

**SAN DIEGO COUNTY INTERGROUP INC.
of OVEREATERS ANONYMOUS**

BYLAWS

Amended March 5, 2022

**Overeaters Anonymous
San Diego County Intergroup
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Article I. NAME

1. The name of this fellowship shall be OVEREATERS ANONYMOUS, SAN DIEGO COUNTY INTERGROUP, INC. ("SDCII" or "Intergroup;" Overeaters Anonymous in general will be referred to as OA).

Article II. PURPOSE

1. The primary purpose of the SDCII is to carry the message of recovery to those with the problem of eating compulsively, by fostering the practice of the Twelve Steps and Twelve Traditions of Overeaters Anonymous, guided by the Twelve Concepts of OA Service; and to serve and represent member groups and/or intergroups.

The Twelve Steps of Overeaters Anonymous

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.

The Twelve Traditions of Overeaters Anonymous

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

The Twelve Concepts of OA Service

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

Article III. INTERGROUP

Section 1. Membership

1. The Intergroup Board, consisting of Officers and Standing Committee Chairs (defined in Article IV, Section 1)
2. Intergroup representatives (IRs), which consist of 1 member from each group (defined in Section 3).
3. World Service Business Conference delegates (defined in Section 4).
4. Region 2 Representatives (defined in Section 4).
5. Special Committee Chairs (defined in Section 5).

Section 2. Qualifications

1. The SDCII is composed of groups based in San Diego and Imperial Counties.
2. The SDCII endorses the definition of an OA group in Overeaters Anonymous, Inc. Bylaws, Subpart B, Article V, Section 1, as written and as it may be amended by a future World Service Business Conference. These points shall define an Overeaters Anonymous group:
 - a. As a group, they meet to practice the Twelve Steps and Twelve Traditions of Overeaters Anonymous, guided by the Twelve Concepts of OA Service.
 - b. All who have the desire to stop eating compulsively are welcome in the group.
 - c. No member is required to practice any actions in order to remain a member or to have a voice (share at a meeting).
 - d. As a group they have no affiliation other than Overeaters Anonymous.
 - e. It has affiliated as an Overeaters Anonymous group by registering with the World Service Office.

Section 3. Intergroup Representatives

1. Intergroup representatives (IRs) will be selected by the group conscience of the group they represent.
2. The duty of the IR is to represent the group at IG meetings and to serve as a contact to carry communications between the IG and the represented group.

Section 4. WSO Delegates and Region 2 Representatives

1. Definitions
 - a. World Service Business Conference delegates (hereinafter referred to as Conference delegates) and/or alternates represent the SDCII at the annual World Service Business Conference (hereinafter referred to as Conference) as scheduled by the WSO.
 - b. Region 2 representatives (hereinafter referred to as R2 representatives) and/or alternates represent the SDCII at Region 2 Assemblies.
2. Requirements and Responsibilities
 - a. To hold a position as Conference delegate or R2 representative, a member must maintain his/her abstinence, in accordance with the guidelines set by the World Service Organization and Region 2.
 - b. Delegates or representative must attend Intergroup meetings. If a delegate or representative fails to attend three consecutive Intergroup meetings, his/her position shall be declared vacant.
 - c. Elections for Conference delegates and R2 representatives and alternates shall be held each year.
 - d. According to SDCII established procedure, Conference delegates are elected alternately for two-year terms so that all terms are not concurrent. The same alternating procedure is used to elect R2 representatives.
 - e. In the elections of Conference delegates and R2 representatives, nominees receiving the largest numbers of votes shall be elected to the position and the rest shall be designated as alternates. Alternates shall be assigned priority positions according to the number of votes received.
3. Rotation of Service
 - a. No person shall serve more than two consecutive terms as a Conference delegate or R2 representative. However, a member who, at the expiration of the current term, shall have completed less than three full years of service shall be eligible for an additional term.

Section 5. Special Committees

1. Committees other than the Standing Committees shall be established when deemed necessary by the Board. Such committees are referred to as Special Committees.
2. The Intergroup Chair appoints the chair of each Special Committee. The chair of the committee may choose committee members, subject to the approval of the Board. The SDCII Chair is an ex-officio member of every committee of the Intergroup.

Section 6. Meetings

1. The IG will hold regular meetings monthly at a time and place designated by a majority of the voting members.
2. A special meeting may be called at any time by a majority vote of the IG board. Alternatively, a special meeting can be scheduled by a simple majority of IG members at a regular intergroup meeting, followed by proper notice to member groups of the date and time of the special meeting.
3. The IG will provide at least 7 days' notice of any special meeting to each member group.

