

# Bylaws of the Piedmont Intergroup of Overeaters Anonymous

Approved: June 15, 2013

## Article I – Name

The name of this organization shall be Piedmont Intergroup of Overeaters Anonymous, hereinafter know as PI.

## Article II – Purpose

### Section 1 – Purpose

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. This Intergroup is in compliance with and qualifies as an exempt organization under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding section of any future United States Internal Revenue Law). Piedmont Intergroup is a registered service board with the World Service Office of Overeaters Anonymous.

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

The Twelve Steps suggested for recovery in the Fellowship of Overeaters Anonymous (OA) are as follows:

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.

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<sup>1</sup> Permission to use and adapt the Twelve Steps of Alcoholics Anonymous granted by AA World Services, Inc. The Twelve Steps cannot be amended.

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

The Twelve Traditions are as follows:

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

### Section 4 – The Twelve Concepts<sup>3</sup>

The Twelve Concepts of OA Service are as follows:

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.

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<sup>2</sup> Permission to use and adapt the Twelve Traditions of Alcoholics Anonymous granted by AA World Services, Inc. The Twelve Traditions cannot be amended.

<sup>3</sup> Permission to use and adapt the Twelve Concepts of Alcoholics Anonymous granted by AA World Services, Inc. The Twelve Concepts cannot be amended.

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 – Members

Section 1 – Membership of the Intergroup shall consist of the following:

- A. The Intergroup Board (as defined in Article IV, Section 1A).
- B. Intergroup Representatives (IR) which shall consist of one voting member from each group within the geographic area - approximately fifty (50) mile radius from Charlotte.
- C. Group members not acting as IRs but elected or appointed to committees may carry out specific duties such as committee chair.

Section 2 – Qualifications or eligibility for membership in the Intergroup:

- A. Those groups within the geographic definition of Intergroup that have formally registered with the World Service Office and indicated their intention to belong to Intergroup may be considered members. According to OA Bylaws Article V, Section 1an OA group is defined as the following:
  1. As a group, they meet together to practice the Twelve Steps and Twelve Traditions of Overeaters Anonymous, 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, they have no affiliation other than Overeaters Anonymous.
5. It has affiliated as an Overeaters Anonymous group by registering with the World Service Office.

A group may be formed by two (2) or more persons meeting together as set forth in Article IV, Section 1 of Overeaters Anonymous, Inc. Bylaws Subpart B.

- B. 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.
- C. Each group shall be entitled to vote through its elected IR.
- D. No group may be registered with another Intergroup.

#### Section 3 – Intergroup Representatives (IR)

- A. Intergroup Representatives shall be selected by the group conscience of the group they shall represent. An individual may represent more than one group but only vote once. 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 their willingness to serve and commitment to the Twelve Steps and Twelve Traditions of OA.
- C. The Primary responsibility of the IR, or alternate, is to represent his/her group at meetings of PI, to act as a liaison between PI and their group, to see that all communications pertaining to PI are made available, and, where requested, read aloud to the group.

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

- A. Any employee
- B. Any member of the Fellowship who is not a duly elected representative or alternate.

### Article IV – The Intergroup Board

#### Section 1 – Intergroup Board

- A. The Board shall consist of a chair, co-chair, secretary, treasurer, regional representative(s), and World Service Conference delegate(s). The immediate past chair shall serve as an ex-officio member of the PI Board for one year. This PI Board shall serve as the Executive Board.

#### Section 2 – Nominations

- A. 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 PI.
- B. The PI officers and IRs shall elect from its body one regional representative (RR) per each ten groups or part thereof represented by PI, provided that each group counted is registered with WSO and PI. In addition to elected RR(s), an alternate shall be elected to serve when any of the elected RR(s) are unable to serve.

Reimbursement of the expenses of the RR(s) to regional meetings shall be dependent upon PI's financial ability to fund or partially fund expenses of the RR(s), as determined by a group conscience vote.

- C. The PI officers and IRs may elect one delegate to attend World Service Office (WSO) meeting per each ten groups or part thereof represented by PI, provided that each group is registered with WSO and PI.

