

OVEREATERS ANONYMOUS

BYLAWS

OF

MIDDLE TENNESSEE INTERGROUP, INC.

PREAMBLE

WE ARE INTERGROUP -- dedicated to serving the needs of Overeaters Anonymous. Electing to attend, we strive to put aside our illness. Our purpose is to conduct business. We understand the necessity of doing so in an orderly fashion. We leave our feelings at the door when we gather to serve OA as a whole. To maintain OA unity, we place principles before personalities. The quality of our service depends upon our willingness to commit to OA goals.

Bylaws revised and adopted May 24, 1993.
Bylaws revised and adopted June 16, 2003.
Bylaws revised and adopted August 13, 2003.
Bylaws revised and adopted September 15, 2003.
Bylaws revised and adopted October 20, 2003.
Bylaws revised and adopted January 17, 2011.
Bylaws revised and adopted March 19, 2012.
Bylaws revised and adopted March TK, 2013..

2013 Revisions

The Middle Tennessee Intergroup of Overeaters Anonymous ("MTI") revised and amended these Bylaws effective March TK, 2013

The following revisions were made:

Article II:

Section 1

- Language was added to conform with the World Service guidelines regarding the purpose of Intergroups (Article VI, Section 2.a.2)

Section 4: The Twelve Concepts

- The word “the” was removed from Concept 2 to conform with the the language from World Service (Bylaws, Subpart B, Article III).

Article III:

Section 1

- C. Additional language was added to clarify that an individual may only have one vote on the board, even if they hold multiple voting positions, as suggested by a sample bylaws provided by World Service.

Section 2

- A.1. This section was amended to include the Twelve Concepts of OA (Article V, Section 1.1)

Section 4

- A. Revision date moved to footnote.
- D. Revision date moved to footnote.

Section 5

- A, B, C, and D. These additions were included in order to conform with the suggested bylaws provided by World Service.

Article IV:

Section 3

- Added language to include the 12 Traditions and 12 Concepts, as suggested by the sample bylaws provided by World Service.
- F. Revision date moved to footnote.

Section 4

- E. The additional qualification of at least two (2) years of service beyond the group level” was added (Article X, Section 3.c.1).

Article V:

Section 6

- This section was added in order to reflect the suggested bylaws provided by World Service.

Article VI:

Section 1

- The Virtual, Webmaster, Workshop and Retreat positions were added to accurately reflect the positions that are currently active at MTI.

Article VII

Section 1

- E. Revision date moved to footnote.

Article XI

Section 3

- This was added to conform with suggested bylaws provided by World Service.

2012 Revisions

The Middle Tennessee Intergroup of Overeaters Anonymous ("MTI") revised and amended these Bylaws effective March 19, 2012

A single revision was made:

Article IV. The Intergroup Board

Section 3.C. – Qualifications for Officers. The reference to the WSBC policy which defines abstinence (Policy 1988b) replaced the previous reference to the definition in the OA pamphlet *A Commitment to Abstinence* was removed.

2011 Revisions

The Middle Tennessee Intergroup of Overeaters Anonymous ("MTI") revised and amended these Bylaws effective January 2011. Many of the revisions were done in order to conform the Bylaws to current MTI practices as well as to reflect MTI's evolving understanding of what are appropriate abstinence and activity standards for those members who wish to provide service at the intergroup level.

Instead of footnoting each change as has been done with previous updates, the list below documents significant revisions. In addition, the marked-up version of the changes to Bylaws has been archived with the Secretary and in corresponding printed records of the Bylaws.

The following sections were amended:

Table of Contents added.

Article III. Members

1. Section 1.A. – Reference to the definition of the Intergroup Board (Article IV, Section 1.A.) was inserted
2. Since the Board now includes the Delegates to World Service and Region 8, it no longer needed to be listed in Section 1.C, and it was deleted.
3. Section 4.A. – Abstinence requirement for IR, alternate IR's and all committee chairs revised to 60 days.

