

# BYLAWS OF THE SOUTHWEST FLORIDA INTERGROUP OF OVEREATERS ANONYMOUS

*Revised: August 1, 2009*

## Article I. NAME

The name of this organization shall be the Southwest Florida Intergroup, hereinafter known as Intergroup.

## Article II. PURPOSE

### Section 2.01

*The primary purpose of this organization is to aid those with the problem of compulsive eating through the Twelve Steps of Overeaters Anonymous, and to serve and represent the OA groups from which the Intergroup is formed.*

### Section 2.02 The Twelve Steps

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

1. We admitted that 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.<sup>1</sup>

### Section 2.03 The Twelve Traditions

The Twelve Traditions are suggested as recovery in the Fellowship of Overeaters Anonymous. 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.

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

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.<sup>2</sup>

## **Section 2.04 The Twelve Concepts**

The Twelve Concepts are suggested as recovery in the Fellowship of Overeaters Anonymous. The Twelve Concepts 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 committee or service board shall ever perform any acts of government, and each shall always remain democratic in thought and action.

## Article III. MEMBERS

### Section 3.01 Membership

Membership of the Intergroup shall consist of the following:

- (a) The Intergroup Board.
- (b) Intergroup representatives (IRs), which shall consist of one member from each group within the geographic area. Visitors are welcome and are encouraged to participate in the discussion.
  - (i) Geographic areas shall be defined as **Collier, Lee, and Glades** counties.
- (c) Group members not acting as IRs but elected or appointed to carry out specific duties, e.g. Public Information Chairperson.

### Section 3.02 Qualifications of eligibility for membership in the Intergroup

- (a) Those groups within the region or the geographic definition of Intergroup that have formally registered with World Service Office and indicated their intention to belong to Intergroup may be considered members. An OA group is defined as the following:
  - (i) As a group, they meet together to practice the Twelve Steps and Twelve Traditions of OA.
  - (ii) All who have a desire to stop eating compulsively are welcome in the group.
  - (iii) No member is required to practice any actions in order to remain a member or to have a voice (share at a meeting).
  - (iv) As a group, they have no affiliation other than OA.
  - (v) A group may be formed by two (2) or more persons meeting together as set forth in Article V, Section 1 of Overeaters Anonymous, Inc. Bylaws Subpart B.
- (b) Each group shall be entitled to one vote through its elected IR.
- (c) No group may be registered with another Intergroup.

### Section 3.03 Intergroup Representatives

- (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 their group. These IRs 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 delegate when the necessity arises.

- (b) IRs should be selected for willingness to serve and commitment to the Twelve Steps and Twelve Traditions of OA. Individual groups shall decide the length of abstinence for their reps.
- (c) The primary responsibility of the IR, or alternate, is to represent their group at all meetings of the Intergroup, to act as a liaison between this Intergroup and their group, to see that all communications pertaining to Intergroup are made available and, where requested, read aloud to the group.

### **Section 3.04 Absences of Intergroup Representatives**

- (a) The absence of a representative shall be noted in the minutes.
- (b) Membership with voice and no vote may be any member of the Fellowship who is not a duly elected representative or alternate.

## **Article IV. THE INTERGROUP BOARD**

### **Section 4.01 The Intergroup Board**

- (a) The board shall consist of at least a chairperson, vice-chairperson, secretary, and treasurer.
- (b) The immediate past chairperson shall serve as an ex-officio member of the Intergroup Board for one year. The Intergroup Board will also include these positions: the World Service Business Conference delegate(s), and Regional Representative(s). Their duties shall be set by policy adopted by the Intergroup and contained in the Intergroup job descriptions.
- (c) This Intergroup Board shall serve as the executive board. In the event the chairperson of the board should be unable to attend any meeting of the board, the next highest-ranking executive officer in attendance shall serve as chair for that meeting. The ranking of these officers shall serve as follows:
  - (i) Vice chairperson
  - (ii) Treasurer
  - (iii) Secretary

### **Section 4.02 Nominations to the Intergroup Board**

- (a) Nominations to the board may be made from the floor at the time of election.
- (b) A nominating committee may also be formed, at the discretion of the Intergroup.

### **Section 4.03 Qualifications for the Intergroup Board**

- (a) Working the Twelve Steps of OA
- (b) Familiarity with the Twelve Traditions of OA

- (c) Familiarity with the Twelve Concepts of OA Service
- (d) Abstinent for 30 days
- (e) It is not required that a board member be a member of an active group or a member of Intergroup for a specified period of time before being voted into office.
- (f) The World Service Business Conference Delegate/alternate shall have at least one (1) year of current abstinence and meet qualifications and requirements as outlined and defined in the Overeaters Anonymous, Inc. Bylaws, Subpart B, Article X, Section 3, and as required for election to the Board by Article IV, Section 4, of these bylaws.
- (g) The regional representative/alternate shall meet qualifications and requirements as outlined and defined in the Region 8 Bylaws, and as required for election to the board by Article IV, Section 4.03, of these bylaws.

