

First Amended Bylaws of  
DESERT CITIES  
CRYSTAL METH ANONYMOUS

Adopted at District Committee Meeting  
April 5, 2009

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## BY-LAWS

For the Regulation, Except as Otherwise Provided by Statute or its  
Articles of Incorporation,

OF

## DESERT CITIES CRYSTAL METH ANONYMOUS

### ARTICLE I: NAME

Section 1.1: The name of this corporation is Desert Cities Crystal Meth Anonymous (DCCMA). DCCMA has been incorporated as a California Public Benefit Corporation, pursuant to the filing of Articles of Incorporation with the California Secretary of State, and assigned a corporation number: 3066539. Pursuant to filings with the Internal Revenue Service, DCCMA has also obtained a taxpayer identification number (Employer Identification Number): 26-1324205.

### ARTICLE II: OFFICE

Section 2.1: The office for the transaction of the activities and affairs of DCCMA shall be located in the city of Palm Springs, California, at such place as DCCMA may from time to time determine. The mailing address for DCCMA is P.O. Box 4155, Palm Springs, CA 92263-4155.

### ARTICLE III: PURPOSES

Section 3.1: The general purpose of DCCMA is to act as a California public benefit corporation, organized under section 501(c) (3) of the Internal Revenue Code or any future federal tax code. DCCMA is not organized for the private gain of any person. It is to serve the public good by providing a fellowship of support and education to people who are recovering or trying to recover from addiction to crystal meth and to their families and friends, and, ultimately, to the general public - all of whom suffer the consequences of this serious addiction. The DCCMA fellowship recommends use of a twelve-step spiritual program of action to achieve and maintain recovery from crystal meth addiction (see Appendix 1).

Section 3.2: The specific purposes of DCCMA are to:

1. Provide an administrative structure of support and guidance to member groups, following the principles of the Twelve Traditions and Concepts as adopted by Crystal Meth Anonymous, hereinafter referred to as CMA (see Appendix 2 and Appendix 3, respectively).

2. Carry the message of CMA to those who suffer from crystal meth addiction, in the community, and at specific institutions that invite us to provide education and outreach through “Hospitals and Institutions”.
3. Act as a central clearing house for providing information and literature to CMA groups and to the community, in accordance with The Twelve Traditions of CMA and guidelines issued by CMA World Services.
4. Promote unity through service among member groups, and to aid the groups in their common purpose of carrying the message to the crystal meth addict who still suffers.
5. Publish and distribute a newsletter and directory of meeting places and times for area CMA groups.
6. Maintain a website.

Section 3.3: The limitations on DCCMA are:

1. No part of DCCMA shall consist of carrying on propaganda or otherwise attempting to influence legislation.
2. DCCMA shall not participate in any political campaign, by any means, on behalf of any candidate for public office
3. The property of DCCMA is irrevocably dedicated to public and educational purposes and no part of the net income or assets of DCCMA shall ever inure to the benefit of any director or officer, or to the benefit of any private person.

#### ARTICLE IV: MEMBERSHIP

Section 4.1: DCCMA shall have no statutory voting members. No individual who participates in DCCMA, donor, contributor or any other person will be referred to as a “member” in any DCCMA material.

Section 4.2: Membership in DCCMA shall be by groups. Any CMA group in the Coachella Valley, Riverside County, or San Bernardino County may become a member by filing with the DCCMA Registration sub-committee chair, the group’s name, meeting time, meeting location and identity of the group service representative, hereinafter referred to as the GSR. Member groups shall remain traditionally autonomous and in no way be governed by DCCMA. To be a member of DCCMA, the group must conform to the guidelines as set forth by CMA. There are no financial requirements for any group to become a member of DCCMA. Donation to DCCMA is voluntary and decided on by the individual group. The only other requirements for membership are that a member group must: (1) adhere to the Twelve Steps of CMA (Appendix 1, hereto) and the Twelve Traditions of CMA (Appendix 2, hereto); and (2) consist of two or more people who identify as crystal meth addicts, who have a desire to stop using, and who, as a group, have no other affiliation.

