

# BYLAWS OF OREGON INTERGROUP OF OVEREATERS ANONYMOUS

## ARTICLE I – NAME

The name of this organization shall be Oregon Intergroup of Overeaters Anonymous, hereafter known as Intergroup.

## ARTICLE II – PURPOSE

### Section 1 - Purpose

The primary purpose of Intergroup is to aid those with the problem of compulsive eating through the Twelve Steps of Overeaters Anonymous (OA) and to serve and represent the OA groups from which the Intergroup is formed. Intergroup is in compliance with and qualifies as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding section of any future United States Internal Revenue Law.

### Section 2 - The Twelve Steps<sup>1</sup>

1. We admitted we were powerless over food – that our lives had become unmanageable.
2. Came to believe that a Power greater than ourselves could restore us to sanity.
3. Made a decision to turn our will and our lives over the care of God *as we understood Him*.
4. Made a searching and fearless moral inventory of ourselves.
5. Admitted to God, to ourselves, and to another human being the exact nature of our wrongs.
6. Were entirely ready to have God remove all these defects of character.
7. Humbly asked Him to remove our shortcomings.
8. Made a list of all persons we had harmed and became willing to make amends to them all.
9. Made direct amends to such people wherever possible, except when to do so would injure them or others.
10. Continued to take personal inventory and when we were wrong, promptly admitted it.
11. Sought through prayer and meditation to improve our conscious contact with God *as we understood Him*, praying only for knowledge of His will for us and the power to carry that out.
12. Having had a spiritual awakening as the result of these Steps, we tried to carry this message to compulsive overeaters and to practice these principles in all our affairs.

### Section 3 - The Twelve Traditions<sup>2</sup>

1. Our common welfare should come first; personal recovery depends upon OA unity.
2. For our group purpose there is but one ultimate authority – a loving God as He may express Himself in our group conscience. Our leaders are but trusted servants; they do not govern.
3. The only requirement for OA membership is a desire to stop eating compulsively.
4. Each group should be autonomous except in matters affecting other groups or OA as a whole
5. Each group has but one primary purpose – to carry its message to the compulsive overeater who still suffers.<sup>2</sup>
6. An OA group ought never endorse, finance, or lend the OA name to any related facility or outside enterprise, lest problems of money, property, and prestige divert us from our primary purpose.
7. Every OA group ought to be fully self-supporting, declining outside contributions.

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<sup>1</sup> Permission to use the Twelve Steps of Alcoholics Anonymous for adaptation granted by AA World Services, Inc.

<sup>2</sup> Permission to use the Twelve Traditions of Alcoholics Anonymous for adaption granted by AA World Services, Inc.

## BYLAWS OF OREGON INTERGROUP OF OVEREATERS ANONYMOUS

8. Overeaters Anonymous should remain forever non-professional, but our service centers may employ special workers.
9. OA, as such, ought never be organized; but we may create service boards or committees directly responsible to those they serve.
10. Overeaters Anonymous has no opinion on outside issues; hence the OA name ought never be drawn into public controversy.
11. Our public relations policy is based on attraction rather than promotion; we need always maintain personal anonymity at the level of press, radio, films, television and other public media of communication.
12. Anonymity is the spiritual foundation of all these Traditions, ever reminding us to place principles before personalities.