#### **Section 4.04 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, nominee must:
  - (i) Meet all qualifications as defined in Article IV, Section 4.03.
  - (ii) Understand responsibilities of the position as defined in Article IV, Section 4.06 and as defined in the Intergroup job descriptions (if written job descriptions are available).
- (c) In order to be elected to membership on the Intergroup Board, a nominee must be present at the election meetings and must receive a majority vote of the IRs present and voting.

#### **Section 4.05 Term of Office**

- (a) Board members shall be elected to serve for a period of 1 year.
  - (i) There are no exceptions.
    - 1) *Newly elected officers shall begin service at the Intergroup meeting following their election.*
  - (ii) There will be no limit on number of consecutive terms to be served by board members.
  - (iii) Upon election to the board, members shall cease to be a representative of their group and that group shall elect a new Intergroup representative.

#### **Section 4.06 Responsibilities of the Intergroup Board**

- (a) Chairperson:
  - (i) shall preside at all regular and special meetings of this Intergroup and Intergroup Board.
  - (ii) shall be responsible for establishing the agenda for all Intergroup meetings.
  - (iii) may cast the deciding vote to make or break a tie.

- 1) *may not participate in a ballot vote.*
  - (iv) may attend all standing committee meetings.
  - (v) shall ensure that the general account of the Intergroup be audited annually (refer to Webster: audit: to examine with intent to verify).
- (b) Vice Chairperson:
- (i) shall serve in the absence of the chairperson.
  - (ii) shall contact, maintain connection and attend SWFL OA meetings as a liaison for Intergroup.
  - (iii) shall initiate contact with Intergroup Meeting Representatives within the geographic area defined as Collier, Lee, and Glades counties, who are not and have not been available for Intergroup monthly meetings.
- (c) Secretary:
- (i) shall see that minutes are kept of all Intergroup and Intergroup Board meetings and that a copy of the highlights of Intergroup minutes is printed and distributed to each Intergroup representative via the bi-monthly newsletter. As a cooperative gesture, a copy of the minutes may be sent to the regional trustee.
  - (ii) shall maintain a file of all minutes of past meetings.
  - (iii) shall perform all other duties as prescribed in the Intergroup policy for job descriptions (if such job descriptions are available).
- (d) Treasurer:
- (i) shall maintain a checking and savings account, if necessary, for dispersal of Intergroup funds.
  - (ii) shall submit financial reports each month at the Intergroup meetings.
  - (iii) shall be cosignatory with one other board member or an appointee of the board OR shall be the single signatory, as decided by the Intergroup.
  - (iv) shall perform all other duties as prescribed in the Intergroup policy for job descriptions (if such job descriptions are available).
- (e) World Service Business Conference Delegate and Region 8 Representative:
- (i) shall write and promptly submit reports to Intergroup on information received at OA conferences and business meetings.
- (f) The Intergroup Board shall provide a means of conducting the Intergroup business in the case of emergencies and/or between meetings of the Intergroup.

#### **Section 4.07 Vacancies and Resignations**

- (a) If a member of the Intergroup Board fails to attend two consecutive meetings without prior notice, his/her 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 chairperson of the Intergroup written notice.
- (c) Any board member of this Intergroup may be removed from office for due cause by a majority vote of the IRs present at a special meeting announced for that purpose.

## **Section 4.08 Filling of Vacancies**

- (a) 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 the Intergroup. Such persons chosen to fill said vacancies shall serve for the remainder of the un-expired term.
- (b) A person chosen to fill any vacancy on the board shall meet the qualifications as defined in Article IV, Section 4.03, and be aware of all responsibilities of that position as described and defined in Article IV, Section 4.06.

## **Article V. MEETINGS**

### **Section 5.01 Regular Meetings**

The Intergroup shall meet monthly at a time and place designated by a majority of the voting members. Occasionally, monthly meetings may be cancelled by a majority of the board (due to lack of business, minimal Intergroup attendance, or similar circumstances).

### **Section 5.02 Annual Meetings**

An annual meeting shall be held in the month of October for the election of officers.

### **Section 5.03 Special Meetings**

A special meeting may be called at any time by a majority vote of the Intergroup Board, or by petition of 4 Intergroup members, by giving notice as prescribed in Article V, Section 5.03.

### **Section 5.04 Method of Notification**

- (a) Notification of all meetings shall consist of notices prepared by the Intergroup Secretary and distributed to each group secretary and/or IR 14 days prior to the date of the meeting.
- (b) Placing an announcement in the Intergroup newsletter WINGS, or by mail, and at the prior Intergroup meeting is also considered proper notification.

