

# **SOUTHERN ARIZONA INTERGROUP OF OVEREATERS ANONYMOUS**

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## **BYLAWS**

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## **ARTICLE I: NAME AND DEFINITION**

### **Section 1: Name**

The name of the organization shall be “Southern Arizona Intergroup of Overeaters Anonymous, Inc.,” hereinafter referred to as SoAZ Intergroup.

### **Section 2: Definition**

- A. The Southern Arizona Intergroup shall include those groups that have formally registered with the World Service Office (WSO) and have indicated their intention to belong to Intergroup.
- B. IR - Intergroup Representative
- C. IG - Intergroup
- D. WSO - World Service Office
- E. WSBC - World Service Business Conference
- F. RR - Region Representative

## **ARTICLE II: PURPOSE**

### **Section 1: Purpose**

The primary purposes of this organization are:

- A. To aid those with the problem of compulsive eating through the Twelve Steps and Twelve Traditions of Overeaters Anonymous, guided by the Twelve Concepts of OA Service, and to serve, support and represent the OA groups within the Intergroup area defined in Article I, Section 2A. This Intergroup is in compliance with and qualifies as an exempt organization under Section 501 (c)(3) of the Internal Revenue Code of 1986 (or the corresponding section of any future United States Internal Revenue Law).
- B. To further the OA traditions.
- C. To coordinate activities within the Intergroup region.
- D. To disseminate to the groups information from WSO and Region III.
- E. To handle necessary administrative duties.
- F. To serve as the clearinghouse for carrying the message of OA to those who still suffer.
- G. To support actively the delegates representing the Intergroup at World Service Business Conference and the representatives representing the Intergroup at Region III assemblies.

## **Section 2: The Twelve Steps**

*Permission to use the Twelve Steps of Alcoholics Anonymous for adaptation granted by A.A. World Services, Inc.*

The Twelve Steps are suggested for recovery in the Fellowship of Overeaters Anonymous.

The Twelve Steps are:

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 to 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**

*Permission to use the Twelve Traditions of Alcoholics Anonymous for adaptation granted by A.A. World Services, Inc.*

The Twelve Traditions are:

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.

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.
8. Overeaters Anonymous should remain forever nonprofessional, 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**

*Permission to use the Twelve Concepts of OA Service granted by OA World Services, Inc.*

The Twelve Concepts of OA Service are:

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 the World Service Business Conference the active maintenance of our world services; thus, the 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 acts of government, and each shall always remain democratic in thought and action.

### **ARTICLE III: INTERGROUP MEMBERSHIP**

#### **Section 1: Membership**

Membership shall include the following:

- A. The Intergroup Board
- B. The Intergroup Representatives (IR): The IRs are voting elected members representing each OA group within the Intergroup Region.
- C. Committee Chairs
- D. Visitors: OA members from or visiting the region. All are welcome to attend any Intergroup function.

#### **Section 2: Qualification for Membership in the IG**

- A. A formally registered group, within the area as defined in Article 1, Section 2A, is considered an IG member. The OA group shall be registered with WSO and have indicated its intent to belong to the IG, except that virtual groups may affiliate with the Intergroup without regard to geographic proximity.

- B. An OA group is defined as the following:
  - 1. As a Group, it meets and practices the Twelve Steps and Twelve Traditions of OA, guided by the Twelve Concepts of OA Service.
  - 2. All who have a 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 affiliation other than OA.
  - 5. It has affiliated as an Overeaters Anonymous group by registering with the World Service Office.
- C. Virtual groups (groups which replicate face-to-face meetings through electronic media) may be an Overeaters Anonymous group if they:
  - 1. Otherwise meet the definition of Overeaters Anonymous groups:
  - 2. Are fully interactive, and;
  - 3. Meet in real time.
- D. Each group shall be entitled to one vote cast by its IR or designated IR alternate.
- E. An OA group registered with Southern Arizona Intergroup of Overeaters Anonymous may not be registered with another Intergroup at the same time.

### **Section 3: Intergroup Representatives (IRs)**

- A. Intergroup representatives shall be selected by the group conscience of the group they represent. Each IR shall be selected by any method deemed appropriate by the group. The IRs shall serve for a period designated by the group, always subject to recall by the groups they represent. Each group shall be free to designate an alternate representative when the necessity arises.
- B. The primary responsibility of the IR (or alternate) is to represent the group at all meetings of the Intergroup, to act as a liaison between Intergroup and the OA group, to see that all communications pertaining to Intergroup are made available and, where requested, read aloud to the group.

### **Section 4: Membership with voice and no vote may be:**

Any member of the Intergroup who is not a duly elected Intergroup Representative or alternate (see Article III, Section 1).

