

THE GREATER CINCINNATI OA INTERGROUP

BYLAWS

AND

POLICIES AND PROCEDURES

2009

PREAMBLE¹

**GENERAL WARRANTIES OF THE
INTERGROUP**

In all its proceedings, the Intergroup shall observe the spirit of OA tradition, taking care that the Intergroup never becomes the seat of wealth or power; that the sufficient operating funds, plus an ample reserve, be its prudent principle; that none of the Intergroup members shall ever be placed in a position of unqualified authority over any of the others; that all important decisions be reached by discussion, vote and whenever possible, by substantial unanimity; that no Intergroup action ever be personally punitive, or an incitement to public controversy; that though they may act for the service of Overeaters Anonymous groups in Greater Cincinnati, it shall never perform any acts of government and that, like the Society of Overeaters Anonymous, the Intergroup itself will always remain democratic in thought and action.

¹ This Preamble is adapted from the Third Legacy Manual of AA World Services and AA Co-founder Bill W's Twelve Concepts for World Service, as adopted by the AA General Services Conference on April 26, 1962. This adaptation of copyrighted AA material has been approved by the General Service Board of AA

ARTICLE I-NAME

The name of the organization is Greater Cincinnati Intergroup of Overeaters Anonymous (hereinafter referred to in this document as “Intergroup” or “The Intergroup”).

ARTICLE II-PURPOSE

A. Purpose

The primary purpose of the organization is to aid those with the problem of compulsive overeating through the Twelve Steps of Overeaters Anonymous and to serve and represent the OA groups from which the Intergroup is formed. This Intergroup qualifies but has not registered as an “exempt organization” under Section 501 (c) (3) of the Internal Revenue Code, as amended.

B. 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 of 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 our shortcomings.
7. Humbly asked Him to remove all 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 whenever 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 a result of these steps, we tried to carry this message to compulsive overeaters and to practice these principles in all our affairs.²

² Permission to use and adopt the Twelve Steps of Alcoholics Anonymous has been granted by AA World Services, Inc. They cannot be amended by any OA group, including Intergroup.

C. The Twelve Traditions are:

1. Our common welfare should come first; personal recovery depends upon OA unity.
2. For our group purpose, there is but one ultimate authority—a loving God as He may express Himself in our group conscience. Our leaders are but trusted servants; they do not govern.
3. The only requirement for OA membership is a desire to stop eating compulsively.
4. Each OA group should be autonomous except in matters that affect 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 finance, endorse or lend the OA name to any related facility, or outside enterprises, lest problems of money, property and 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 nonprofessional, but our service centers may employ special workers..
9. OA, as such, ought never be organized, but 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 personally 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.³

D. 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 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 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 to appeal and petition in order to ensure that

³ Permission to use and adapt the Twelve Traditions of Alcoholics Anonymous granted by AA World Service, Inc. These traditions cannot be amended by any OA group, including Intergroups.

- 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 the 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 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 personal 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.⁴

ARTICLE III-MEMBERSHIP AND VOTING

- A. Geographical definition - Greater Cincinnati and its suburbs which are located in Southwestern Ohio, Northern and Eastern Kentucky, and Southeastern Indiana.
- B. An OA group, as defined by World Service Office's OA Bylaws, Subpart B, Article V, Section 1 may be a member group in this organization. The definition of group is as follows –
 1. Definition
 - a) As a group, they meet to practice the Twelve Steps and Twelve

⁴ These Concepts of Service may not be amended by any OA group, including Intergroup.

Traditions of OA

- b) All who have a 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 OA
- C. The voting membership of Intergroup shall be comprised of:
1. Intergroup representatives (known as Representatives) or their alternates. Each member group shall be entitled to two voting representatives.
 2. All Intergroup Officers, except the Chair, as indicated in Article IV, Section B1F.
 3. All committee chairpersons.
 4. All Delegates/Region reps/Alternates.
- D. Although a member may hold multiple positions, each is entitled to only one vote.