#### Section 3 – Qualifications for Intergroup Board

- A. Working the Twelve Steps and Twelve Traditions of the recovery program to the best of their ability.
- B. Familiarity with the Twelve Traditions and the by-laws of PI.
- C. Familiarity with the Twelve Concepts of OA Service.
- D. Regular attendance of an active group and PI meetings.
- E. The World Service Business Conference Delegate/Alternate shall meet qualifications and requirements as outlined and defined in the Overeaters Anonymous, Inc. Bylaws, Subpart B, Article X, Section 3c 1. Qualifications for selection of World Service delegates/alternates shall be set by each intergroup, region (in the case of region delegates) or service board provided that each delegate/alternate shall have at least one year of current abstinence and at least two years of service beyond the group level. (Permission for any exception in qualifications for valid reason, if deemed credible by the trustees, may be received by application to the World Service Office.)
- F. The regional representative/alternate shall meet qualifications and requirements as outlined and defined in the Region 8 Bylaws.

#### Section 4 – 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, the nominee must:
  - 1. Meet all qualifications as defined in Article IV, Section 3
  - 2. Understand responsibilities of the position as defined in Article IV, Section 6
- C. In order to be elected to membership on the PI Board, a nominee must be present at the election meeting and must receive a majority vote of the Board members and the IRs.

#### Section 5 – Term of office

- A. Board members shall be elected to serve for a period of one (1) year, with the exception of the RR(s) and the WSO conference delegates, who may be elected for a two (2) year term. Newly elected officers shall begin service at the PI meeting following their election.
- B. Board members elected to partial terms may be elected to the next full term in the same office.
- C. After an interval of one (1) year, the previous board members may be again eligible for election to the previous position.
- D. Upon election to the Board, members shall cease to be a representative of their group, and that group shall elect a new IR.

#### Section 6 – Responsibilities of the Intergroup Board

Board members may vote.

- A. Chair
  - 1. Shall preside at all regular and special meetings of PI.
  - 2. Shall be responsible for finalizing the agenda for all PI meetings
  - 3. Shall ensure that the general account of the PI be audited.
  - 4. May attend all standing committee meetings.
  - 5. May be removed after two (2) consecutive and unexcused absences from meetings of PI. (See Article IV, Section 7)
- B. Co-Chair
  - 1. Shall serve in the absence of the chair.
  - 2. Shall assist the chair whenever needed.
  - 3. Preside over Activities Committee.
  - 4. May attend all standing committee meetings.
  - 5. May be removed after two (2) consecutive and unexcused absences from meetings of PI. (See Article IV, Section 7)
- C. Secretary
  - 1. Shall see that minutes are kept of all PI meetings and that a copy is available at the following PI meeting.
  - 2. Based on minutes, shall draft and forward an agenda for subsequent meetings.

3. Shall maintain an archive data file of all agendas, minutes, treasurers' reports, and Region 8/WSC reports.
4. Shall direct correspondence to the appropriate officer or committee chair and maintain a file of outgoing correspondence.
5. Shall distribute notices of all meetings of the PI as described in Article V.
6. Shall keep WSO informed of all changes to group information
7. May attend all standing committee meetings.
8. May be removed after two (2) consecutive and unexcused absences from meetings of PI. (See Article IV, Section 7)

D. Treasurer

1. Shall maintain a checking and savings account, if necessary, for dispersal of PI funds.
2. Assure that all bank accounts have one (1) additional co-signatory elected from Executive Board members by group consensus.
3. Shall submit financial reports each month at the PI meetings.
4. Shall file annual reports (Form 990N) with IRS as necessary.
5. Shall serve as chair of the Budget Committee.
6. May attend all standing committee meetings.
7. May be removed after two (2) consecutive and unexcused absences from meetings of PI. (See Article IV, Section 7)

E. Regional Representative(s)

1. Shall attend all regional assembly meetings as finances permit.
2. In all areas the RR shall meet all qualifications and requirements as outlined in the Region 8 By-laws.
3. Shall serve no more than four (4) consecutive years, except for reasons to be decided by the group conscience of PI with respect to the RR.
4. Shall be willing to report, both orally and in writing as designated by the PI, the actions of the regional assembly to all groups they represent; to keep the PI and represented groups aware of regional information; to communicate important information to the area.
5. May attend all standing committee meetings.
6. May be removed after two (2) consecutive and unexcused absences from meetings of PI. (See Article IV, Section 7)

F. World Service (WS) Conference Delegate(s)

1. Shall attend the WS Conference of Overeaters Anonymous as finances permit.
2. Shall serve no more than four (4) consecutive years, except for reasons to be decided by the group conscience of PI with respect to the delegate.
3. Shall be willing to report, both orally and in writing as designated by the PI, the actions of the Conference to all groups the PI represents; to keep the PI and represented groups aware of WSO information; to communicate important information to the area.
4. May attend all standing committee meetings.
5. May be removed after two (2) consecutive and unexcused absences from meetings of PI. (See Article IV, Section 7)

### Section 7 – Vacancies and Resignations

- A. If a member of the PI Board fails to attend two (2) consecutive meetings without prior notice to the chair or co-chair, 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 chair or the PI written notice.
- C. Any Board member of PI may be removed from office by a two-thirds (2/3) vote of the Board Members and the IRs at a special meeting announced for that purpose.