## **ARTICLE IV: THE INTERGROUP BOARD**

### **Section 1: Composition of Intergroup Board**

The Board shall consist of a Chair, Vice-chair, Secretary, Treasurer, World Service Conference Delegate(s), and Region Representative(s). The immediate past Chair may serve as an ex-officio member of the Intergroup Board for one year.

### **Section 2: Duties of Intergroup Board**

The Board shall act for and on behalf of SoAZ IG of OA, Inc. when the Intergroup is not in session and shall have the authority to make decisions when required. This authority shall be solely limited to those decisions required before the next scheduled Intergroup meeting.

### **Section 3: Nominations to the Intergroup Board**

Nominations to the Board may be made from the floor at the time of election. A nominating committee may also be formed, at the discretion of the Intergroup.

### **Section 4: Qualification for the Intergroup Board**

To qualify for a position on the Board, a member must:

- A. Be working the Twelve Steps of OA after having completed all twelve steps.
- B. Have a working knowledge of the Twelve Traditions of OA.
- C. Have a working knowledge of the Twelve Concepts of OA Service.
- D. Currently be abstinent. The World Service/Region delegate should have (a) one year of current abstinence and (b) emotional and spiritual recovery as a result of incorporating into their lives the Twelve Steps and Twelve Traditions. Each person shall be the judge of his/her own recovery.
- E. Be or have been an IR for a minimum of six months.

### **Section 5: Method of Election**

- A. Elections shall be held annually at a meeting specified for that purpose.
- B. To be eligible for election to the Board, a nominee must:
  - Meet all qualifications as defined in Article IV, Section 4.
  - Understand the responsibilities of the position as defined in Article IV, Section 7.
  - World Service/Region delegate should additionally meet the qualifications outlined in Article IV, Section 7, E and F.
- C. In order to be elected to membership on the Intergroup Board, a nominee must be present at the election meetings or provide in writing to the Intergroup a service resume and a statement of willingness to run and acceptance of nomination, and must receive a majority vote of the IRs present.



## **Section 6: Term of Office**

- A. Board members shall be elected to serve for a period of one year with the exception of the WSBC Delegate(s) and the Region Representative(s)(RRs) who shall be elected for staggered 2-year terms.
- B. Board members shall serve no more than two consecutive years in the same position.
- C. After an interval of one year, may again be eligible for election to the same position.
- D. Upon election to the Board, members shall cease to be IR's.

## **Section 7: Individual Responsibilities of the Intergroup Board**

### **A. Chair**

- 1. Shall preside at all regular and special meetings of the Intergroup
- 2. Shall be responsible for establishing the agenda for all Intergroup meetings
- 3. May cast a vote only to break a tie
- 4. May attend all standing committee meetings
- 5. May be an alternate World Service Business Conference Delegate or Region Representative.
- 6. Shall distribute notices of all meetings of the Intergroup as described in Article V, Section 4.

### **B. Vice-chair**

- 1. Shall serve in the absence of the Chair
- 2. Shall assist the Chair whenever needed
- 3. May attend all standing committee meetings

### **C. Secretary**

- 1. Shall see that minutes are kept of all Intergroup meetings and that a copy of said minutes is provided to each IR via email. A copy of the minutes may be sent to the Regional Trustee.
- 2. Shall maintain a file of all minutes of past meetings and update the policy manual annually prior to January's Intergroup meeting.
- 3. Shall see that the Intergroup membership mailing/phone list is maintained and updated.
- 4. May attend all standing committee meetings.
- 5. Shall maintain electronic and paper archives of Intergroup Agendas, Minutes, Motions and other significant documents for current and previous two years. Monthly Intergroup Committee Reports shall be kept electronically in three locations, but not printed, for current and previous two years. Hosted SoAZ Intergroup Assembly and Convention records and reports shall be saved until the next SoAZ Intergroup-hosted Assembly and Convention is over.

D. Treasurer

1. Shall maintain a checking and savings account for dispersal of Intergroup funds.
2. Shall submit financial reports each month at the Intergroup meetings.
3. Shall serve as Chair of the ad hoc Budget Committee.
4. May attend all standing committee meetings.
5. Shall be co-signatory on the checking account with one other Board member or an appointee of the Board.
6. Shall oversee SoAZ mailbox and mail distribution.
7. Shall renew and mail the Arizona Corporation Commission annual report and certificate of disclosure.
8. Shall maintain electronic and paper archives of treasurer records for the current year and previous seven years.
9. Shall distribute to Intergroup members an annual budget proposal motion.
10. Shall maintain regular communication with group treasurers regarding treasurer responsibilities and seventh tradition issues.