### Section 4 - The Twelve Concepts of OA Service

1. The ultimate responsibility and authority for OA world services reside in the collective conscience of our whole Fellowship.
2. The OA groups have delegated to World Service Business Conference the active maintenance of our world services; thus, World Service Business Conference is the voice, authority and effective conscience of OA as a whole.
3. The right of decision, based on trust, makes effective leadership possible.
4. The right of participation ensures equality of opportunity for all in the decision-making process.
5. Individuals have the right of appeal and petition in order to ensure that their opinions and personal grievances will be carefully considered.
6. The World Service Business Conference has entrusted the Board of Trustees with the primary responsibility for the administration of Overeaters Anonymous.
7. The Board of Trustees has legal rights and responsibilities accorded to them by OA Bylaws, Subpart A; the rights and responsibilities of the World Service Business Conference are accorded to it by Tradition and by OA Bylaws, Subpart B.
8. The Board of Trustees has delegated to its Executive Committee the responsibility to administer the OA World Service Office.
9. Able, trusted servants, together with sound and appropriate methods of choosing them, are indispensable for effective functioning at all service levels.
10. Service responsibility is balanced by carefully defined service authority; therefore, duplication of efforts is avoided.
11. Trustee administration of the World Service Office should always be assisted by the best standing committees, executives, staffs and consultants.
12. The spiritual foundation for OA service ensures that:
  - (a) No OA committee or service body shall ever become the seat of perilous wealth or power;
  - (b) Sufficient operating funds, plus an ample reserve, shall be OA's prudent financial principle;
  - (c) No OA member shall ever be placed in a position of unqualified authority;
  - (d) All important decisions shall be reached by discussion, vote and, whenever possible, by substantial unanimity;
  - (e) No service action shall ever be personally punitive or an incitement to public controversy; and
  - (f) No OA service committee or service board shall ever perform any acts of government, and each shall always remain democratic in thought and action.

60

# BYLAWS OF OREGON INTERGROUP OF OVEREATERS ANONYMOUS

## ARTICLE III – MEMBERS

### Section 1 – Membership

Voting members of Intergroup shall include the following with no one casting more than one (1) vote per issue:

- A. Intergroup Board
- B. Intergroup representatives which shall comprise no more than two (2) members from each registered group within Intergroup
- C. Committee Chairs
- D. Delegates and Regional Representatives
- E. Holders of Service Positions

### Section 2 – Qualifications

Intergroup has the autonomy to determine which groups may affiliate with it; that decision should always be guided by OA Traditions and Concepts. A group is eligible for membership in Intergroup provided the group meets the following criteria:

- A. It meets the definition of an OA group (as specified in the bylaws of Overeaters Anonymous, Inc., Subpart B, Article V, Section 1, as they may be amended) as follows:
  - 1. As a group, it meets to practice the Twelve Steps and Twelve Traditions of OA, guided by the Twelve Concepts of OA Service.
  - 2. All who have the desire to stop eating compulsively are welcome in the group.
  - 3. No member is required to practice any actions in order to remain a member or to have a voice (share at a meeting).
  - 4. As a group, it has no other affiliation than OA.
  - 5. It has affiliated as an OA group by registering with the World Service Office.
  - 6. No group shall be affiliated with another Intergroup.
- B. It meets at a location within Intergroup's region of geographic proximity, except that virtual groups registered with the World Service Office may affiliate without regard to geographic proximity.

### Section 3 – Intergroup Representatives

- A. Intergroup representatives shall be selected by the group conscience of the group they represent. Each Intergroup representative shall be selected by any method deemed appropriate by their group. These Intergroup representatives shall serve for a period designated by their group, always subject to recall by the group they represent.

Each group shall be free to designate an alternate representative when the need arises.

- B. The responsibilities of the Intergroup representative, or alternate, include:
  - 1. representing their group at all meetings of Intergroup,
  - 2. acting as liaison between Intergroup and their group, and
  - 3. ensuring that all communications pertaining to Intergroup are made available and, if requested, read aloud to the group.

## BYLAWS OF OREGON INTERGROUP OF OVEREATERS ANONYMOUS

### Section 4 – Other Attendees

Those who have no vote but are welcome to participate in Intergroup discussions include the following:

- A. Employees of OA
- B. Members of the fellowship who are not included in the definition of voting members per Article III, Section 1
- C. Visitors

## ARTICLE IV- INTERGROUP BOARD

### Section 1— Composition

- A. The board shall consist of a chair, co-chair, secretary, treasurer, group coordinator, newsletter editor, member-at-large, events coordinator and delegate 1.
- B. The executive board shall consist of chair, co-chair, secretary and treasurer. Their duties shall include planning matters affecting Intergroup as a whole and advising Intergroup accordingly but shall not include making any decisions which belong to Intergroup as a whole.