Section 7. Voting

1. At a regular Intergroup meeting or a special meeting held with proper notification, one half of all eligible Intergroup representatives, Board Members, Conference delegates, and R2 representatives shall constitute a quorum, and a simple majority shall govern for voting purposes.
2. The Intergroup Chair votes only in the case of a tie.
3. Each individual, regardless of the number of service positions he/she holds, is entitled to one vote per person.

Article IV. INTERGROUP BOARD

Section 1. Intergroup Board Members

1. The intergroup Board shall consist of the following elected positions:
 - i. Chair
 - ii. Vice-Chair
 - iii. Secretary
 - iv. Treasurer
 - v. Public Information/Professional Outreach (PIPO) Chair
 - vi. Internal Information Chair
 - vii. Literature Chair
 - viii. Young Persons Chair
 - ix. Retreat Chair
 - x. Webmaster
 - xi. Twelfth Step Within Chair

Section 2. Nominations to the Intergroup Board

1. Nominations to the board may be made from the floor at the time of election. A nominating committee may be formed at the discretion of the IG board.

Section 3. Qualifications for the Intergroup Board

1. An individual must be working the Twelve Steps, Twelve Traditions, and Twelve Concepts of OA Service to the best of his/her ability.
2. An individual must have 1 year of current abstinence (each person shall be the sole judge of his or her abstinence). Individuals who do not have 1 year of current abstinence may serve as acting board members.
3. Be a regular member of an SDCII-affiliated group.

Section 4. Election of Board Members

1. Nominees must be present at the election meeting. For election, the candidate must receive a majority vote of ballots cast.
2. Elections shall be held at a meeting specified for the purpose with proper notification of seven (7) days having been given.

Section 5. Term of Office

1. The term of office for a board member is two years starting on January 1.
2. Board members may serve no more than two full consecutive terms in the same position.
3. Once elected, a board member may not serve also as a group representative at the intergroup.
4. To ensure continuity of service, Board positions are elected alternately as follows:
 - a. In every odd-numbered year, elections shall be held for Chair, Secretary, Public Information/Professional Outreach Chair and Events Chair.
 - b. In every even-numbered year, elections shall be held for Vice-Chair, Treasurer, Internal Information Chair and Diversity Chair.

Section 6. Responsibilities of the Intergroup Board Members

1. Serve as guardians of the Twelve Steps, Twelve Traditions, and Twelve Concepts with respect to the functions of the intergroup.
2. Perform the duties of their offices in accordance with IG Policies and Procedures.
3. Serve as guardian of IG funds; participate in an annual financial audit.
4. Provide a forum for the interchange of ideas and information among member groups.

Section 7. Vacancies and Resignations

1. If a board member is absent from an IG meeting more than 3 times in a calendar year, he/she may be removed from the position by a majority vote of the ballots cast either at a regular IG meeting or a meeting announced for that purpose.
2. Any board member may resign at any time for any reason by giving the chair of the IG written notice.
3. Any board member of this IG may be removed from office for due cause by 3/4 vote of the ballot cast at a regular or special meeting announced for that purpose.

Section 8. Filling of Vacancies

1. Vacancies shall be filled by a majority vote at the next meeting or special meeting of the IG after the vacancy occurs. Such persons chosen to fill said vacancies shall serve for the remainder of the unexpired term.
2. A person chosen to fill any vacancy on the board shall meet the qualifications as defined in Article IV, Section 3.

Section 9. Meetings

1. The Intergroup Board shall hold regular meetings once per month.
2. A Special Board meeting can be called by the Chair or any two other Board members. At any special Board meeting, the only business to be discussed will be that which was stated in the notice.
3. Meetings shall be chaired by the Chair of the board. In the event the Chair is unable to chair any meeting, the Vice-Chair will lead the meeting. In the event the Vice-Chair is not available, the Secretary will open the meeting and hold an election for a temporary chair.

Section 10. Voting

1. At an Intergroup Board meeting, held regularly or upon proper notification, six Board Members present shall constitute a quorum, and a simple majority shall govern for voting purposes.
2. The Intergroup Chair votes only in the case of a tie.

Article V. Finance

1. The use of all monies shall conform to the Twelve Traditions of OA.
2. An Audit Committee shall be selected each January for the purpose of auditing the SDCII financial records. The Audit Committee shall audit the records of the SDCII Treasurer once a year and all other committees with financial dealings in excess of \$300.00 per year. Also, whenever there is a change in a position of the person responsible for handling funds received, an audit will be done. The Audit Committee shall report its findings at the Intergroup Meeting.
3. A Budget Committee shall be selected each August for the purpose of submitting a yearly budget, which shall be presented to the SDCII for ratification at the November Intergroup meeting.
4. The Treasurer of the SDCII shall present a quarterly financial report after the close of a quarter.
5. Checks shall be issued by the Treasurer. Receipts shall be presented to the Treasurer prior to receiving money by those requesting funds.
6. There shall be two co-signers of SDCII bank accounts. These co-signers shall be the Chair and the Treasurer.