Article IV. The Intergroup Board

1. Section 1.A. – The Board members are defined; "Officers" are distinguished from board members at large.
2. Section 2. – Expanded to include Term of Officers along with Nomination and Election specifications
 - 2.A. – Elections are to be held in May and October.
 - Chair and Secretary election shall be in May
 - Vice Chair and Treasurer shall be in October
 - 2.B. – Revised that the Chair will appoint Nominating Committee for election 60 days prior to election
 - 2.E. – Specifies that Officers may hold only one elected position during each term; however, they may serve in an appointed position.
 - 2.F. – Officers may serve as alternate to the WSBC or Region 8.
 - 2.G. – Officer Term is defined as one (1) year
 - 2.H. – Officers may serve in the same office for two consecutive terms.
3. Section 3. – Qualification revised to be for Officers rather than for the total Board
4. Section 4. – Expanded to address Regional Representative as well as WSBC Delegate.
 - C. – Added that there can be one Regional Representative for every 10 groups it represents, and thus, one vote for every 10 groups / or Representative.
 - F. – Defines abstinence as 6 months and Intergroup experience at 6 months, in addition to other qualifications defined in Section 3.
 - G. – Delegate and Regional Representative term of service is two (2) years.
 - H. – Elections are in October, alternating for Regional Representative and WSBC Delegate for continuity of service.
5. Section 5. – Responsibilities of Board Members
 - A.12. – Chair is responsible for filing MTI's annual report with State of TN.
 - B. – Co-Chair renamed Vice-Chair
 - B.4. – Maintains lists for Intergroup: WSO, webmaster, and Meeting List
 - Serves as Liaison to all Intergroup meetings
 - Keeps and distributes updated roster of IG members
 - Sends updates of meetings to WSO, IG webmaster, and IG Meeting List coordinator
 - C. – Secretary duties revised to distribute minutes.
 - D. – Treasurer duties expanded to include collecting and distributing mail received at MTI office.

E. – WSBC Delegate responsibilities revised to reflect the following

- May also serve as Regional Representative
- If funds are available, attend the annual WSBC, or make arrangements for an alternate two weeks prior to conference.
- Votes the Intergroup conscience unless s/he believes that would conflict with best interest of Intergroup or OA as a whole.
- Document report of actions taken at WSBC, and present orally at the following Intergroup business meeting. Also serve as ongoing communication link between WSBC and Intergroup for WSO information and announcements.
- Serving as substitute delegate in the absence of a representative or delegate is defined.

F. – Region 8 Business Assembly Representative responsibilities were added

- May also serve as WSBC Delegate
- If funds available, attend the three assemblies of Region 8, or make arrangements for an alternate to attend.
- Votes the Intergroup conscience unless s/he believes that would conflict with best interest of Intergroup or OA as a whole.
- Document report of actions taken at Region 8 Business Assembly, and present orally at the following Intergroup business meeting. Also serve as ongoing communication link between Region 8 and Intergroup for WSO information and announcements.
- Serving as substitute delegate in the absence of a representative or delegate is defined.

6. Section 6. Vacancies and Resignations

- Serving as substitute delegate in the absence of a representative or delegate is defined.
- If Officer, Delegate, Representative, or Committee Chair fails to attend two consecutive Intergroup Meetings without prior notice, his / her office may be declared vacant by a majority vote.
- Officer, Delegate, Representative, or Committee Chair may resign at any time for any reason via written notice.

Article VI. Committees

1. Section 1. - Standing Committees are listed.

- “Professional Outreach” replaces former “Hospitals, Institutions, and Professional.”
- 12th Step Within is added.

2. Section 2. – Committee Appointments revised to allow appointment of members at large, not just from meeting’s Intergroup Representatives.

Article VII. Finances

1. Section 1. - Sources of Funds

- The maximum allowable annual cash donation is now \$10,000, rather than \$5,000.
- Prudent Reserve defined as “budgetary needs.”
- Excess “may” be donated to Region 8 and WSO instead of “will” be donated.

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ARTICLE I. NAME

The name of this organization is Middle Tennessee Intergroup, Incorporated, hereinafter referred to as Intergroup.

ARTICLE II. PURPOSE

Section 1. Purpose

The specific and primary purpose of this organization is to aid those with the problems of compulsive eating through the Twelve Steps and Twelve Traditions of Overeaters Anonymous, guided by the Twelve Concepts of OA Service, and to serve and represent the OA groups from which it is formed¹; and the general purpose is to promote the public health and furnish charitable and cultural assistance to those with problems of compulsive eating.

This Intergroup is organized exclusively for charitable, religious (*i.e.*, spiritual), and scientific purposes, including for such purposes the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Section 2. The Twelve Steps

The Twelve Steps² suggested for recovery in the Fellowship of Overeaters Anonymous (hereinafter referred to as OA) 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.