#### ARTICLE V: THE DISTRICT COMMITTEE - OFFICERS AND COMMITTEE CHAIRS

Section 5.1: DCCMA’s executive body (the District Committee) will consist of the following officers: a Chairperson, Co-Chair, Secretary and Treasurer. In addition, the District Committee will consist of five (5) administrative subcommittee chairs, *i.e.*, the chairs of the following committees: Structure and Finance, Event Planning and Recognition, Information and Outreach, Registration, and Hospitals and Institutions. The officers and committee chairs will be elected at the biennial general assembly meeting, as described below. The District Committee will also

include as voting members one General Service Representative (GSR) from each of the DCCMA member groups, as defined below. The District Committee will also elect from among its sitting members an Area Service Representative (and alternate), and a World Service Representative (and alternate).

Section 5.2: All DCCMA officers and committee chairs are elected to a term of two (2) years. Nominations and elections will take place at the general assembly meeting held in November, biennially, using the “third legacy” procedure described in the literature of sister fellowship Alcoholics Anonymous, with all persons who participate in any DCCMA group being allowed to vote. The term of service commences the January following the election. If it is necessary to replace an officer or committee chair during the two-year term between general elections (see below), then the existing District Committee members, may, by majority vote, nominate and elect a qualified successor to complete the term. If a GSR must be replaced, then the District Committee may notify the relevant member group/meeting of the opportunity to elect a new GSR, which is typically a two-year commitment within each group/meeting. The District Committee also has the ability to create new administrative subcommittees, as needed, as described below; for a new committee chair to be a voting member, these Bylaws should be amended pursuant to the procedures described below.

Section 5.3: The Chair and Co-Chair must have at least three (3) years of continuous sobriety. The Treasurer must have at least five (5) years of continuous sobriety. The Secretary must have at least a year of continuous sobriety. Each committee chair must have at least one year of continuous sobriety. These requirements may be waived by a two-thirds majority of the voting members present at the biennial general assembly meeting. The GSR sobriety requirements are to be set by the individual DCCMA member groups; but a GSR must have at least one year of continuous sobriety to vote at the District Committee level.

#### Section 5.4: Responsibilities and duties of officers and elected committee members

##### 1. Chairperson

- Preside over each DCCMA District Committee, Board, or general assembly meeting following Robert’s Rules of Order, Revised
- Act as the ex-officio member without vote on all committees
- Ensure compliance with DCCMA Articles of Incorporation and Bylaws, including the 12 Traditions and 12 Concepts of CMA
- Regularly attend meetings and participate in the Fellowship
- Voting Member: Only to break a tie

##### 2. Co-Chair

- In the absence of the DCCMA Chair, preside over each DCCMA District Committee, Board, or general assembly meeting
- Perform all other such duties and responsibilities of the Chair if the Chair is absent, unable to perform, or steps down, or to the extent such duties are delegated by the Chair to the Co-Chair
- Assist the Chair with the committees
- Voting Member: Yes

### 3. Secretary

- Take roll call at each DCCMA District Committee, Board, or general assembly meeting and report as to whether a quorum exists
- Record minutes of each such meeting and maintain records of each meeting.
- Tabulate votes on motions made at such meetings
- Distribute (via e-mail) meeting minutes to officers and GSRs after each meeting
- Deliver report on “old business” at each meeting
- Maintain the corporate binder which includes Articles of Incorporation, the Bylaws, meeting minutes, and copies of any government filings we are required to maintain
- Voting Member: Yes

### 4. Treasurer

- Maintain financial records and reporting of all DCCMA activities and committees as required by law
- Maintain DCCMA’s bank account
- Receive and deposit funds from individual CMA groups
- Distribute funds to pay approved expenses
- Prepare monthly Treasurer’s Report showing income, disbursements, balance and reserve fund
- Coordinate preparation and filing of all required tax filings
- Retrieve mail from DCCMA post office box
- Voting Member: Yes

### 5. Information and Outreach Chairperson

- Respond to web and mail inquiries from addicts
- Ensure that approved CMA literature and chips are available to all represented member groups in the District
- Develop a newsletter
- Establish and maintain the District web site
- Preparing and publishing meeting directories
- Voting Member: Yes