Article VI. Parliamentary Authority

1. Parliamentary authority shall be the latest edition of Robert's Rules. All meetings shall be held in compliance with said authority, except when in conflict with the bylaws, always remembering that our ultimate authority is our Higher Power.

Article VII. Major Policy Issues

1. Matters which relate to major policy affecting SDCII groups shall be referred to the Intergroup Board. Matters which relate to OA in Region 2 shall be referred to the Region 2 Board. Matters which relate to OA shall be referred to the OA World Service Board of Trustees.

Amendments

1. To amend a Bylaw, the following steps will be taken. The purpose of these steps is to ensure that anyone interested in proposing an amendment is allowed a voice.
 - a. A written proposed amendment will be submitted during the new business section of a regularly scheduled Intergroup meeting.
 - b. At the Intergroup meeting at which a proposed amendment is submitted, the amendment initiator will provide each member present a copy. There will be no discussion at this meeting.
 - c. At the following regular Intergroup meeting, the proposed amendment will be discussed and voted on.
2. The amendment shall require a vote of two-thirds of those voting for passage of the motion.

Article VIII. Legal Disclaimer

1. This corporation is organized and operated exclusively for education purposes with the meaning of Section 501(c)(3) of the Internal Revenue code.
2. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code, or (b) by corporation contributions which are deductible under Section 170 (c)(2) of the Internal Revenue Code.
3. No part of the activities of the corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.
4. The property of this corporation is irrevocably dedicated to education purposes, and no part of the net income or assets of this corporation shall ever inure the benefit of any director, officer, or member thereof, or to the benefit of any private person.

Article IX. Deregistration

In order to deregister, an intergroup must submit a written request to the World Service Office, Region chair and Region trustee.

Article X. Dissolution of SDCII

Upon dissolution of SDCII, after paying or adequately providing for the debts and obligations of SDCII, the Board shall distribute the remaining assets to a non-profit fund, association, foundation or corporation which is organized and operated exclusively for charitable education or religious and/or scientific purposes and which has established its tax-exempt status under Section 501(2)(3) of the Internal Revenue Code. According to Tradition 6, SDCII shall distribute remaining funds to Region 2 of OA or OA World Service Office unless these organizations have dissolved. No part of the monies of SDCII shall ever inure to or for the benefit of, or be distributable to its members, trustees, or to a private person, except that the SDCII shall be empowered to pay reasonable compensation for service rendered and to make payments and distribution to further the exempt purposes for which it was formed.

Article XI. SDCII Bylaws Change Record

Amendment Date	Amendment Subject	Affected page	Date Incorporated
Undated	Delete “adopt-a-group” board position		Oct 25 2001
Undated	Combine board positions		Oct 25 2001
Jan 8 1997	Frequency of “ReachOut”		Oct 25 2001
Mar 3 1999	Election of WSBC delegates & R2 representatives		Oct 25 2001
April 7 1999	Allows “acting board members”		Oct 25 2001
July 6 2000	Term lengths		Oct 25 2001
July 11, 2001	General update and corrections of spelling, usage, and address, etc. Added SDCII bylaws change record	Cover, table of contents, 1 – 14	Oct 25 2001
January 4, 2012	Definition of “OA Group” Clarify Board Positions, Clarify Elections, Include 12th Step Within Chair, Consolidate WSO and R2 Coordinator Position	Table of Contents	
September 6, 2014	Corrected typos, clarified requirements for WSO/R2 Coordinator, revised language so as not to use the term “violation” regarding Traditions		Sep 6 2014
November 1, 2014	Corrected typos, revised one instance of the term “violation” regarding Traditions, updated this page		Nov 1 2014
June 3, 2017	Delete reference to “Virtual Groups” to comply with request by OA World Service (WSO), making guidelines for Face-to- Face and Virtual Groups the same.		July 29 2017
June 3, 2017	Add position of Webmaster, under Article V, paragraph A, and include Webmaster's responsibilities in Article V, paragraph C.		July 29 2017
September 1, 2018	To fix a flaw in the Bylaw Amendments procedure	p. 23	Sept 1 2018
September 1, 2018	To expand and define the duties of the Public Information Chair	p.10	Sept 1 2018
March 5, 2022	Reorganized and pulled out major parts to move into the [forthcoming] Policies & Procedures, including position descriptions of Board members and procedures for meetings.		March 5, 2022