

OVEREATERS ANONYMOUS
Madison Area Intergroup Bylaws
Updated January 2019

Article I. – Name

The name of this organization shall be Overeaters Anonymous, Madison Area Intergroup (also known as MAIG).

Article II. – Purpose

The purpose of this organization shall be to carry the message of Overeaters Anonymous (OA) to other compulsive eaters and to serve groups affiliated with the Madison Area Intergroup.

[See Legal Disclaimer, Article XVII, Subpart B]

Article III. – 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 people 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.

Article IV. – 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.

Article V. –Twelve Concepts of Overeaters Anonymous

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 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. For no OA service committee or service body shall ever perform any acts of government and each shall always remain democratic in thought and action.

Article VI. – Membership and Voting

Section 1 – Groups

- A. Any group in the geographic area in compliance with Article VI, Subpart B of these bylaws is eligible to be a member of this organization.
 1. Geographic Area shall be defined as including but not limited to Dane County, Wisconsin and its contiguous counties.
- B. Qualifications – an OA group is defined as the following:
 1. As a group, they meet 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 the World Service Office.

Section 2 – Voting

- A. The voting membership of the Madison Area Intergroup representing the entire fellowship of OA in the area shall be comprised of:
 - 1. Duly elected Intergroup Representatives (IRs) or their alternates.
 - 2. Duly elected officers of the Intergroup, with the exception of the chair who will vote only in the case of a tie.
 - 3. Committee chairs.
- B. Each group shall be entitled to send two voting members; however, each person attending shall only have one vote.
- C. In the event of an emergency decision necessary for the welfare of MAIG, a discussion shall take place among all available officers. A vote shall be taken at any time by the voting officers – the Chair shall only vote in the case of a tie.

Article VII. – Intergroup Representatives

- A. Intergroup representative shall be selected by the group conscience of the group they represent. Each IR shall be selected by any method deemed appropriate by his/her 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. 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 his/her group, to see that all communications pertaining to Intergroup are made available, and, where requested, read aloud to the group.
 - 1. IRs may be instructed as to the decision of the group they represent.
 - 2. As participants, IRs shall not be bound by the wishes of their group, but should not vote against these wishes unless situations arise at intergroup meetings that make it necessary for the best interest of OA as a whole.

Article VIII. – Intergroup Board

A. Election, Terms and Qualifications

- 1. Officers shall be elected at a fourth quarter meeting of the MAIG by a simple majority of those IRs, officers and Committee Chairs present and voting.
- 2. Officers shall be selected for judgment, experience, stability, commitment to service, faithful adherence to the OA program for one year prior to their election including one year of abstinence, as reflected in the current WSBC Statement on Abstinence.
- a. In addition, the treasurer shall have six months experience on this Intergroup or will work in a pair with someone who has six months experience on Intergroup.
- 3. Officers shall serve a one-year term beginning in January.
- 4. The Board shall consist of a chairperson, recording / corresponding secretary, and treasurer.
- 5. Officers may not be elected to more than two consecutive terms. After an interval of one year, a member again may be eligible for election to the position previously held.
- 6. Upon election to the Board, members shall cease to be a representative to their group; and that group shall elect a new IR.

B. Nominations

- 1. Nominations to the Board may be made from the floor at a fourth quarter Intergroup meeting. A nomination committee may also be formed, at the discretion of the Intergroup. See Article X, subpart D.
- 2. Nominees are requested to provide to the Intergroup at a fourth quarter meeting, a statement of qualification and desire for the position for which they are running.

C. Duties of Officers

1. Chairperson:

- a. Shall preside at all regular and special meetings of this Intergroup and Intergroup Board.

- b. Shall be responsible for establishing the agenda for all Intergroup meetings.
- c. May cast the deciding vote to make or break a tie. May not participate in a ballot vote.
- d. May attend all standing committee meetings.
- e. May serve as a Regional Representative and Conference Delegate.
- f. May speak for the Intergroup in times of emergency in accordance with the Twelve Traditions and Concepts.

2. Recording/Corresponding Secretary:

- a. Shall see that minutes are kept of all Intergroup and Intergroup Board meetings.
- b. Shall see that Intergroup minutes are made available to each MAIG meeting.
- c. Shall maintain a file of minutes of current years' meetings until they are on the MAIG website.
- d. Shall maintain a file of other documents of importance to the Intergroup.

3. Treasurer:

- a. Shall maintain checking, savings and other accounts, if necessary, for dispersal of Intergroup funds.
- b. Shall submit financial reports each month at the Intergroup meeting.
- c. Shall be cosignatory with one other Board member or an appointee of the Board.
- d. Shall maintain financial records.