### Section 2 —Qualifications

Nominees must:

- A. Have worked through at least Step 7 for executive board members and the member-at-large and Step 3 for all others. Qualifications for delegates are in Article V.
- B. Be familiar with the Twelve Traditions.
- C. Have nine (9) months of current abstinence for the executive board and the member-at-large and current abstinence for all others.
- D. Have been regularly attending an active group for-at least two (2) years for executive board members and at least one (1) year for all other board members.
- E. Have the readiness, willingness and ability to carry out the responsibilities of the position as defined in Article IV Section 6, and as defined in Intergroup policies.
- F. Serve as a sponsor and work with a sponsor.
- G. Be familiar with *Robert's Rules of Order, Newly Revised*.
- H. Be present at the meetings for both nomination and for election, unless absence is approved in advance by Intergroup with a majority vote of the representatives present and voting.

### Section 3—Nominations

OA members and the Nominating Committee shall make nominations to the board at the regular Intergroup meeting prior to the meeting when the election will be held.

### Section 4—Elections

Elections shall be held at the annual meeting in July. Qualified Intergroup members shall vote by secret ballot with at least two tellers distributing, collecting and counting the paper ballots. Special elections shall be held as needed and as described in Article IV, Section 8 of these bylaws.

## BYLAWS OF OREGON INTERGROUP OF OVEREATERS ANONYMOUS

### Section 5 - Term of Office

- A. Board members shall be elected to serve for two (2) years, except when filling an unexpired term.
  - 1. In even-numbered years, co-chair, treasurer, newsletter editor and group coordinator shall be elected. In odd-numbered years, chair, secretary, member-at-large and events coordinator shall be elected.
  - 2. Newly elected officers shall begin service at the end of the Intergroup meeting when they were elected.
- B. Board members shall serve no more than two (2) full consecutive terms in the same office.
- C. After an interval of one (1) year, a member may again be eligible for election to a previously-held office.

### Section 6—Responsibilities

Intergroup board members shall perform all duties defined by Intergroup policies as well as those listed below:

- A. Chair
  - 1. Presiding at all regular and special meetings of Intergroup and Intergroup board
  - 2. Generating the proposed agenda in collaboration with Intergroup members for all Intergroup meetings
  - 3. Casting the deciding vote to make or break a tie
  - 4. Participating in a ballot vote
  - 5. Attending all standing committee meetings as desired
  - 6. Ensuring that all financial accounts of Intergroup are audited annually
- B. Co-chair
  - 1. Serving in the absence of the chair
  - 2. Arranging for annual review of Bylaws
- C. Secretary
  - 1. Recording the minutes of all Intergroup and board meetings, printing a copy for Intergroup's permanent records, and distributing as specified in Intergroup policies
  - 2. Maintaining printed and electronic files of all minutes and reports
- D. Treasurer
  - 1. Maintaining checking and savings accounts for disbursement of Intergroup funds
  - 2. Submitting monthly financial reports at Intergroup meetings
  - 3. Serving as cosignatory with at least one other board member or an appointee of the board on all financial accounts
- E. Newsletter Editor
  - 1. Following the suggested guidelines of the World Service Office for publication of Intergroup newsletters
  - 2. Producing up to twelve issues of the newsletter yearly
  - 3. Soliciting, collecting and editing articles written by other OA members
- F. Member-at-Large
  - 1. Working in cooperation with any other board member
  - 2. Assuming any board position during a temporary absence or until a replacement is elected for a vacated position
- G. Group Coordinator
  - 1. Making and maintaining a file of registrations of all groups in Oregon Intergroup

## **BYLAWS OF OREGON INTERGROUP OF OVEREATERS ANONYMOUS**

2. Ensuring that current group registration information is reported to the World Service Office and Region 1.
  3. Maintaining and publishing the meeting directory
- H. Events Coordinator
1. Recruiting groups to host OA events
  2. Coordinating the Intergroup events calendar

### Section 7—Vacancies and Resignations

- A. If a member of Intergroup board-fails to attend three (3) consecutive Intergroup meetings without prior notice, this member's office may be declared vacant by a majority of those members present and voting.
- B. Any board member may resign at any time for any reason by giving the chair of Intergroup written notice.
- C. Any board member of Intergroup may be removed from office for due cause by a two-thirds (2/3) vote of the Intergroup representatives at a regular meeting or at a special meeting announced for that purpose.