¹ The purpose was amended on March TK, 2013 to include “aid those with the problems of compulsive eating through the Twelve Steps and Twelve Traditions of Overeaters Anonymous, guided by the Twelve Concepts of OA Service, and to serve and represent the OA groups from which it is formed” in order to conform with the stated purposed of Intergroup as defined by World Service. At the same time, the words “help persons overcome the problem of compulsive overeating” were removed to eliminate reduncancy.

² Permission to use and adapt the Twelve Steps of Alcoholics Anonymous granted by AA World Services, Inc. Middle Tennessee Intergroup may not amend OA’s Twelve Steps (added October 20, 2003)

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

The Twelve Traditions³ 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.

³ Permission to use and adapt the Twelve Traditions of Alcoholics Anonymous granted by AA World Services, Inc. Middle Tennessee Intergroup may not amend OA's Twelve Traditions (added October 20, 2003)

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 Concepts⁴

The Twelve Concepts of OA Service⁵ 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, World Service Business Conference is the voice, authority and effective conscience of OA as a whole⁶.
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.

⁴ Section 4 added October 20, 2003.

⁵ Middle Tennessee Intergroup may not amend the Twelve Concepts of OA Service.

⁶ The word “the” was removed before “World Service Business Conference” to conform with official Concepts on March TK, 2013.

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. MEMBERS

Section 1. Membership⁷

The voting membership of Intergroup shall consist of the following:

- A. The Intergroup Board (See Article IV, Section 1.A.)
- B. Intergroup Representatives (hereinafter referred to as IR's) which shall consist of 1 member from each group within the geographic area. Visitors are welcome and are encouraged to participate in the discussion.
 - Geographic area shall be defined as Middle Tennessee.⁸
- C. Chairs of Standing and Special Committees. (NOTE: A committee chair, like every other IG member, will have only one vote even if also serving as an IR.)⁹

Section 2. Qualifications¹⁰

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:
 - 1) As a group, they meet together to practice the Twelve Steps and Twelve Traditions of OA, guided by the Twelve Concepts of OA Service.¹¹
 - 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, they have no affiliation other than OA.
 - 5) 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.¹²
- B. Each group shall be entitled to one (1) vote through its elected IR.
- C. No group may be registered with another Intergroup.

⁷ Revised on July 14, 2003 to delete Paragraph E. which read "The World Service Board of Trustee's of Overeaters Anonymous shall be considered a participating group member of Intergroup."

⁸ Paragraph B replaced with the present text on August 18, 2003

⁹ Paragraph C, Delegates to World Service and Region 8, deleted January 2011. "D" becomes "C."

⁹ Added on March TK, 2013 to reflect suggestions from the sampel bylaws provided by World Service.

¹⁰ Section 2 re-titled on August 18, 2003

¹¹ Revised on March TK, 2013 to include "guided by the Twelve Concepts of OA Service."

¹²Introductory phrase added and Paragraph A replaced with the present text on August 18, 2003

Section 3. Selection of Intergroup Representatives (IR's)

IR's shall be selected by the group conscience of the group they are to represent. IR's shall be selected by any method deemed appropriate by their group. They shall serve for a period designated by their group, always subject to recall by the group. Each group shall be free to designate an alternate IR when the necessity arises.

Section 4. Qualifications of IR's and Committee Chairs

- A. IR's, alternate IR's, and all committee chairs must be currently abstinent (60 days).¹³
- B. IR's, alternate IR's, and Standing Committee chairs must have been members of a group in the Middle Tennessee area for a minimum of six (6) months. This qualification will be waived for new groups requesting membership.
- C. Chairs of Special Committees must have been members of a group in the Middle Tennessee area for a minimum of three (3) months.
- D. By a majority vote, Intergroup may waive or reduce the active membership and abstinence qualifications. The waiver or reduction is temporary until such time as a willing, qualified person becomes available to serve.¹⁴

Section 5. Responsibilities of IR's

The primary responsibility of IR's or alternate IR's is to represent their respective groups at all meetings of Intergroup, to act as liaison between their groups and Intergroup, to see that all communications pertaining to Intergroup are made available and, where requested, read aloud to their groups.