D. Vacancies and Removal

- 1. If an officer fails to be at two consecutive meetings without prior notice to the chairperson, the office may be declared vacant by a vote of the majority of the voting quorum present.
- 2. Vacancy among the officers shall be filled by a majority vote at any regular or special meeting of the Intergroup. Such persons chosen to fill such vacancies shall serve until the next general election.
- 3. A person chosen to fill any vacancy on the Board shall meet the qualification and be aware of all responsibilities as defined in Article VIII.
- i. Any officer of this Intergroup may be removed from office by a two-thirds (2/3) vote of the IRs at the next regular meeting following a call for removal by an officer or IR at a regular meeting.

4. Resignation

- a. Any officer who advises the MAIG that she/he has returned to compulsive eating will be considered as having resigned as of the moment of receipt of such notice and the position will be declared vacant.
- b. Any officer may resign at any time for any reason by giving the chairperson of the MAIG written notice of the resignation.

E. The Intergroup Board has the authority to hire a salaried staff person in accordance with the Twelve Traditions, pending a majority vote of IRs, Officers, and Committee Chairpersons present and voting at any regular or special meeting of the Intergroup, and provided that notification of intent to consider hiring a staff person be given to groups in the Intergroup at least one month prior to the meeting in which action is to be taken on said consideration.

Article IX. – Regional Representatives and World Service Business Conference Delegates

A. The Regional Representative and WSBC Delegate shall be the same person and hereafter referred to as Delegate.

B. Election, Terms and Qualifications.

- 1. The entitled number of Delegates shall be elected at a fourth quarter meeting of the MAIG by simple majority of those IRs, Officers, and Committee Chairpersons present and voting.
- 2. Delegates shall serve two-year terms beginning in January. If possible, delegates would be selected so that half the terms expire each year to provide that there will always be one or more delegates with one year of experience.
- 3. Delegates shall have at least two years of service above the group level and shall be selected for judgment, experience, stability, commitment to service, faithful adherence to the Twelve Steps, Twelve Traditions and Twelve Concepts of Overeaters Anonymous for one year prior to their election including one year of abstinence.

- a. Each Delegate/Alternate shall be the sole judge of his/her abstinence.
- 4. Delegates shall not be elected to more than two consecutive terms. After an interval of two years, a member may be again eligible for election.
- 5. Budget considerations may limit the funding of delegates sent to regional assemblies and the WSBC.
 - a. If the delegate/alternate is not present for role call at assembly, or in other ways ineligible to vote at Assembly, he/she will not be reimbursed for the trip expenses.
- 6. In the event elected delegates are unable to attend regional assemblies or WSBC the chairperson may name qualified alternates to attend in their place.
- C. Nominations for delegates shall follow the procedures outlined in Article VIII, Subpart B.
- D. Duties of Delegate/Alternate, as defined by Region 5 Policies and Procedures, Section II, Subpart J:
 - 1. Assemblies
 - a. Completes and submits assembly registration form by deadline.
 - b. Reviews Region 5 Policy and Procedures Manual, any updates and/ or proposed changes and motions.
 - c. Brings Region 5 Policy and Procedures Manual to all assemblies.
 - d. Attends and participates at Region 5 assemblies. The Region Representative shall be present during all business sessions.
 - e. When voting,
 - 1) Consider the group conscience of the intergroup represented.
 - 2) Be mindful of what is in the best interest of Region 5 and OA as a whole.
 - f. Distribute information obtained at the assembly to the intergroup.
 - 2. Region 5 Policy and Procedures Manual
 - a. Update the Region 5 Policy and Procedures Manual as material is provided.
 - b. Shall transfer manual and other materials to successor upon completion of term.
 - 3. Other Functions
 - a. Send Intergroup's minutes, newsletter, and event announcements to the Region 5 Chairperson and the Region 5 Trustee.
 - b. Be knowledgeable of the Twelve Traditions, Twelve Concepts and the Region 5 Policy and Procedures Manual.
 - c. Keep the Region 5 Secretary informed of any changes in mailing addresses, phone numbers, or e-mail addresses.
- E. Vacancies and Removals
 - 1. If a delegate shall fail to be at two consecutive intergroup meetings without prior notice to the chairperson or if the delegate shall fail to attend at least one regional assembly during the year, the positions may be declared vacant by a vote of the majority of the voting quorum present.
 - 2. Vacancy among the delegates shall be filled by a majority vote at any regular or special meeting of the Intergroup and shall serve until the next general election.
 - a. A person chosen to fill any delegate vacancy shall meet the qualifications and be aware of all responsibilities as defined in Article IX, Section B.
 - 3. Any delegate of this Intergroup may be removed from office by a two-thirds (2/3) vote of the IRs at the next regular meeting following a call for removal by an officer or IR at a regular meeting.
- F. Resignation
 - 1. Any delegate who advises the MAIG that she/he has returned to compulsive eating will be considered as having resigned as of the moment of receipt of such notice and the position will be declared vacant.
 - 2. Any delegate may resign at any time for any reason by giving the chairperson of the MAIG written notice of the resignation.