E. World Service Business Conference Delegate(s):

1. Shall attend the World Service Conference of Overeaters Anonymous.
2. In all aspects, the WSBC Delegate shall meet qualifications and requirements as outlined and defined in the Overeaters Anonymous, Inc. Bylaws, Subpart B, Article X, Section 3.
3. Shall serve Overeaters Anonymous and the World Service Conference until the following Conference.
4. Shall report, either orally or in writing as required by the Intergroup, the actions of the Conference to all groups the Intergroup represents; keep the Intergroup and represented OA groups aware of WSO information; and communicate important information to the area.
5. May attend all standing committee meetings.

F. Region Representative(s):

1. Shall attend all Region III assembly meetings
2. Shall serve OA and Region III for the full term as designated by the Region III Bylaws.
3. Shall report, either orally or in writing as required by the Intergroup, the actions of the Region III assembly to all groups the Intergroup represents; keep the Intergroup and represented OA groups aware of Region III information; and communicate important information to the area.
4. May attend all standing committee meetings.

- G. When and if possible, the WSBC Delegate and the RR shall be the same person.
- H. As funding allows, the IG Chair as an alternate World Service Business Conference Delegate and an alternate Region Representative, may accompany the delegate to conferences and/or assemblies.
- I. When an elected Region Representative/World Service Business Conference Delegate is unable to attend Region III or WSBC during their tenure, an alternate could be nominated by the Chair or Intergroup Board and voted in by IR's present to represent SoAZ. Qualifications for the position as outlined in Article IV, Section 9 subpart B would apply.

### **Section 8: Vacancies, Resignations and Removals**

- A. If a member of the Intergroup Board fails to attend three (3) consecutive meetings without prior notice, his/her position may be declared vacant by a majority of those IRs present and voting.
- B. Any board member may resign at any time for any reason by giving the Chair of the Intergroup written notice.
- C. Any board member may be removed from office by a majority vote of the IRs at a special meeting announced for that purpose.

### **Section 9: Filling of Vacancies**

- A. Vacancies shall be filled by a majority vote at the Intergroup meeting at which the vacancy occurred, or at the next meeting or special meeting of the Intergroup. Persons chosen to fill such vacancies shall serve for the remainder of the unexpired term.
- B. A person chosen to fill any vacancy on the Board shall meet the qualifications as defined in Article IV, Section 4 and be aware of all responsibilities of the position as described and defined in Article IV.
- C. All time constraints of membership requirements may be waived on a case-by-case basis by a two-thirds vote of the IRs present.

## **ARTICLE V: MEETINGS**

### **Section 1: Regular Meetings**

The Intergroup shall meet monthly at a designated time and place.

### **Section 2: Annual Meetings**

An annual meeting shall be held in the month of November for the election of officers. Consideration shall be given to scheduling the election to ensure that the WSBC Delegate(s) is elected no later than 120 days prior to WSBC.

### **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 V, Section 4.

### **Section 4: Method of Notification**

Notification of all meetings shall consist of notices prepared by the Intergroup Chair and distributed electronically to each IR prior to the date of the meeting. Notification may also be made by placing an announcement in the Intergroup newsletter, on the website or by email, and at the prior Intergroup meeting.

### **Section 5: Quorum**

The voting members present at any meeting of the Intergroup shall constitute a quorum for all proceedings of the Intergroup. A quorum shall consist of at least six IR's.

## **ARTICLE VI: COMMITTEES**

### **Section 1: Standing and ad hoc Committees**

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

### **Section 2: Committee Appointments**

The Board Chair shall appoint a committee Chair from those OA members who meet the following qualifications:

- A. Be working the Twelve Steps of OA.
- B. Have a working knowledge of the Twelve Traditions of OA.
- C. Have a working knowledge of the Twelve Concepts of OA Service.
- D. Currently be abstinent.
- E. Be or have been an IR for a minimum of six months.

Any OA member meeting these qualifications may be appointed to chair a committee with approval of the established quorum. All time constraints for an appointment may be waived on a case-by-case basis by a two-thirds vote of the IRs present.

### **Section 3: Term of Office**

- A. Committee chairs shall be appointed to serve for a period of one year.
- B. Committee chairs shall serve no more than two consecutive terms in the same position.
- C. After an interval of one year, they may be eligible for re-appointment to the same position.

#### **Section 4: Committee Procedures**

Each committee may prescribe its own rules for calling and holding meetings and establish its own procedures, subject to the guidelines of the Twelve Traditions of OA.

#### **Section 5: Committee Responsibility**

- A. Each committee Chair shall submit a written report to the Intergroup within 30 days after the end of any special event coordinated by that committee. If any monies are expended, a detailed and itemized report shall be included with the report.
- B. Each month prior to the start of the Intergroup meeting, committee Chair will provide to the secretary a written status/progress report of committee activity. The report may be submitted electronically.