### 6. Structure and Finance Chairperson

- Prepare and file (as needed) structural documents (beginning with Articles of Incorporation), Bylaws, and, biennially, Statement of Information forms with the California Secretary of State
- Recommend amendments to Bylaws as needed
- Coordinate with the Treasurer on fundraising and budgeting
- Liaison with other Area districts re structural issues
- Voting Member: Yes

## 7. Hospitals and Institutions (H&I) Chairperson

- Coordinate activities related to H&I meetings
- Contact institutions and maintain a list of available institution meetings needing service, training & other information and suggestions
- Prepare and maintain an H&I information packet to be provided to individual meetings
- Assist meeting-specific H&I panel organizers (“team captains”) as needed
- Voting Member: Yes

## 8. Event Planning and Recognition

- Planning and producing events such as conventions, conferences, roundups, retreats and social events
- Voting Member: Yes

## 9. Registration Chairperson

- Obtaining and maintaining contact information for represented member groups and their GSRs
- Ensuring that all represented member groups in the District adhere to CMA’s Twelve Steps, Twelve Traditions, and, when appropriate, CMA’s Twelve Concepts
- Notify group meeting secretaries if a GSR is repeatedly absent (on two or more consecutive occasions), without excuse or designated representative, so the group has the option of replacing its GSR.
- Voting Member: Yes

### Section 5.5: Vacancies on the District Committee are created by:

1. **Death or Resignation.** Any District Committee member may resign effective upon giving written notice to either the Chair or the Secretary of the District Committee, unless the notice specifies a later time for the resignation to become effective. As required by California law, no District Committee member may resign except upon notice to the Attorney General of the State of California if the Committee is left without at least one (1) duly selected member.
2. **Incapacity.** No person may continue to serve as a District Committee member who has been declared of unsound mind by a final order of court; is convicted of any felony while in office; is convicted of any misdemeanor involving a crime of moral turpitude such as theft, fraud, embezzlement or breach of fiduciary duty that was committed while serving his or her term of office; or has been found by a final order or judgment of any court to have breached any duty arising under Article 3 of the California Nonprofit Public Benefit Corporation law.
3. **Removal.** By a majority vote, the District Committee may declare vacant the seat of any District Committee officer or sub-committee chair who:

- (a) No longer has the minimum number of years of sobriety as required by any applicable provision of these Bylaws, or fails or ceases to meet any other qualification required in these Bylaws in effect at the beginning of that member's current term of office. This includes, but is not limited to, any attempt to function as a representative of DCCMA while under the influence of crystal methamphetamine, alcohol, illegal inhalants, and all other mind altering substances taken not as prescribed by a licensed physician;
  - (b) Is absent from any meeting of the District Committee unless excused by a vote of the District Committee; or
  - (c) Engages in conduct or behavior deemed by a three-quarters (3/4) vote of all of the District Committee members to be detrimental to the best interests and welfare of DCCMA and contrary to the attainment of DCCMA's goals.
4. GSRs. GSRs are elected by member groups. A member group may choose to elect or maintain a GSR who no longer meets voting requirements for the District Committee, but will be informed by the District Committee Chair when a GSR no longer qualifies, or has been absent from at least 2 consecutive District Committee meetings, so that the member group may decide whether to elect a new GSR. GSRs typically serve each group for 2 years.

#### ARTICLE VI: GROUP SERVICE REPRESENTATIVES

Section 6.1: Each CMA group should elect one primary representative and one alternative representative to serve as a voting member of the District Committee. An alternate GSR may vote at the DCCMA District Committee meeting only in the absence of the primary GSR. Both the GSR and alternate GSR must have at least one year of continuous sobriety to vote at a District Committee meeting.

Section 6.2: No District Committee officer or committee chair or member of the Board of Directors may serve as a GSR.

#### ARTICLE VII: DISTRICT COMMITTEE MEETINGS

Section 7.1: Robert's Rules of Order, Revised are to be used as a guide. Regular District Committee meetings shall be scheduled on the first Sunday of every alternative month at 5:00 p.m. at the United Methodist Church, on Alejo, in Palm Springs. Representatives shall be notified by e-mail in advance of all meetings. Additional meetings may be called by the Chair as needed, with advance notice by email.