**ARTICLE IV-OFFICERS/DELEGATES/ALTERNATE
DELEGATES**

- A. Election of Officers/Delegates/Alternate Delegates
1. The Officers shall be Chair, Vice-Chair, Secretary and Treasurer.*
 2. Officers/Delegates/Region Reps/Alternate Delegates shall be nominated at the October and November Intergroup meetings of each year. Those nominated must be present to accept the nomination. Elections will take place in November of the same year, at the regularly scheduled Intergroup meeting.
 3. Officers shall be elected by the voting membership of Intergroup (See Article IIIC) and serve a one-year term.
 4. Elections shall be conducted by written ballot and a majority of the votes cast shall prevail. In the event that no one person receives a majority, and if more than two names remain, the person receiving the least votes will be dropped from the ballot.
 5. No one person shall be allowed to succeed himself/herself in the same office after having served two full terms.
 6. Nominees shall have at least one year of current abstinence (refraining from compulsive overeating and other compulsive food behaviors) and two years prior service to any OA Intergroup.
 7. Nominees shall have worked the Twelve Steps of the recovery program for one year, and be familiar with the Twelve Traditions plus the Twelve

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- Service Concepts.
8. Nominees shall be regularly attending meetings at an active group, other than Intergroup.
 9. If necessary, the Intergroup may vote to amend the Bylaws and suspend the requirements as outlined in the Policies and Procedures Manual to allow someone to accept an office.
 10. The newly elected Officers shall be present at the December meeting of Intergroup. At the end of this meeting, the retiring Officers shall transfer their positions to the newly elected Officers. The Secretary and Treasurer shall transfer their duties as noted in the Policies and Procedures Manual.
 11. The Officers must live in the area served by the Intergroup and must resign if they move out of the area during their term.
 12. Retiring Officers shall be available as advisors to the newly elected Officers.

B. Duties of Officers

1. **Chair**
 - a. Shall act as guardian of the Twelve Traditions
 - b. Shall be directed by Intergroup
 - c. Shall preside over all Regular and Special Meetings of Intergroup
 - d. If the Chair is not available to conduct a business meeting of Intergroup the line of succession shall be the Vice-Chair, Secretary, and Treasurer.
 - e. In the event of an emergency or special situation, the chairperson shall call a meeting of the Intergroup Officers to decide on the proper course of action.
 - f. If not already a Delegate/Region Rep, shall automatically assume one of the vacant Delegate/Region Rep spots.
 - g. Shall have no vote, unless it is needed to break a tie.
2. **Vice-Chair**
 - a. Shall serve as liaison between Intergroup and Intergroup Committees
 - b. Shall be directed by the Chair and/or Intergroup
 - c. Shall serve as an active member of the Budget Committee
 - d. Shall be the Chair of the Audit Committee
 - e. Shall be the Chair of the Special Projects Committee
 - f. Shall be responsible for the credentials report.
3. **Secretary**
 - a. Shall record the minutes of Intergroup.
 - b. Shall maintain the Intergroup minutes and reports.
 - c. Shall provide copies of the minutes to Intergroup Officers, Chairs, and Representatives of each meeting.
 - d. Shall handle the correspondence of Intergroup, as directed by Intergroup.

4. **Treasurer**
 - a. Shall maintain accurate records of all contributions to Intergroup and all disbursements of monies for the operation of Intergroup.
 - b. Shall provide Intergroup with monthly and annual financial reports.
 - c. Shall chair the Budget Committee.
 - d. Shall sign all checks and money orders for payment of expenses, which shall be directed by the Intergroup and/or Officers.
 - e. Any financial transactions deviating from those outlined in the budget and Policies and Procedures Manual must be approved by a majority of the Intergroup Representatives at the next regular meeting. In the event of an emergency, such expenses must be approved by a majority of Officers.
 - f. Shall deliver all money, books, and other property of Intergroup to his/her successor or to the Chair upon expiration of the term and after an audit.

- C. Vacancies
 1. If an Officer shall fail to be present at two consecutive meetings without prior notification to the Chair, the office shall be declared vacant by a majority of those present and eligible to vote.
 2. Vacancies among the Officers shall be filled by majority vote at the next regular or special meeting of the Intergroup. Such persons chosen to fill such vacancies shall serve for the unexpired portion of the term.

- D. Removal
 1. Any Officer shall be removed “for cause” by two-thirds of those present and eligible to vote. “For cause” includes but is not limited to misappropriation of funds, etc.
 2. Any OA member may advise an Officer that any elected member of Intergroup should be removed “for cause”. The Officer receiving such notice shall bring the matter to an Intergroup for consideration. The Officer receiving such notice shall bring the matter to Intergroup for consideration. If Intergroup determines that cause for removal exists, a vote shall be taken. Any elected member may be removed by two-thirds of those in attendance and eligible to vote at the Intergroup meeting.