Section 6. Voting Privileges

- A. All members of the OA fellowship who are not duly elected IR's or alternates are encouraged to be present and participate in discussions; they may not vote.
- B. Revocation of voting privileges may be voted by a majority of the members attending a regularly scheduled Intergroup meeting. Revocation may be voted for failure to meet the qualifications of the office or nonperformance of specified duties.
- C. Notification of revocation of voting privileges of an IR will be made by the Intergroup Board.

Section 7. Vacancies and Resignations

Failure of an IR to attend two (2) consecutive meetings of Intergroup may cause the IR's position

¹³ Revised November 20, 2000.

¹⁴ Ibid.

to be declared vacant. Action shall be at the discretion of individual groups.

ARTICLE IV. THE INTERGROUP BOARD

Section 1. Intergroup Board

- A. The board shall consist of the four officers (Chair, Vice Chair, Secretary, and Treasurer) (“Officers”), the Delegate to World Service Business Conference (“WSBC Delegate”), and the Regional Representative to Region 8 (“Regional Representative”).^a
- B. The immediate past Chair shall be an ex-officio member, without vote, for one (1) year.
- C. The Board shall serve as the Executive Board of Middle Tennessee Intergroup.
- D. The Board shall be authorized to conduct the necessary business that shall arise between regular meetings of Intergroup.
- E. All documents that would impose any legal responsibility upon Intergroup must be signed by a minimum of two (2) members of the Board.

Section 2. Nomination, Election and Term of Officers

- A. Regular elections of officers are held in May and October of each year. The election for the Chair and Secretary shall be in May, and the election for the Vice Chair and Treasurer shall be in October.
- B. Sixty days prior to the election of new officers, the Chair will appoint a Nominating Committee of three (3) or more persons who will present a slate of qualified candidates. Volunteers and suggestions from all members will be considered.
- C. Each candidate must have indicated a willingness to serve.
- D. Election shall be by voice vote or show of hands as decided by Intergroup. A simple majority shall prevail.
- E. Officers may hold only one (1) elected position during each term. They may also serve, however, in appointed positions.
- F. Officers may serve as the alternate WSBC Delegate or the alternate Regional Representative.
- G. Officers are elected for a period of one (1) year or until a successor has been elected.
- H. Officers may serve in the same office for two (2) consecutive terms. Intergroup may waive the two-term limitation in special circumstances.

Section 3. Qualifications for Officers

- A. Be working the Twelve Steps, Twelve Traditions and Twelve Concepts of OA Service to the best of his/her ability¹⁵, as an active member of a group in the Middle Tennessee area for a minimum of one (1) year.
- B. Must be familiar with and committed to the twelve traditions of Overeaters Anonymous.
- C. Must have six (6) or more months of current abstinence (as stated in the WSBC Policy 1988b, amended 2002, 2009, and 2011 (and any future amendments).
- D. Understand the responsibilities of the position as defined in Article IV, Section 6.
- F. The chair must have prior experience as an active member of Intergroup.

By a majority vote, Intergroup may waive or reduce the active membership and abstinence qualifications. The waiver or reduction is temporary until such time as a willing, qualified person becomes available to serve.¹⁶

Section 4. Delegate to World Service Business Conference and Regional Representative

- A. Intergroup participates in World Service to facilitate the exchange of information with other OA groups, regions, and intergroups, and to strengthen the unity of OA as a whole.
- B. Intergroup shall be entitled to one (1) WSBC Delegate for up to the first fifteen (15) groups it represents and one (1) additional delegate for each additional fifteen (15) groups or fraction thereof.
- C. Intergroup shall be entitled to one (1) Regional Representative (vote) in the Region 8 Business Assembly for each ten (10) groups it represents.
- D. For purposes of determining the number of delegates and regional representatives to which Intergroup is entitled, only groups registered with the World Service Office shall be counted.
- E. In addition to the qualifications in Section 3 to be an Intergroup Officer, the WSBC Delegate/alternate shall have:
 - at least one (1) year of current abstinence, at least two (2) years of service beyond the group level¹⁷, and
 - meet qualifications and requirements as outlined and defined in the Overeaters Anonymous, Inc. Bylaws, Subpart B, Article X, Section 3.¹⁸

¹⁵ Introductory phrase added on March TK, 2013 to include the 12 Traditions and 12 Concepts of OA.

¹⁶ Added November 20, 2000.

¹⁷ The additional qualification of “at least two (2) years of service beyond the group level” was added on March TK, 2013 to conform with World Service Bylaws.