Section 7.2: In order to conduct business, there must be a majority of District Committee officers and committee chairs in attendance.

Section 7.3: Open versus closed meetings: All District Committee meetings are open to any member of the DCCMA fellowship, but the District Committee may vote by majority to limit speaking participation to only officers, sub-committee chairs, GSRs or their designees.

## ARTICLE VIII: ATTENDANCE

Section 8.1: District Committee officers, Committee Chairs, and GSRs will attend every DCCMA meeting, to jointly address all issues. District Committee members who also constitute the Board of Directors (*i.e.*, officers and committee chairs, but not GSRs) will, in addition, meet separately, without the GSRs, at least once annually.

## ARTICLE IX: DCCMA BOARD OF DIRECTORS

Section 9.1: District Officers and Committee Chairs (described above) shall constitute DCCMA's Board of Directors, serving on the Board with the same titles that they serve on the District Committee as Officers and Committee Chairs. The purpose of the Board is to ensure, in a general way, that the District's activities comply with its Articles of Incorporation, and these Bylaws, and with California and federal law applicable to non-profit corporations of the type that DCCMA holds itself to be.

Section 9.2: The Board of Directors will meet on the first Sunday of every November, following Robert's Rules of Order, with a majority of the Board members present constituting a quorum. Any board member may call for a special meeting by contacting the Chairman in writing explaining the purpose of the meeting. All board members must be contacted two weeks prior to a scheduled meeting with the time and location by the Secretary.

Section 9.3: The number of directors shall be increased or decreased by amendment to this section of the Bylaws, in accordance with the Bylaw amendment procedures described below.

Section 9.4: No director shall receive any monetary or gratuity compensation for service as Board members. Reimbursement of pre-approved expenses necessary for the fulfillment of their duties will be made with proper documentation and approval by the District Committee.

Section 9.5: All Board members have one (1) vote in all decisions, except for the Chairperson. The Chairperson does not have a vote, unless it becomes necessary to break a tie.

## ARTICLE X: GENERAL ASSEMBLY MEETINGS

Any member of the DCCMA fellowship has the right to attend a general assembly meeting, in accordance with procedures to be adopted by the District Committee. The biennial meeting at which District Committee officers and sub-committee members are elected, described above, is a General Assembly meeting, notice of which is announced to each member group in advance of the meeting, so that as many members of the DCCMA fellowship who wish to participate may do so.

## ARTICLE XI: FINANCES AND LIABILITIES

Section 11.1: Funds required to operate DCCMA are generated from the CMA groups, individual CMA group members; we are self supporting through the voluntary contributions of recovering CMA addicts. Individual contributions shall not exceed three thousand dollars (\$3,000.00) per year, per person. The District Committee and its designees are entitled to

reimbursement of reasonable personal expenses, but only if approved in advance, upon a vote of the District Committee. No member of the District Committee, and no member of the fellowship, may contractually obligate DCCMA to perform any act, or to be liable for any amount, without a majority vote of the DCCMA District Committee.

## ARTICLE XII: DISSOLUTION OR FINAL LIQUIDATION

Section 12.1: This corporation shall be dissolved and its affairs concluded by a two-thirds (2/3) vote of District Committee members and of the Board of Directors. All property and assets of the corporation are and shall be irrevocably dedicated to religious, charitable, educational, sports, athletic and recreational purposes meeting the requirements for exemptions provided by Section 501 (c)(3) of the Code as amended. Upon dissolution, winding up or abandonment of DCCMA provision for payment of all debts and liabilities there remains any assets of DCCMA, such assets shall be distributed for use in furtherance of the purpose of DCCMA as set forth herein, or such assets be distributed to an organization being operated for charitable purpose which is similar to the purposes of DCCMA, provided that such organization is qualified as an exempt organization under Section 501 (c)(3)

## ARTICLE XIII: IRC 501 [C] [3] TAX EXEMPTION PROVISIONS

Section 13.1: No substantial part of the activities of DCCMA shall be for propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this corporation shall not participate in, or intervene in (including publishing or distribution of statements), any political campaign on or behalf of, or in opposition to, any candidate for public office. Notwithstanding any other provisions of these Bylaws, this corporation shall not carry on any activities not permitted to be carried on by a

- a) Corporation exempt from federal income tax under section 501[c] [3] of the Internal Revenue Code
- b) Corporation, contributions to which are deductible under section 170 [c] [2] of the Internal Revenue Code

Section 13.2 No part of the net earnings of DCCMA shall inure to the benefit of, or be distributable to, DCCMA's directors or trustees, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of this corporation.

