calendar year. The Corporation shall in no way accept contributions, gifts, bequests, or devices in any calendar year in excess of five hundred dollars (\$500.00) from such individual.

## **ARTICLE 6 CORPORATE RECORDS, REPORTS, AND SEALS**

### **6.01 MINUTES OF MEETING.**

The Corporation shall keep at its principal office, or at such other place as the Board may order, a book of minutes of all meetings of the Board with the time and place of holdings; whether regular or special, and if special, how authorized; notice given, the names of those present at the meetings of the Directors; and the proceedings thereof.

### ***6.02 BOOKS OF ACCOUNTS.***

The Corporation shall keep and maintain adequate and correct accounts of its properties and business transactions, including accounts of its assets, liabilities, receipts, disbursements, gains, and losses.

### ***6.03 INSPECTION OF THE RECORDS.***

All Corporation records shall at all reasonable times be open to inspection by any Director, or FRSC Admin. member. Every Director shall have the absolute right to inspect all books, records, documents of every kind, and the physical properties of the Corporation at any reasonable time. The books of accounts and minutes of meetings shall be open to inspection on the written demand of any Director at any reasonable time, for the purpose reasonably related to the -interests of the Director, and shall be exhibited at any time when required by the demand \*in writing or made orally at a meeting of thirty percent (30%) or more of the Directors of the Corporation. Demand at other than Board of Directors, meetings shall be made in writing to the President or Secretary of the Corporation.

### ***6.04 ANNUAL REPORT AND FINANCIAL STATEMENT.***

The Board will provide for preparation and submission to members a written annual report, including a financial statement Such report shall summarize the Corporation's activities projected for the forthcoming year, contain a financial statement consisting of a balance sheet as of the close of business of the Corporations fiscal year, contain a summary of receipts and disbursements; and be prepared in such a manner as is sanctioned by sound accounting practices and be certified by a public accountant.

### ***6.05 CORPORATE SEAL.***

The Board shall adopt, use, and at will, alter a Corporate seal. Such seal shall be affixed to all corporate instruments. Failure to affix it shall not affect the validity of such instruments.

## ***ARTICLE 7 FISCAL YEAR***

### ***7.01 FISCAL YEAR.***

The fiscal year of the Corporation shall be from June 1 to May 31.

## ***ARTICLE 8 DATES AND TIME OF MEETINGS***

***8.01 THE ANNUAL MEETING OF THE BOARD OF DIRECTORS.*** The annual meeting of the Board of Directors of the Corporation shall be held at the Florida Regional Conference of Narcotics Anonymous. The meeting shall take place on the Saturday of the Conference. The first meeting shall be held on July 6, 1985. As of 1992, the annual meeting shall be in September.

## **ARTICLE 9 BY-LAWS**

### ***9.01 EFFECTIVE DATE OF THE BY-LAWS.***

These Bylaws shall become effective upon their adoption- Amendments hereto shall become effective immediately upon their adoption unless the Board, in adopting them as hereinafter provided, provide that they are to become effective at some other date.

### ***9.02 AMENDMENT.***

Subject to the provisions of law applicable to amendment of By-Laws of a non-profit Corporation, these By-Laws, or any of them, may be altered, amended, or repealed, and new By-Laws adopted as follows: subject to the power of the members to change or repeal them, by a vote of a majority of Directors at which a quorum is present, provided that written notice of such meetings and of the intention to change the By-Laws there at such meeting as provided in Section 2.12, herein before, provided that a By-Law fixing or changing the number of Directors may not be adopted, amended, or repealed except as provided in the succeeding paragraph hereof, or by vote or written consent of a majority of the Directors or a vote-of a majority of a quorum at a meeting duly called and noticed for the purpose in accord with these By-Laws.

### ***9.03 CERTIFICATION AND INSPECTION.***

The original, or a copy of the Bylaws, as amended, or otherwise altered to date, certified by the Secretary of the Corporation, shall be recorded and kept in a book which shall be kept in the principal office of the Corporation, and such books shall be open to inspection by Directors at all reasonable times during office hours.

## **ARTICLE 10 INVESTMENTS**

***10.01*** The Corporation shall have the right to retain all or any part of any securities or property acquired by it in whatever manner, and to invest and reinvest funds held by it according to the judgment of the Board without being restricted to the class of the investments which a trustee is or may thereafter be permitted by law to make or any similar restriction, provided however that no action shall be taken by or in behalf of the Corporation if such action is prohibited under Section 4941 through 4945 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax law or laws.

## **ARTICLE 11 PROHIBITION AGAINST SHARING PROFITS AND ASSETS**

*11.01* No Director, officer, employee, or other person connected with this Corporation, or any other private individual, shall receive at any time any of the net earnings or pecuniary profits from the operations of the Corporation, provided that this provision shall not prevent payment to any such person of reasonable compensation for services rendered to or for the Corporation in effecting any of its purposes as shall be fixed by resolution of the Board.

## **ARTICLE 12 DISTRIBUTIONS OF INCOME AND PROHIBITED TRANSACTIONS**

*12.01* Notwithstanding any other provision of the By-Laws, the Corporation shall be subject to the following limitations and restrictions: The Corporation shall distribute its income for each taxable year at such time and in such manner as to not become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or of such subsequent enactments dealing with this subject. The Corporation shall not engage in any act of self-dealing as defined in Section 4941 (c) of the I.R.C. '54. The Corporation shall not make any investments in such manner as to subject in to tax under Section 4944 of the I.R.C.'54. The Corporation shall not make any taxable expenditure as defined in Section 4954 of the I.R.C. '54.

## **ARTICLE 13 AFFILIATIONS WITH OTHER ORGANIZATIONS**

*13.01* This Corporation is a service which serves a function within the totality of an organization known as Narcotics Anonymous. In so doing, it endorses the alms, goals, and purposes of the organization, and in fact, by special endorsement per Section 13.02 hereinafter, it operates under the guidelines of the "Twelve Traditions" as espoused by the Narcotics Anonymous.

*13.02* All Directors and officers of this Corporation shall be and are subject to and will abide by the principles of the "twelve Traditions" of Narcotics Anonymous and shall further abide by motions adopted at each meeting of the Florida Regional Service Committee of Narcotics Anonymous, (FRSCNA) and implement decisions reached by the FRSCNA as they pertain to the FRSO. It is herein specifically acknowledged that the Florida Regional Service Office (FRSO) acts as fiduciary in its dealings with the FRSCNA and the fellowship of Narcotics Anonymous in the State of Florida, and the net proceeds resulting from the sale and distribution of any literature and/or other material from FRSCNA and fellowship of Narcotics Anonymous in the State of Florida is received by the FRSO as a fiduciary and shall be dedicated and used exclusively for the benefit of Narcotics Anonymous in the State of Florida.