- E. Resignations
 1. Any Officer/Delegate/Alternate who advises an Intergroup member of a return to compulsive overeating will be considered as resigning as of the moment of receipt of such notice. The person in relapse will ensure this information is given at the next Intergroup meeting.

2. An Officer/Delegate/Alternate may resign at any time for any reason by giving the Chair written notice of the resignation.
- F. Disclaimer of Officer's Liability

The Officers, both individually and collectively, shall not be liable on damages for any claims, lawsuits, or disputes of any nature filed, pleaded, or lodged against it and/or its members, for any decision or action taken, or rendered by the Officers in accordance with the provisions of the Bylaws.

ARTICLE V-STANDING COMMITTEES

- A. The Intergroup shall appoint such committees as are deemed necessary for the welfare and operation of the groups.
- B. A Committee Chair may delegate duties to his/her committee members in order to accomplish project at hand.
- C. Chairs of any such committee shall hold office concurrently with the term of the present Intergroup Officers. In keeping with Tradition Seven, Committee Chairs are encouraged to consider rotating out of their position after two consecutive terms.
- D. If a Committee Chair misses two consecutive Intergroup meetings without notifying an Officer, the Chair shall declare the position vacant. The Committee will then select a new Committee Chair as soon as possible. In the event that the committee is not functional at the time of the vacancy, the Intergroup Chair may appoint an interim Committee Chair to revitalize it.
- E. The particular committee may prescribe its own rules for calling and holding meetings and its methods of procedures, subject, however, to the rules prescribed by Intergroup and providing that said committee acts only in the intervals between meetings of the Intergroup.
- F. The Chair appoints Committee Chairs (with the exception of the Special Projects and Budget Committees), subject to a majority vote by those present who are eligible to vote. Chairpersons will be chosen in November to chair the committee the next calendar year.
- G. All standing committees are bound by the Traditions of OA.

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- H. Standing Committees
1. Budget Committee
 2. Butterfly Committee
 3. Bylaws Committee
 4. Directory Committee
 5. Membership Committee
 6. Professional Outreach Committee
 7. Public Information Committee
 8. Social Committee
 9. Speakers List Committee
 10. Special Projects Committee
 11. Telephone Answering Service Committee
 12. Tradition One Committee
 13. Twelfth Step Within Committee
 14. Ways and Means Committee
 15. Website Committee

For an outline of the duties and responsibilities of these various committees, see the Policies and Procedures Manual.

- I. The Intergroup shall appoint ad-hoc committees that function on a short-term basis
1. Audit Committee
 2. Nominating Committee
 3. Any others as needed

ARTICLE VI-MEETINGS

- A. Meetings of Intergroup shall be held once a month, on the third Monday of the month, except in December when the meeting shall be held on the second Monday of the month.
- B. A special meeting may be called at any other reasonable time by the Chair or a majority of the Officers. Such meetings shall meet the requirement of at least one day's notice to all Representatives. It shall be the responsibility of the Officers to contact all Representatives who are listed on the Credentials List for the previous month.
- C. A majority of the Officers and those eligible to vote present at the time of a vote shall constitute a quorum for the transaction of any Intergroup business.
- D. Any time prior to the Intergroup meeting, at a time and place to be designated, the Officers and any other interested individuals will meet to plan the Agenda for the upcoming meeting.

ARTICLE VII-MATTERS OF POLICY

- A. Matters affecting groups, Intergroup or OA as a whole, shall be referred to the Intergroup. Whenever possible, requests and comments should be submitted in writing to the Intergroup at its mailing address or presented at an Intergroup meeting with a written copy submitted at that time to the Chair for inclusion in the meeting. Those matters affecting OA as a whole shall then be referred to the Region V Trustee.
- B. A Policies and Procedures Manual shall be maintained that contains Intergroup's operating procedures.
- C. Standing Rules shall be presented with the monthly meeting agenda to each meeting representative.

ARTICLE VIII-REGION REPRESENTATIVES/WORLD SERVICE DELEGATES

- A. Delegates/Region Reps shall be selected on the basis of experience, willingness to serve, and faithful adherence to the program of Overeaters Anonymous.
- B. Nominees should have at least one (1) year of current abstinence and at least two (2) years of service above the group level.
- C. Delegates/region reps should attend local group and Intergroup meetings regularly.
- D. Each Delegate/Region Rep shall serve a term of three years and may serve no more than one consecutive term.
- E. One-third the number of Delegates/Region Reps allocated and twice the number of Alternates shall be elected every year. This shall be done according to the election policies defined in this document. (Article IV, Section A, number 4).
- F. Alternates will serve a one-year term, consistent with World Service Policy.
- G. If a Delegate/Region Rep has missed two consecutive assemblies, without prior notification to the Chair, the issue shall be called before the voting quorum present at the next Intergroup meeting to determine if the position should be declared vacant. That vacancy may be declared by majority vote.