¹⁸ Paragraph D added September 15, 2003 (increased the abstinence requirement from 6 months to one year, and requires 2 years of OA service above the OA group level).

- F. In addition to the qualifications in Section 3 to be an Intergroup Officer, the Regional Representative shall have at least six (6) months of current abstinence and six (6) months of Intergroup experience.
- G. Delegates and Regional Representatives are elected for terms of two (2) years or until a successor has been elected. Alternates are elected for the same term.
- H. To insure continuity of experienced representation, Delegates will be elected in alternating years during the October elections. Regional Representatives will also be elected in alternating years during the October elections. As more delegate and regional representative positions become available to the Intergroup, each new position will be elected during the October election.
- I. The WSBC Delegate and the Regional Representative may serve in the same office for two (2) consecutive terms. Intergroup may waive the two-term limit in special circumstances.

Section 5. Responsibilities of Board Members

- A. Serve as guardians of the Twelve Steps, Twelve Traditions and Twelve Concepts with respect to the functions of the intergroup.¹⁹
- B. Perform the duties of their offices in accordance with IG policies and procedures.²⁰
- C. Serve as guardian of IG funds; participate in an annual financial audit.²¹
- D. Provide a forum for the interchange of ideas and information among member groups.²²
- E. **Chair**
 - 1. Presides at all Intergroup meetings.
 - 2. Selects a meeting place for Intergroup meetings.
 - 3. Compiles Intergroup meeting agenda.
 - 4. Is available to consult with chairs and co-chairs of all Intergroup committees and to serve as a sounding board in the decision-making process.
 - 5. May cast the deciding vote to break a tie.
 - 6. Serves as spokesperson for official purposes, including correspondence.
 - 7. Upon expiration of the term of office, is an ex-officio officer of Intergroup for one year without vote.
 - 8. Appoints Nominating Committee
 - 9. Sends monthly email reminder before the upcoming Intergroup meeting.

¹⁹ Added on March TK, 2013 to conform with suggested bylaws provided from World Service.

²⁰ Ibid.

²¹ Ibid.

²² Ibid.

10. Coordinate Communications with Membership, including the MTI email group.
11. May attend all standing committee meetings.
12. Responsible for filing MTI's annual report with Tennessee's Secretary of State between October 1 and December 31, or as such date may be changed by the Secretary of State.

B. **Vice Chair**

1. Serves in the absence of the Chair.
2. Assists the Chair whenever needed.
3. Maintains a current update of all changes and additions to the member groups of Intergroup with WSO, Intergroup webmaster, and Meeting List Chair.
4. Serve as liaison to all Intergroup meetings to ensure appropriate involvement and representation with Intergroup.
5. Keeps and distributes an updated roster of IG members.
6. Sends all Intergroup member groups' meeting changes and additions to WSO, the Intergroup Webmaster, and the Intergroup Meeting List coordinator.
7. May attend all standing committee meetings.

C. **Secretary**

1. Keeps and distributes minutes of Intergroup meetings and provides copies for all member groups.
2. Takes roll and keeps record of groups that are and groups that are not represented at each meeting.
3. Maintains a file of minutes of past meetings.
4. Directs correspondence to the appropriate Officer or Committee Chair and maintains a file of outgoing correspondence.
5. Mails announcements and other communications as needed.
6. Maintains a supply of Intergroup Bylaws, assuring that all IR's have copies.
7. Provides a copy of the Bylaws to each new group entering Intergroup.
8. Makes a copy of the Bylaws available for reference at all Intergroup meetings.
9. May attend all standing committee meetings.

D. **Treasurer**

1. Maintains checking and saving accounts for dispersal of Intergroup funds.
2. Pays Intergroup bills.
3. Keeps a record of all financial transactions of Intergroup.
4. Provides a financial report to every Intergroup meeting.
5. Serves as chair of the Budget Committee.
6. May attend all standing committee meetings.
7. Collects and distributes mail received at Intergroup Office.