### **Section 5.05 Quorum**

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

### **Section 5.06 Meeting Procedure**

It is suggested that at the beginning of every meeting, OA Twelve Steps and Twelve Traditions be read. In addition, it is requested that the Twelve Concepts of OA Service be read.

## **Article VI. COMMITTEES**

### **Section 6.01 Standing Committees**

- (a) 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:
  - (i) Newsletter
  - (ii) Public Information
  - (iii) Other committees deemed necessary to carry on Intergroup work

### **Section 6.02 Special Committees**

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

### **Section 6.03 Committee Appointments**

- (a) The chairperson shall appoint a committee chairperson from those IRs present who meet IR qualifications.
- (b) A board member or any OA member present meeting IR qualifications may be appointed to chair a standing or special committee with approval of the majority of the members present and voting.

### **Section 6.04 Committee Procedures**

Each standing or special committee shall be responsible for calling and holding meetings, and establishing its method of procedures, subject to the approval of the Intergroup Board and the guidelines of the Twelve Traditions of OA.

### **Section 6.05 Committee Responsibility**

Any committee decision and/or vote which establishes or changes a policy, sets a procedural plan for a special event, or expends funds in excess of the approved budget, shall require approval by the Intergroup prior to implementation. Each standing committee chairperson shall submit a written report to the Intergroup during the next Intergroup meeting, and at the end of any specific event coordinated by that committee. If any monies are expended from an approved budget, a detailed and itemized report shall be included with the committee report.

### **Section 6.06 Nominating Committee**

- (a) The Intergroup may have a nominating committee to recommend persons to serve as officers, RRs, and WSBC delegates and persons to fill vacancies and to serve on the next nominating committee.
- (b) The number of members on the committee should be three (3).
- (c) The chairperson of the Intergroup shall not serve on the committee, but may provide

background information and input as requested by the committee.

### **Section 6.07 Ex-officio Members**

- (a) Past committee chairpersons may serve in an ex-officio capacity in their respective committees.
- (b) The Intergroup chairperson is an ex-officio member of all committees except the nominating committee.

### **Section 6.08 Committee Bank Account**

- (a) If it is deemed necessary by the board that a committee shall open a bank account, the following procedure shall be followed:
  - (i) The committee chairperson and the treasurer of the Intergroup shall be cosigners on the account. Two signatures shall be required on all checks.
  - (ii) The committee chairperson shall keep all financial records and shall present a detailed, itemized report of transactions to the Intergroup monthly and following any event for which monies were expended or received.
  - (iii) The committee chairperson shall arrange for an audit of the committee 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 6.09 Vacancies**

Should a vacancy, resignation, or removal of a committee chairperson occur, all pertinent information shall be turned over to the Intergroup chairperson. The chairperson shall then appoint a new committee chairperson to serve the remainder of the term.

### **Section 6.10 Removal of Committee Chairperson**

A committee chairperson may be removed from office by a two-thirds (2/3) vote of the Intergroup Board. Removal is based on unworthy conduct, three (3) absences without notice, or a return to compulsive overeating.

## **Article VII. SOURCE OF FUNDS**

### **Section 7.01 Source of Funds**

- (a) Voluntary contributions of the member groups shall be the primary source of funds.
- (b) 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 to the general practice of OA.

- (d) The maximum allowable annual donation to the Intergroup by OA members is to be limited to an amount set by vote of the Intergroup and listed in the Intergroup policy manual. *(Note: The limit for WSO is currently five thousand dollars (\$5,000), subject to change by the Board of Trustees.)*
- (e) The acceptance of bequests or donations from any outside source is prohibited.
- (f) The maximum allowable bequest to the Intergroup by OA members is to be limited to an amount set by vote of the Intergroup and listed in the Intergroup Policy Manual. *(Note: The bequest limit for WSO is currently one hundred thousand dollars (\$100,000), subject to change by the Board of Trustees.)*
- (g) 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 7.02 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 # 8 and the World Service Office, at least quarterly, as budgeted and directed by the Intergroup.

## **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 Overeaters Anonymous, Inc. Bylaws, Subpart B or any special rules of order this Intergroup may adopt.

## **Article IX. AMENDMENTS TO THESE BYLAWS**

These bylaws, with the exception of Article II, Sections 2.02, 2.03, and 2.04, may be amended at any time by a 2/3rds vote of the IRs and board members present 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 14 days prior to the meeting in which action is to be taken on the amendment.

## **Article X. MAJOR POLICY MATTERS**

### **Section 10.01**

- (a) Matters that 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 XI. DISSOLUTION**

### **Section 11.01**

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, and/ or to Region # 8, or to a non-profit fund, association, foundation or corporation, which is organized and operated exclusively for charitable, education, religious and/or scientific purposes and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code. *Note: This applies only to the USA Intergroups/NSBs outside the USA must comply with local laws.*

### **Section 11.02**

No part of the net earnings of this association 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 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.