

BYLAWS OF THE SACRAMENTO VALLEY INTERGROUP OF OVEREATERS ANONYMOUS

June 9, 2015

Revisions per R2 Trustee April 18, 2016

ARTICLE I – NAME

The name of this organization shall be Overeaters Anonymous of Sacramento, Inc., a California Corporation, doing business as (DBA) Sacramento Valley Intergroup of Overeaters Anonymous, hereinafter known as Intergroup (or SVIOA).

ARTICLE II – PURPOSE

Section 1 – Purpose

The primary purpose of the SVIOA is to carry the message of recovery to those with the problem of compulsive eating by fostering the practice of the Twelve Steps, the Twelve Traditions guided by the Twelve Concepts of OA Service; to serve and represent the OA groups from which the Intergroup is formed; to encourage unity between member groups; and to create a spirit of Fellowship among compulsive eaters as a vehicle for recovery. The corporation is registered with the State of California, Secretary of State, identification number D-0716122, Tax No. 942225631. 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).

Section 2 - The Twelve Steps

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

1. We admitted we were powerless over food -- that our lives had become unmanageable.
2. Came to believe that a Power greater than ourselves could restore us to sanity.
3. Made a decision to turn our will and our lives over to the care of God as we understood Him.
4. Made a searching and fearless moral inventory of ourselves.
5. Admitted to God, to ourselves and to another human being the exact nature of our wrongs.
6. Were entirely ready to have God remove all these defects of character.
7. Humbly asked Him to remove our shortcomings.
8. Made a list of all persons we had harmed, and became willing to make amends to them all.
9. Made direct amends to such people wherever possible, except when to do so would injure them or others.
10. Continued to take personal inventory and when we were wrong, promptly admitted it.
11. Sought through prayer and meditation to improve our conscious contact with God as we understood Him, praying only for knowledge of His will for us and the power to carry that out.
12. Having had a spiritual awakening as the result of these Steps, we tried to carry this message to compulsive overeaters and to practice these principles in all our affairs.

Section 3 - The Twelve Traditions

The Twelve Traditions of Overeaters Anonymous 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 Overeaters Anonymous 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 Overeaters Anonymous name ought never be drawn into public controversy.
11. Our public relations policy is based on attraction rather than promotion; we need always maintain personal anonymity at the level of press, radio, films, television and other public media of communication.
12. Anonymity is the spiritual foundation of all these Traditions, ever reminding us to place principles before personalities.

Section 4 - The Twelve Concepts

The Twelve Concepts of OA Service are:

1. The ultimate responsibility and authority for OA world services reside in the collective conscience of our whole Fellowship.
2. The OA groups have delegated to 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 – MEMBERS

Section 1 – Membership

- A. Voting Membership of the Intergroup shall consist of the following:
1. The Intergroup Board.
 2. Intergroup Representatives ("IRs" or "delegates"), which shall consist of at least one member(s) from each group within the geographic area. The geographic area shall be defined as Sacramento, Placer, Yolo, El Dorado, Amador, Nevada, Yuba, San Joaquin, Sutter and Colusa counties.
 3. Group members not acting as IRs but elected or appointed to carry out specific duties, e.g., committee chairperson.
- B. Attendance at Intergroup meetings is open to all OA members and are encouraged to participate in the discussion.
- C. Visitors who are not members are welcome to observe the Intergroup process.
- D. Members with voice and no vote may be:
1. Any Employee
 2. Any member of the Fellowship who is not a duly elected voting member of Intergroup.

Section 2 – Qualifications

Qualifications of eligibility for membership in the Intergroup

- A. Those groups within the region or the geographic proximity of Intergroup that have formally registered with World Service Office (WSO) 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.
 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. It has affiliated as an Overeaters Anonymous group by registering with World Service Office.
- B. Virtual groups (groups which replicate face-to-face meetings through electronic media) may be an OA group if they Otherwise meets the definition of Overeaters Anonymous groups;
1. are fully interactive, and;
 2. they meet in real time.
- C. Each group shall be entitled to one vote(s) through its elected IR(s) on any motion before the SVIOA, except that for elections of officers, each member may have one vote for each group that they attend and vote.
- D. No group may be registered with another Intergroup.

Section 3 - 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, commitment to the Twelve Steps and Twelve Traditions of OA, length of time in program and length of service.
- 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 4 - Absences of Intergroup Representatives

IRs are encouraged to notify the Intergroup Chairperson or Secretary if they will be absent and may make arrangements for obtaining materials from the Intergroup meeting as may be mutually convenient.