### Section 8—Filling of Vacancies

Vacancies shall be filled by a majority vote at that meeting in which the vacancy occurred or at the next meeting or special meeting of Intergroup. A person elected to fill a vacancy shall serve for the remainder of the unexpired term.

A person chosen to fill any vacancy on the board shall meet the qualifications as defined in Article IV, Section 2, and be aware of all responsibilities of that position as described and defined in Article IV, Section 6.

## **ARTICLE V - DELEGATES AND REGIONAL REPRESENTATIVES**

### Section 1 – Composition

Representatives and delegates shall be the same individuals whenever feasible. The number of representatives and delegates shall be as defined by Region 1 and the bylaws of World Service Business Conference, as amended. An equal number of alternates may be elected.

### Section 2 – Qualifications

A nominee for representative, delegate or alternate must:

- A. Have a least one (1) year of current abstinence and at least two (2) years of service beyond the group level.
- B. Meet criteria specified in bylaws of Overeaters Anonymous, Inc., Subpart B, Article X, Section 3c for delegates of World Service Business Conference, and applicable bylaws of Region 1 for regional representatives.
- C. Understand and agree to the responsibilities of the position as defined in Intergroup policies.
- D. Be present and be approved as a qualified candidate at the regular Intergroup meeting in June and be present for the election held at the regular Intergroup meeting in July. Any absence must be approved in advance by Intergroup with a majority vote of the representatives present and voting.

## **BYLAWS OF OREGON INTERGROUP OF OVEREATERS ANONYMOUS**

### Section 3 -- Nominations

Members shall make nominations at the regular Intergroup meeting prior to the meeting when the election will be held.

### Section 4 – Elections

The election is by secret, paper ballot. Seniority is determined by election date. The delegate who has served the longest is Delegate 1. The rest of the positions are filled in order of date of election. If more than one person is elected at one Intergroup meeting, the newly elected people shall draw lots for their number ranking.

### Section 5 – Terms of Office

Representatives, delegates and alternates shall be elected for a term of two (2) years. No one may serve more than two (2) consecutive full terms as a representative or delegate. After an interval of one (1) year, a member may again be eligible for election to a previously-held office.

### Section 6 – Responsibilities

Representatives, delegates and alternates shall perform all duties defined by Intergroup policies as well as those listed here. They shall attend all Intergroup meetings and meet prior to Region 1 Assembly and World Service Business Conference.

### Section 7 – Vacancies and Resignations

- A. If a delegate/alternate delegate fails to attend three (3) consecutive Intergroup meetings without prior notice, this member's position may be declared vacant by a majority of those members present and voting.
- B. Any delegate/alternate delegate may resign at any time for any reason by giving the chair of Intergroup written notice.
- C. Any delegate/alternate delegate may be removed from their position for due cause by two-thirds (2/3) vote of Intergroup representatives at a regular meeting or at a special meeting announced for that purpose.

When a vacancy occurs, everyone below that position's number moves up to fill the vacant position(s) but retains their original term of office

If requested by a representative, delegate or alternate, a leave of absence shall be determined by the Intergroup board.

## **ARTICLE VI – MEETINGS**

### Section 1 – Regular Meetings

Intergroup shall meet monthly at a time and place designated by a majority of the voting members.

### Section 2 – Annual Meetings

The regular July Intergroup meeting shall be its annual meeting for the election of officers.

## **BYLAWS OF OREGON INTERGROUP OF OVEREATERS ANONYMOUS**

### Section 3 – Special Meetings

A special meeting may be called at any time by a majority vote of the Intergroup board by giving notice as prescribed in Article VI, Section 4.