#### **Section 6: Ex-Officio Members**

Past committee Chairs may serve in an ex-officio capacity in their respective committees.

#### **Section 7: Committee Bank Account**

If it is deemed necessary by the Board that a committee shall open a bank account, the following procedure shall be followed:

- A. The committee Chair and the Treasurer of the Intergroup shall be co-signers on the account. Two signatures shall be required on all checks.
- B. The committee Chair shall keep all financial records and shall present a detailed, itemized accounting of transactions to the Intergroup following any event for which monies were expended.
- C. The committee Chair shall arrange for an audit of the account during the final month of each year. The audit shall take place at the same time as the audit for the general account of the Intergroup.

#### **Section 8: Vacancies, Resignations and Removals**

- A. Should a vacancy, resignation or removal occur in any committee, all pertinent information shall be turned over to the Intergroup Chair. The Board by majority vote shall then appoint a new committee Chair to serve the remainder of the unexpired term.
- B. If a committee chair fails to provide a written report for three (3) consecutive meetings without prior notice, the position may be declared vacant by a majority of those members present and voting.
- C. Any committee Chair may resign at any time for any reason by giving the Chair of the Intergroup written notice.
- D. Any committee Chair of the Intergroup may be removed by a majority vote of the IRs at a special meeting announced for that purpose.

## **ARTICLE VII: SOURCE OF FUNDS**

### **Section 1: Source of Funds**

- A. Voluntary contributions of the member groups shall be the primary source of funds.
- B. A secondary source of income may be such occasional projects or activities as may be authorized by the Intergroup according to Tradition Six.
- C. The Intergroup may accept donations from OA members, conforming with the general practice of OA.
- D. The maximum allowable annual donation to the Intergroup by an OA member is to be limited to five thousand dollars (\$5,000.00).
- E. The acceptance of bequests or donations from any outside source is prohibited.
- F. The Intergroup shall not accept the responsibility for trusteeship over, or enter into the distribution or allocation of, funds set up outside of Overeaters Anonymous.

### **Section 2: Accumulation of Funds**

There shall be no accumulation of funds beyond current necessities, with retention of only a prudent reserve for contingencies.

## **ARTICLE VIII: PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern this Intergroup in all cases to which they are applicable and in which they are not inconsistent with these Bylaws, the Twelve Traditions or any special rules of order the Intergroup may adopt. Furthermore, the Intergroup's Bylaws must not be in conflict with OA, Inc. Bylaws.

## **ARTICLE IX: AMENDMENTS TO THE BYLAWS**

These Bylaws, except Article II, Sections 2, 3 and 4, may be amended at any time by a 2/3 vote of the quorum at any regular or special meeting of the Intergroup, provided a copy of the proposed amendment has been submitted in writing and received by each group affiliated with this Intergroup at least 30 days prior to the meeting in which action is to be taken on the amendment. Article II, Sections 2, 3, and 4 can only be amended as per OA, Inc. Bylaws, Subpart B, Article XIV, Section 1. Amendments to these Bylaws shall be effective at the close of the meeting at which they are adopted, except as otherwise specified.

Intergroup shall evaluate its bylaws upon receipt of notification of WSO of amendments to OA, Inc. Bylaws adopted at the WSBC to ensure that the intergroup bylaws are in compliance with OA, Inc. Bylaws.

## **ARTICLE X: MAJOR POLICY MATTERS**

Matters which affect the Intergroup and/or groups within its service area shall be referred to the Board of the Intergroup. Matters which relate to Overeaters Anonymous as a whole shall be referred to the World Service Board of Trustees.

## **ARTICLE XI: DISSOLUTION**

### **Section 1**

Upon the dissolution of this association, after paying or adequately providing for the debts and obligations of the association, the remaining assets shall be distributed to the World Service Office of Overeaters Anonymous, or a non-profit fund, association, foundation or corporation which is organized and operated exclusively for charitable, educational or religious and/or scientific purposes and which has established its tax-exempt status under Section 501 (c)(3) of the Internal Revenue Code.

### **Section 2**

No part of the net earnings of this association shall ever be used for the benefit of, or be distributed to, its members, trustees, officers, or other private persons, except that the association 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.

### **Section 3**

The Intergroup endorses the deregistration procedure as written in OA, Inc. Bylaws, Subpart B, Article VI, Section 3d.

## **ARTICLE XII: SAVING CLAUSE**

It is hereby intended that if, for any reason, a portion of these Bylaws is not adopted or ratified, or is subsequently declared invalid, the remaining portion of these Bylaws shall not fail as a result of the partial failure, but shall continue in force and effect, as if no invalidity occurred.