### Section 8 – 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 PI. Such persons chosen to fill said vacancies shall serve for the remainder to the unexpired term.
- B. A person chosen to fill any vacancy on the Board shall meet the qualifications as defined in Article IV, Section 2 and be aware of all responsibilities of that position as described and defined in Article IV.

## Article V – Meetings

### Section 1 – Regular Meetings

- A. The PI shall meet monthly at a time and place designated by a majority of the voting body.

### Section 2 – Annual Meetings

- A. An annual meeting shall be held in the month of December for the election of officers. Consideration shall be given to set such time of said meeting to be held 90 days prior to the WS Conference, allowing adequate time for election of the WS Conference delegate(s).

### Section 3 – Special Meetings

- A. A special meeting may be called at any time by a majority vote of the PI Board by giving notice as prescribed in Article V, Section 4.

### Section 4 – Method of Notification

- A. Notification of all meetings shall consist of an announcement to all members via the Email Contact List, PI newsletter, or announcements at meetings seven (7) days in advance.

Section 5 – Quorum

- A. Those voting members present at any meeting of PI shall constitute a quorum for all proceedings of the PI. Matters before the Board shall be decided by a simple majority vote.

Section 6 – Meeting Procedure

It is suggested that every meeting begin with serenity prayer and a reading of the corresponding month’s step, tradition, and concept.

Article VI – Committees

Section 1 – The following standing committees may be established as required to carry out the purpose of the PI in the most effective and efficient manner.

- |                        |   |
|------------------------|---|
| A. Newsletter          | G. Activities   |
| B. Communications      | H. Bylaws   |
| C. Newcomers           | I. Professional Outreach  |
| D. Public Information  | K. Other Committees (standing or special as necessary to carry on work. |
| E. Twelfth Step Within |   |
| F. Budget              |   |

Section 2 – Committee Appointments

- A. The Board shall designate such committees as are deemed necessary for the welfare and operation of the PI. The chair shall appoint a committee chair from those IRs present who meet IR qualifications. Any OA member present meeting IR qualifications may be appointed to chair a standing committee with approval of the established quorum.

Section 3 – Committee Procedures

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

Section 4 – Committee Responsibility

- A. Each standing committee chair shall report to the PI, preferably monthly, but at least quarterly, and at the end of any specific event coordinated by that committee. Any monies expended should be reported to the Treasurer.

Section 5 – Ex-officio Members

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

Section 6 – Committee Bank Account

- A. If it is deemed necessary and approved by the Board that a committee shall open a bank account, the following procedure shall be followed:
  1. The committee chair and one member of the PI Board shall be co-signers on the account.
  2. The committee chair shall keep all financial records and shall present a detailed itemized report of transactions to the PI one (1) month following any event for which monies were expended.

#### Section 7 – Vacancies

- A. Should a vacancy, resignation, or removal occur in any standing committee, all pertinent information shall be turned over to the PI chair. The chair shall then appoint a new committee chair to serve the remainder of the unexpired term.

### 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. Secondary source of income may be such occasional projects or activities as may be authorized by the PI according to Tradition six.
- C. The PI may accept donations from OA members, conforming to the general practice of OA.
- D. The maximum allowable annual donation to the PI by OA members is to be limited to one thousand dollars (\$1000.00).
- 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 five thousand dollars. (\$5,000).
- G. The PI shall not accept the responsibility for trusteeship over, or enter into the distribution of 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. Excess funds will be donated to Region 8 and the World Service Office on a regular basis as directed by the PI.

### Article VIII – Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order shall govern this PI 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 the PI may adopt.

#### Article IX – Amendments to these Bylaws

These Bylaws may be amended at any time by a two-thirds (2/3) vote of the IRs and Board members present at any regular or special meeting of the PI, provided a copy of the proposed amendment has been submitted in writing and received by each group affiliated with the PI at least twenty (20) days prior to the meeting in which action is to be taken on the amendment. Piedmont Intergroup may not make amendments to the Twelve Steps and Twelve Traditions (Article II Sections 2 and 3) except as per OA, Inc. Bylaws, Subpart B, Article XIV, Section 1e.

#### Article X – Major Policy Matters

Matters which affect PI and/or groups within its service area shall be referred to the Board of PI. 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 OA or to 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 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.