### Section 4 – Method of Notification

Notification of all regular and annual meetings shall consist of notices prepared by the Intergroup secretary and distributed to Intergroup representatives and/or each group secretary at least seven (7) days prior to the date of the meeting. Notification may also be made by placing an announcement in the Intergroup newsletter, if any, or by any method of communication deemed necessary and/or at the prior Intergroup meeting.

### Section 5 – Special Board Meetings

The chair may call special board meetings at reasonable times by notifying each board member at least three (3) days in advance. The chair may also poll the board by calling each member by telephone when a problem arises which needs to be solved before the next Intergroup meeting and a board meeting is not feasible.

### Section 6 – Quorum

Those voting members present at any meeting of Intergroup shall constitute a quorum for all proceedings of Intergroup.

### Section 7 – Diversity

Intergroup upholds unity with diversity by encouraging and promoting acceptance and inclusivity.

### Section 8 – Virtual Attendance

Any member may participate in a regular or special meeting by use of any means of communication which is fully interactive.

## **ARTICLE VII – COMMITTEES**

### Section 1 - Standing Committees

The following standing committees may be established as required to carry out the purposes of Intergroup in the most effective and efficient manner. Standing committees may include but not be limited to:

- A. 12th Step Within
- B. Literature
- C. Public Information and Professional Outreach
- D. Serenity Retreat
- E. Ways and Means
- F. Young People

## **BYLAWS OF OREGON INTERGROUP OF OVEREATERS ANONYMOUS**

### Section 2 - Special Committees

The board shall designate such special committees as are deemed necessary for the welfare and operation of Intergroup.

### Section 3 – Appointments

Intergroup chair may appoint any OA member to chair a standing or special committee with approval of the majority of the members present and voting at Intergroup.

All Committee chairs must have at least nine (9) months current abstinence and have worked through at least Step 7.

The only exception is for the chair of the 12th Step Within Committee who must have at least ninety (90) days of abstinence.

### Section 4 - Procedures

Each standing or special committee shall call and hold meetings, and establish procedures, subject to the approval of the Intergroup board and according to OA's Twelve Steps, Twelve Traditions and Twelve Concepts of OA Service.

### Section 5 - Responsibilities

Each committee chair shall submit a report to Intergroup monthly and at the end of any specific event coordinated by that committee. If any monies are expended from the approved budget, the committee chair shall include an itemized list of expenditures with the committee report. Prior approval of Intergroup is required before a committee may expend funds in excess of the approved budget.

### Section 6 - Nominating Committee

Intergroup may have a nominating committee to recommend OA Members to serve as officers, Regional representatives, and delegates to the World Service Business Conference, and persons to fill vacancies and to serve on the next nominating committee. At least three (3) members should serve on the committee. Intergroup chair shall not serve on the committee but may provide background information and input as requested by the committee.

### Section 7 - Ex-Officio Members

- A. Past committee chairs are encouraged to serve in an advisory capacity to their respective committees.
- B. Intergroup chair is an ex-officio member of all committees except the nominating committee.

### Section 8 - Bank Account

The treasurer of Intergroup shall be a cosignatory on all committee bank accounts. The chair of any committee which has a bank account shall arrange for an audit of the committee account within ninety (90) days of the end of each fiscal year. This audit shall be done by people who are not members of the committee. The chair shall report the results of the audit to Intergroup at the next Intergroup meeting.

## **BYLAWS OF OREGON INTERGROUP OF OVEREATERS ANONYMOUS**

### Section 9 – Vacancies

Should a vacancy, resignation, or removal of a committee chair occur, all pertinent information shall be turned over within ten (10) days to the Intergroup chair. The Intergroup chair shall then appoint a new committee chair as defined in Article VII, Section 3, of these bylaws.

### Section 10 - Removal of Chair

Intergroup board may, by a two-thirds (2/3) vote, remove a committee chair from office. Removal is based on failure to perform the duties of the office, a return to compulsive eating, or non-attendance.