E. Delegate(s) to the World Service Business Conference (WSBC)

1. WSBC Delegate may also serve as Regional Representative.
2. If funds are available, it is the responsibility of each delegate to attend the annual World Service Business Conference of Overeaters Anonymous. When attendance is not possible, s/he must contact the Intergroup Chair at least two (2) weeks prior to the scheduled meeting and arrange for an alternate to attend. If notification is not possible, the delegate has the responsibility of contacting an alternate and making the necessary arrangements for that alternate to attend.
3. In all voting situations, the WSBC Delegate will represent the Intergroup conscience at the WSBC, except when the delegates believe that adherence to Intergroup wishes would be contrary to the best interests of Intergroup or Overeaters Anonymous as a whole. This would be based on their Interpretation of events arising during the WSBC.
4. Each delegate shall be willing to report, in writing, the actions of the WSBC to all groups that Intergroup represents and make an oral presentation at the following Intergroup business meeting. Each should also be willing to keep Intergroup and groups aware of all World Service Office (WSO) information and communicate new and important information from WSO to Intergroup.
5. During the WSBC, if any of the regularly elected delegates or their alternate is not present at any given session, the other delegates in attendance may choose another person to serve as substitute delegate for that session only. That person shall be chosen from among alternates present at the session or from the general population of member groups in attendance. Regard should be given to the general requirements of delegates in choosing the substitute delegate.

F. Representatives to the Region 8 Business Assembly (Regional Representatives)

1. Regional Representatives may also serve as WSBC delegates as long as they meet the requirements.
2. If funds are available, it is the responsibility of each representative to attend the three business assemblies of Region 8. When attendance is not possible, the representative has the responsibility to contact an alternate and make the necessary arrangements for that alternate to attend.
3. In all voting situations, the Regional Representatives will follow the Intergroup conscience at the Region 8 Business Assembly, except when the representatives believe that adherence to Intergroup wishes would be contrary to the best interests of Intergroup, Region 8, or Overeaters Anonymous as a whole. This would be based on their interpretation of events arising during the Region 8 Business Assembly.
4. Each representative shall be willing to report, in writing, the actions of the Region 8 Business Assembly to all groups that Intergroup represents and make an oral presentation at the following Intergroup business meeting. The representatives should be willing to keep Intergroup aware of all pertinent information arising from each assembly.
5. During Region 8 Business Assembly, if any of the regularly elected representatives or their alternate is not present at any given session, the other representatives in attendance may choose another person to serve as substitute

delegate for that session only. That person shall be chosen from among alternates present at the session or from the general population of member groups in attendance. Regard should be given to the general requirements of representatives in choosing the substitute representative.

Section 6. Vacancies and Resignations

- A. If an Officer, WSBC Delegate, Regional Representative or Committee Chair fails to attend two (2) consecutive meetings without prior notice, his/her office may be declared vacant by a majority of members present and voting.
- B. Any Officer, WSBC Delegate, Regional Representative or Committee Chair may resign at any time for any reason by giving written notice to the Intergroup chair.
- C. Any office that becomes vacant due to the resignation of the incumbent, or for other reasons, shall be filled at the next regularly scheduled Intergroup meeting by a special election of an active Intergroup member. The individual elected will fill the remainder of the term of office, serving until the next regular election.

ARTICLE V. INTERGROUP MEETINGS

Section 1. Regular Meetings

- A. Meetings of Intergroup shall be held once each month, unless otherwise voted upon by the members at a regular or special meeting.
- B. Specific meeting place, day and time shall be established at the beginning of each calendar year.

Section 2. Special Meetings

- A. A special meeting may be called at any other reasonable time by a majority vote of the Board. Such meetings shall meet the requirement of at least one day's notice to all members whom it is possible to contact.
- B. Special meetings may be called by petition of a majority of the voting membership of Intergroup if the Board fails to call the meeting.

Section 3. Method of Notification

Distribution of the minutes of the previous month's Intergroup shall serve to notify members of the upcoming regular meeting.

Section 4. Voting Privileges

See Article III. Section 6.

Section 5. Quorum

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

Section 6. Meeting Procedure

The Twelve Steps, Twelve Traditions, and Twelve Concepts shall be read at the beginning of each meeting.²³

²³ Added on March TK, 2013 in order to comply with the suggested bylaws provided by World Service.

ARTICLE VI. COMMITTEES

Section 1. Standing Committees

The following committees may be formed in order to carry out the purposes of Intergroup in the most effective and efficient manner. Standing committees will parallel those of the World Service Conference where possible, but will not be limited to those.