- H. Should a Delegate/Region Rep be unable to complete the term, the resulting vacancy shall be filled for the remainder of the term by election at the next regular Intergroup meeting.
- I. Delegates/Region Reps may be instructed as to the desires and opinions of Intergroup and should consider these instructions when voting. However, in keeping with Service Concept Two, they may change their position on an issue when presented with multiple perspectives at the conference or assemblies. Intergroup trusts its servants to seek the best interest of OA as a whole.
- J. One of the attending Delegates/Region Reps shall submit a brief written report, and time permitting, oral report at the next Intergroup meeting following WSBC and/or Region V Assembly.
- K. Delegates/Region Reps should be willing to allow for travel time and minimizing expenses in accordance with the Policies and Procedures Manual for the entirety of the Region V Assemblies and the WSBC.

ARTICLE IX -FINANCIAL STRUCTURE

- The activities of the Intergroup shall be financed primarily by the contributions of its member groups. A secondary source of financial income to the Intergroup may come from occasional projects authorized by the Intergroup.
- A. The Intergroup may accept donations from OA members or groups conforming with the general practice of OA.
 - B. Bequests must be received within one year of the member's death and must also conform to the guidelines established by OA, Inc.
 - C. The Intergroup shall not accept the responsibility for the management of funds set up outside of Intergroup.
 - D. If the dissolution of Intergroup occurs, any remaining funds held in the treasury will be disbursed as follows: 60% to the Region wherein this body functions and 40% to OA, Inc.

ARTICLE X-INTERGROUP RECORDS

Intergroup financial records shall be open to all members of OA by written request and upon presentation of the request to an Officer or Representative a month before the requested examination. The minutes may be examined upon request at any Intergroup meeting.

ARTICLE XI-AMENDMENTS TO THE BYLAWS

- A. The Bylaws Committee will accept suggestions for amendments to the Bylaws until the end of the August Intergroup meeting.
- B. Amendments will be presented at the September Intergroup meeting for study.
- C. Discussion and voting will take place at the October meeting. A two-thirds majority vote of those present and eligible to vote is necessary for approval. Implementation will take place as soon as the amendments are approved.
- D. One copy of this manual shall be provided at the November Intergroup meeting, without charge, to one Representative or designate of each meeting, to each Committee Chair, to each Delegate/Region Rep/Alternate, and to each Officer. There will be a charge for any additional copies distributed.

ARTICLE XII-PARLIAMENTARY AUTHORITY

The rules contained in the latest edition of **Robert's Rules of Orders** shall govern Intergroup in all cases to which they are applicable and in which they are in compliance with the Bylaws regularly adopted by Intergroup and in compliance with the OA Inc. Bylaws. If there is a designated Parliamentarian, this person shall be present at all regular Intergroup meetings.

ARTICLE XIII-LEGAL DISCLAIMER

No member of Intergroup (any represented group, Officer, member of a committee, person connected with the Intergroup, or any other individual) shall receive at any time any earnings or pecuniary profit from the operations of Intergroup; provided that this shall not prevent the payment to any such person reasonable compensation for services rendered to or for Intergroup in effecting any of its purposes as shall be fixed by the Board; and no such person or persons shall be entitled to share in the distribution of any of the assets upon the dissolution of the Intergroup.

All members of the Intergroup and all represented groups shall be deemed to have expressly consented and agreed that, upon such dissolution or winding up of the affairs of Intergroup, whether voluntary or involuntary, the assets of the Intergroup then remaining in the hands of the Board, after all debts have been paid, shall be delivered and paid over in accordance with Article IX, Section D of these Bylaws or as to be determined by a court of competent jurisdiction upon application of the Board, exclusively to charitable, religious, scientific, literary or educational organizations which would then qualify under the provisions of Section 501 (c) (3) of the Internal Revenue Code and its regulations as they now exist or as they may be hereafter amended.

These Bylaws of Intergroup are guidelines for conducting the necessary business affairs of this group, effective October, 2009. All previous Bylaws for this group are, with the acceptance of this document, hereby superseded.