## **ARTICLE VIII - SOURCE OF FUNDS**

### Section I - Source of Funds

1. Voluntary contributions of the member groups shall be the primary source of funds.
2. Additional sources of income may be such occasional projects or activities as may be authorized by Intergroup in accordance with Tradition Six.
3. Intergroup may accept donations or bequests from OA members, within the limits set by World Service Business Conference.
4. The maximum allowable annual donation to Intergroup by OA members is to be limited to an amount set by vote of Intergroup and listed in the Intergroup policy manual.
5. The acceptance of bequests or donations from any outside source is prohibited.
6. Intergroup shall not accept the responsibility for trusteeship over, or enter into the distribution or allocation of, funds set up outside of OA.

### Section 2 - Prudent Reserve

There shall be no accumulation of funds beyond current necessities with retention of only a prudent reserve for contingencies. Funds in excess shall be donated to Region 1 and the World Service Office annually as budgeted and directed by Intergroup.

## **ARTICLE IX – PARLIAMENTARY AUTHORITY**

*Robert's Rules of Order Newly Revised* shall guide Intergroup in all cases to which they are applicable. For those cases in which *Robert's Rules* are inconsistent with Intergroup's bylaws, Intergroup may adopt and/or apply the Bylaws of Overeaters Anonymous, Inc., or any special rules of order Intergroup may adopt.

## **ARTICLE X – AMENDMENTS TO THESE BYLAWS**

These bylaws may be amended at any time by a two-thirds (2/3) vote of the voting members present and voting at any regular or special meeting of Intergroup. The proposed amendment must be communicated in writing to the members, using whatever electronic and/or print methods are deemed most effective. This notice must be given at least twenty-eight (28) days prior to the meeting when Intergroup would vote on the proposed amendment. It must also be recorded in the minutes.

The only exception to the notice requirement above is that technical and/or grammatical amendments may be voted on at any regular meeting without prior notice.

## **BYLAWS OF OREGON INTERGROUP OF OVEREATERS ANONYMOUS**

Amendments to the Twelve Steps, Twelve Traditions and Twelve Concepts of OA Service may be made only as per the bylaws of Overeaters Anonymous, Inc., Subpart B, Article XIV, Section 1e. Amendments to these bylaws must be reported to the State of Oregon Dept. of Justice, per State requirements, and to WSO, per the bylaws of Overeaters Anonymous, Inc., Subpart B, article IV, section 2b.

### **ARTICLE XI - MAJOR POLICY MATTERS**

- A. Matters which affect this Intergroup and/or groups within its service area shall be referred to the board of this Intergroup.
- B. Matters which relate to Overeaters Anonymous as a whole which affect Subpart A of the Bylaws of Overeaters Anonymous, Inc., shall be referred to the Board of Trustees.
- C. Matters which affect Subpart B of the Bylaws of Overeaters Anonymous, Inc., or which relate to the Twelve Steps, Twelve Traditions and Twelve Concepts shall be referred to the World Service Business Conference.

### **ARTICLE XII - DISSOLUTION**

#### Section 1

Upon the dissolution of Intergroup, after paying or adequately providing for the debts and obligations of Intergroup, the remaining assets shall be distributed to Region 1 of Overeaters Anonymous and/or the World Service Office of Overeaters Anonymous. In order to deregister, Intergroup must submit a written request to the World Service Office, Region 1 chair and Region 1 trustee per the Bylaws of Overeaters Anonymous, Inc. Notice must also be given to the Oregon Secretary of State, per State law.

#### Section 2

No part of the net earnings of Intergroup shall ever inure to or be used for the benefit of, or be distributed to, its members, trustees, officers or other private persons, except that Intergroup shall be empowered to pay reasonable compensation for services rendered and to make payment and distribution in furtherance of the express purposes for which it is formed.

# # #

Bylaws of Oregon Intergroup of Overeaters Anonymous.

Articles 3-4 and 7-12 amended in 2017.

Articles 1-2 and 5-6 amended in 2016, and are in process of being amended as of June 16, 2017.