Section 13.3 Upon dissolution of DCCMA, the Board of Directors shall, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the corporation, dispose of all of the assets of the corporation to another non-profit organization. The non-profit organization to which such assets must go must be operated exclusively for charitable, educational, or scientific purposes and at the time qualify as an exempt organization under Section 501 (c) (3) of the Internal Revenue Service Code of 1954 or of a future United States Internal Revenue Law. In no case shall a disposition be made which would not qualify as a charitable contribution of the Internal Revenue Code of 1986, as now enacted or hereafter amended, in such manner as the Board of Directors shall determine.

Section 13.4 In any taxable year in which the organization becomes a private foundation as described in Section 509 (a) of the Internal Revenue Code, the corporation:

- Shall distribute its income for said period at such time and manner as not to subject to tax under Section 4942 of the Internal Revenue Code
- Shall not engage in any act of self-dealing as defined in Section 4941 (d) of the Internal Revenue Code
- Shall not retain any excess business holdings as defined in Section 4943 [c] of the Internal Revenue Code
- Shall not make any investment in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code
- Shall not make any taxable expenditures as defined in Section 4945 (d) of the Internal Revenue Code

#### ARTICLE XIV: CONFLICT OF INTEREST POLICY

Section 14.1 The purpose of the conflict of interest policy is to protect this tax-exempt organization's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of DCCMA or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Section 14.2 Any director, principal officer, or member of a committee with District Committee or Board delegated powers with a direct or indirect financial interest, as defined below, is an interested person.

A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- An ownership or investment interest in any entity with which DCCMA has a transaction or arrangement,
- A compensation arrangement with DCCMA or with any entity or individual with which DCCMA has a transaction or arrangement, or
- A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which DCCMA is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest. A person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Section 14.3 In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with District Committee or Board delegated powers considering the proposed transaction or arrangement.

Section 14.4 After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee

meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

Section 14.5 Procedures for Addressing the Conflict of Interest include

- An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- After exercising due diligence, the governing board or committee shall determine whether DCCMA can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in DCCMA's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

Section 14.6 If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

Section 14.7 If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Section 14.8 The minutes of the governing board and all committees with delegated powers shall contain:

- The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.
- The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

Section 14.9 Compensation provisions are as follows:

- A voting member of the District Committee or Board who receives compensation, directly or indirectly, from DCCMA for services is precluded from voting on matters pertaining to that member's compensation.
- A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from DCCMA for services is precluded from voting on matters pertaining to that member's compensation.
- No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from DCCMA, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Section 14.10 Each director, principal officer and member of a committee with District Committee or Board-delegated powers shall annually sign a statement, which affirms such person has:

- Received a copy of the conflicts of interest policy,
- Read and understands the policy,
- Agreed to comply with the policy, and
- Understood the Organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities, which accomplish one or more of its tax-exempt purposes.

Section 14.11 To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- Whether compensation arrangements and benefits are reasonable, based on competent survey information and the result of arm's length bargaining.
- Whether partnerships, joint ventures, and arrangements with management organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

Section 14.12 When conducting the periodic reviews, DCCMA may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the District Committee or Board of the responsibility for ensuring periodic reviews are conducted.

## ARTICLE XV: AMENDMENTS TO BY-LAWS

Section 15.1: These By-Laws may be amended via a proposition to amend in writing signed by not less than three (3) voting members of DCCMA. The Secretary of the District Committee

shall enter the proposition into the minutes for action by the voting members at the next business meeting. At said meeting, the proposition will be introduced to all members under new business. Discussion, debate and voting will commence following Robert's Rules of Order, Revised.