ARTICLE IV - THE INTERGROUP BOARD

Section 1 - The Intergroup Board (or "Board")

- A. The Board shall consist of the following elected officers: Chairperson, Vice Chairperson, Secretary, Treasurer, Region 2 Representative(s), World Service Business Conference Delegate(s), and Webmaster.
- B. The immediate past Intergroup Board officers may serve as an ex-officio member of the Intergroup Board for up to three months as needed.
- C. The Intergroup Board may also include other elected positions. Their duties shall be set by policy adopted by the Intergroup and contained in the Intergroup Policy and Procedure Manual as it shall be amended from time to time.
- D. Meetings shall be chaired by the Chair of the 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:
 - 1. Vice Chairperson
 - 2. Treasurer
 - 3. Secretary

Section 2 - Nominations to the Intergroup Board

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

Section 3 - Qualifications for the Intergroup Board

- A. Active membership in OA for at least one year, with the exception of Secretary who must be an active member for at least six (6) months.
- B. Be working the 12 Steps, 12 Traditions and 12 Concepts of OA Service to the best of their abilities.
- C. Regular attendee of an active group for a period of one year and to have been an IR one year, with the exception of Secretary who must have attendance in an active group for at least six (6) months

- D. The World Service Business Conference Delegate/alternate (whether or not a member of the Intergroup Board) shall have at least one (1) year of current abstinence and at least two (2) years of service beyond the group level and such qualifications as required for election to the Intergroup Board by Article IV, Section 4, of these bylaws. Permission for any exception in qualifications for valid reasons, if deemed credible by the trustees, may be received by application to the World Service Office, except that the trustees cannot grant exceptions to those qualifications required solely for election to the Intergroup board.
- E. The regional representative/alternate (whether or not a member of the Intergroup Board) shall meet qualifications and requirements as outlined and defined in Section 3 A above.

Section 4 - Method of Election

- A. Elections shall be held annually at a meeting specified for that purpose as detailed in the Policies and Procedures Manual, Chapter 1, Section 5.
- B. To be eligible for election to the board, a 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, and as defined in the Intergroup Policy and Procedure Manual.
- C. In order to be elected to membership on the Intergroup Board, a nominee must accept nomination or be a write-in candidate and must receive a majority vote of the groups voting by the submission of a ballot to Intergroup.

Section 5 - Term of Office

- A. Board members shall be elected to serve for a period of one calendar year. The exceptions are the WSBC Delegates and Region 2 Representatives, who may be elected for a two year terms, as follows:
 - 1. On even-numbered years, ½ of the WSBC Delegates and ½ of the Region 2 Representatives shall be elected. On odd-numbered years, the other ½ of the WSBC Delegates and the other ½ of the Region 2 Representatives shall be elected.
 - 2. Newly elected officers shall begin service at the Intergroup meeting following their election.
- B. Board members shall serve no more than two consecutive terms in the same office.
- C. After an interval of at least one year, a member may again be eligible for election to their prior office.
- D. 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 6 - Responsibilities of the Intergroup Board

- A. Serve as guardians of the Twelve Steps, Twelve Traditions and Twelve Concepts with respect to the functions of the intergroup.
- B. Perform the duties of their offices in accordance the Intergroup Policies and Procedures
- C. Serve as a guardian of Intergroup funds; participate in an annual financial audit.
- D. Provide a forum for the interchange of ideas and information among member groups.
- E. Provide a means of conducting the Intergroup business in the case of emergencies and/or between meetings of the Intergroup. The Board may meet in person, by telephone or by use of electronic means, including "email".

Section 7 - Vacancies and Resignations

- A. If a member of the Intergroup Board fails to attend two (2) 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 at a special meeting announced for that purpose. The special meeting may follow a regularly scheduled meeting.

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 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 3, and be aware of all responsibilities of that position as described and defined in the Policies and Procedures.

ARTICLE V – MEETINGS

Section 1 - Regular Meetings

The Intergroup shall meet at least monthly at a time and place designated by a majority of the voting members or as published in *The Valley Voice*, the official publication of SVIOA.

Section 2 - Special Meetings

A special meeting may be called at any time by at least three (3) elected members of the Intergroup Board, or by petition of not less than one-third (1/3) Intergroup members, by giving one (1) week's notice to Board members and committee chairpersons.

Section 3 - Method of Notification

Notification of all meetings shall consist of an announcement in the Intergroup newsletter, if any. Notification of a special meeting may be made at the prior Intergroup meeting, by telephone or electronic mail notification.

Section 4 – Quorum

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

Section 5 - Meeting Procedure

- A. It is suggested that at the beginning of every meeting, OA's Twelve Steps and Twelve Traditions be read. In addition, it is requested that the Twelve Concepts of OA Service be read. Based on a group conscience, one of these readings may be selected and read and the choice of reading alternated at meetings.
- B. Business motions will be decided by group conscience, which is the majority of the voting members in attendance, unless a greater percentage is specifically required by the Bylaws.
- C. Any single business motion to expend over 25% of total Intergroup funds, to dissolve the SVIOA, to approve Bylaw changes, or to remove Board or committee members requires approval by a two-thirds (2/3) vote.