- A. Newsletter
- B. Literature
- C. Group Outreach
- D. Public Information
- E. Professional Outreach
- F. Budget/Treasurer
- G. Intergroup Office
- H. Bylaws
- I. 12th Step Within
- J. Virtual²⁴
- K. Webmaster²⁵
- L. Workshop Committee²⁶
- M. Retreat Committee²⁷
- L. Other standing or special committees that are deemed necessary.

Section 2. Committee Appointments

The Intergroup Chair shall appoint committee chairs from the membership who meet the qualifications. (Article III, Section 4).

Section 3. Committee Procedures

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

Section 4. Committee Responsibility

Each standing committee chair shall submit a report to Intergroup at least quarterly and at the end of any specific event coordinated by that committee. If any monies are expended, a detailed and itemized report shall be included with the report.

Section 5. Ex-officio Members

²⁴The Virtual representative to Middle Tennessee Intergroup was added in 2012 to assist in developing and maintaining guidelines for the MTI Google Group, the MTI Website and to liaise with the Virtual Trustee from Region 8 and World Service. It has been added to the bylaws on March TK, 2013.

²⁵ This position was added to the bylaws on March TK, 2013 to reflect a position that has been actively participating in MTI.

²⁶ Ibid.

²⁷ Ibid.

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

Section 6. Committee Bank Accounts

If the Board deems it necessary for a committee to open a bank account, the following procedure shall be followed:

- A. The committee chair, the committee treasurer, and the Intergroup Treasurer shall be cosigners on the account. Two signatures shall be required on all checks, unless otherwise approved by the Board.
- B. The committee chair shall keep all financial records and shall present a detailed, itemized report of transactions to Intergroup, within one (1) month following any event for which monies were expended.
- C. The committee chair may arrange for an audit of the account during the final month of each year. The audit may take place at the same time Intergroup's general account is audited.

Section 7. Vacancies and Resignations

- A. Should a vacancy or resignation occur in any standing committee, all pertinent information shall be turned over to the Intergroup chair, who shall then appoint a new committee chair to serve the remainder of the unexpired term.
- B. If a committee chair fails to attend two (2) consecutive meetings without prior notice, his/her office may be declared vacant by a majority of members present and voting.
- C. Any committee chair may resign at any time for any reason by giving written notice to the Intergroup Chair.

ARTICLE VII. FINANCES

Section 1. Sources of Funds

- A. The sources of finances shall be limited to contributions from OA members and any profits from special projects authorized by Intergroup.
- B. The maximum allowable annual cash donation to Intergroup by an OA member is limited to ten thousand dollars (\$10,000).
- C. Acceptance of bequests or donations from any outside source is prohibited. Outside donations will be declined.
- D. All funds received and accepted by Intergroup shall be held in trust by the officers who make payments and distribute these funds to cover expenses of activities authorized by these Bylaws.
- E. These funds will be audited from time to time. The Intergroup Chair will appoint an Auditing Committee in July of each year to determine whether an audit is needed, and the scope of the audit. That committee will consist of at least three (3) persons, including the treasurer. Results of the audit will be presented at the first Intergroup meeting following its completion.²⁸
- F. Intergroup shall not accept responsibility for trusteeship over, or enter into the distribution or allocation of, funds set up outside Overeaters Anonymous.

Section 2. Prudent Reserves

There shall be no accumulation of funds beyond budgetary needs, with retention of only a prudent reserve for contingencies. Funds in excess may be donated to Region 8 and the World Service Office as directed by Intergroup.

²⁸ Revised November 20, 2000.

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 Law of the Land, the Overeaters Anonymous, Inc. Bylaws, Subpart B or any special rules of order this Intergroup may adopt.²⁹

²⁹ Revised June 16, 2003

ARTICLE IX. BYLAW AMENDMENTS

These Bylaws may be amended at any time by a simple majority of Intergroup members present and voting their respective group conscience at any regular or special meeting of Intergroup, provided that copies of the proposed amendment or amendments have been provided for representatives at the two most recent prior regularly scheduled meetings.

ARTICLE X. MAJOR POLICY MATTERS

Matters that affect Intergroup and/or groups within its service area shall be referred to Intergroup.
Matters that 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 to a non-profit fund, association, foundation or corporation which is organized and operated exclusively for charitable, education, or religious (i.e., spiritual) 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 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.
- Section 3. In order to deregister, MTI must submit a written request to World Service Office, region chair and region trustee.³⁰

³⁰ Added on March TK,2013 in order to reflect suggestion from the sample World Service bylaws.