D. No individual may have more than one (1) vote.

ARTICLE VI – COMMITTEES

Section 1 - Standing Committees

The board may establish committees as are needed for the welfare and operation of the intergroup. Each committee is responsible to the Intergroup Board and shall perform their duties as defined in the Policies and Procedures.

Section 2 - Special Committees

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

Section 3 - Committee Appointments

The chairperson shall appoint or seek volunteers as committee chairpersons from those IRs who meet IR qualifications. A board member or any OA member meeting IR qualifications may be appointed to chair a standing or special committee.

Section 4 - 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 5 - 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 verbally report or may submit a written report to the Intergroup at a regular meeting prior to an event, but at least by the regular meeting following the event 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 - Nominating Committee

The Intergroup may have a nominating committee, chaired by the Vice chair, to recommend persons to serve as officers, RRs, WSBC delegates, and persons to fill vacancies and to serve on the next nominating committee. The number of members on the committee should be three to five. The chairperson of the Intergroup shall not serve on the committee, but may provide background information and input as requested by the committee.

Section 7 - Ex-officio Members

- A. Past committee chairpersons may serve in an ex-officio capacity in their respective committees for up to 3 months as needed.
- B. The Intergroup chairperson is an ex-officio member of all committees except the nominating committee.
- C. Shall pass along all documents, manuals, and records.

Section 8 - Committee Bank Account

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

- A. The committee chairperson and the treasurer of the Intergroup shall be cosigners on the account. Two signatures shall be required on all checks.
- B. The committee chairperson shall keep all financial records and shall present a detailed, itemized report of transactions to the Intergroup following any event for which monies were expended or received.
- C. 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 9 – 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 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, no longer meets the qualifications for the position, non-attendance, failure to carry out committee responsibilities or such other actions or inactions as are appropriate.

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 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 shall be limited to the current guidelines of WSO and or Region 2.
- E. The acceptance of bequests or donations from any outside source is prohibited.
- F. The maximum allowable bequest to the Intergroup by OA members shall be limited to the current guidelines of WSO and or Region 2.
- 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 2 - Prudent Reserve

There shall be no accumulation of funds beyond current necessities using this formula: Prudent Reserve = previous year's expenses less literature and retreat expenses. Funds in excess shall be donated twenty-five percent (25%) to Region #2 and seventy-five percent (75%) to the World Service Office annually. This shall be done by the March SVIOA Business meeting.

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

- A. These bylaws shall be reviewed in every odd-numbered year; however failure to do so shall not render the bylaws invalid. The chairperson may establish a Bylaws Committee for the purpose of recommending changes and conforming the Bylaws to recommendations from Region 2 or WSO.
- B. These bylaws, with the exception of Article II, Sections 2, 3 and 4, 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 Intergroup, provided a copy of the proposed amendment has been submitted in writing and received by each group affiliated with this Intergroup at least one month prior to the meeting in which action is to be taken on the amendment.
- C. Article II, Sections 2, 3 and 4 can be amended only as per OA, Inc. Bylaws, Subpart B, Article XIV, Section 1.
- D. Each Intergroup shall evaluate its bylaws upon receipt of notification from the World Service Office of amendments to OA, Inc. Bylaws adopted at the World Service Business Conference to ensure that the intergroup bylaws do not conflict with OA, Inc. Bylaws. Notices shall be deemed to have been given if sent by mail and/or electronic transmission to the registered contact for each intergroup. Any updates shall be submitted to the World Service Office pursuant to OA, Inc. Bylaws, Subpart B, Article VI, Section 2a).
- E. The Board may direct such a change be made immediately and the membership notified at the next regularly scheduled meeting, without the requirement for a vote. The Board may also make corrections to form or correct typographical errors provided that the substance of the Bylaws is not affected; and shall notify members at a regularly scheduled meeting, without the requirement for a vote.
- F. It is no longer required that Intergroup Bylaws be in compliance within two years of a change in order to register delegates to the WCO Business Conference.

ARTICLE X - MAJOR POLICY MATTERS

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 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 according to Tradition Six, which guides us to disperse funds only to other OA service bodies. Such distribution shall be made to the World Service Office of Overeaters Anonymous, and/or Region #2, and/or another registered OA service body. If no registered OA service body exists to which the assets can be transferred, distribution shall be made 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 complies with applicable laws. For example, such organizations or entities within the USA must comply with 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.