Article X. – Committees

A. The following Standing Committees may be established as required to carry out the purposes of Intergroup in the most effective and efficient manner:

1. Newsletter
2. Marathon
3. Public Information
4. Fundraising
5. Other committees deemed necessary to carry out Intergroup work.

B. Election, Terms, and Qualifications

1. The chairperson of each standing committee shall be elected at a fourth quarter meeting of the MAIG by a simple majority of those IRs, officers, and Committee Chairpersons present and voting.
2. Committee chairpersons shall be elected to serve for a period of one year.
3. Committee chairpersons shall be selected for judgment, experience, stability, willingness, commitment to service, and faithful adherence to the OA program. MAIG may establish special qualifications for specific committees.
4. Committee chairpersons may not be elected to more than two consecutive terms. After an interval of one year, a member again may be eligible for election to the position previously held. However, the board may waive the term limit if no candidates come forward and the committee chairperson holding that position would like to serve for another term.
5. All duly elected Committee Chairpersons shall have a vote; however, if a Committee Chairperson is also an IR she/he only has one vote and his/her standing as IR takes precedence.
6. Article VIII, Sections D, relating to officer vacancies, removal, and resignation shall also apply to standing committee chairpersons.
7. The chairperson of Intergroup shall be an *ex officio* member of all standing committees.
8. Past Committee Chairpersons may serve in an *ex officio* capacity in their respective committees.

C. Nominations. Nominations for Committee Chairperson shall follow the procedures outlined in Article VIII, Subpart B.

D. Special Committees. The Intergroup Chairperson may create temporary committees and may appoint committee members and designate a Committee Chairperson providing the proposed temporary committee does not perform functions already delegated to a standing committee.

1. The Chairperson of special committees does not have a vote by dint (means of) of his/her role as Special Committee Chairperson.
2. Nominating Committee. The Intergroup may have a special nominating committee to recommend persons to serve as officers, Delegates, and Committee Chairpersons and persons to fill vacancies and to serve on the next nominating committee.
 - a. The number of members on the committee should be at least two; three to five are recommended.
 - b. The Chairperson of Intergroup shall not serve on the committee, but may provide background information and input as requested by the committee.
 - c. The Nominating Committee need not nominate more than one candidate for each position, but may do so if it chooses.

E. 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 and Twelve Concepts of OA.

F. 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. When any monies are expended from an approved budget, a detailed and itemized financial report shall be submitted to the Treasurer.

G. Committee Bank Account

1. 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 financial records and shall present a report to the Intergroup every six months and following any event for which monies were expended or received.

Article XI. - Quorum

Three or more voting members present at any meeting of this Intergroup shall constitute a quorum for all proceedings of the Intergroup. The meetings shall follow procedures as outlined in Article XII.

Article XII. –Meetings

- A. This Intergroup shall meet at such time and place designated by a majority of the voting members.
- B. The Board shall call special meetings as necessary by giving special notice as prescribed in Article XII, Subpart D.
- C. Members of groups in MAIG can petition for a special meeting. Special notice must be given as prescribed in Article XII, Subpart D.
- D. Proper notification of all Intergroup meetings shall consist of an announcement at the regular meeting. Notification may also be made by placing an announcement in the Intergroup newsletter, if any, or by mail or e-mail to Intergroup Representatives and/or group secretaries/contact persons.
- E. All meetings shall be presided over by the Chairperson of Intergroup. In the absence of the Chairperson, the Chairperson may appoint an alternate.

Article XIII. - Financial Structure

A. Source of Funds

1. The activities of Intergroup shall be financed by the voluntary contributions of its member groups.
 2. Secondary source of income may be such occasional projects or activities as may be authorized by the Intergroup according to the Twelve Traditions.
 3. The Intergroup may accept donations from OA members or groups conforming to the general practice of OA.
 4. The acceptance of bequests or donations from any outside source is prohibited.
 5. Any bequests or donations from members must not exceed \$1,000.
 6. Intergroup shall not accept the responsibility of trusteeship or enter into the distribution or allocation of funds set up outside the Intergroup.
- B. Prudent Reserve. There shall be no accumulation of funds beyond current necessities, with retention of only a prudent reserve for contingencies. Funds in Excess shall be donated to Region 5 and to the World Service Office annually as budgeted and directed by the Intergroup.

Article XIV. - Amendments to the Bylaws

These bylaws, with the exception of Articles III, IV, and V may be amended at any time by majority vote of the voting IRs, Officers, and Committee Chairpersons present at any regular or special meeting of the Intergroup, provided that the amendment and notification of the intent to take action on the amendment be made available to groups at least one month prior to the meeting in which action is to be taken on the amendment.

Article XV. - 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, Overeaters Anonymous, Inc. Bylaws or any special rules of order this Intergroup may adopt. The Chairperson may suspend the rules temporarily to determine the group conscience.

Article XVI. - Major Policy Matters

- A. Matters which affect this Intergroup and/or member groups shall be referred to the MAIG Board.
- B. Matters which relate to OA 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 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 XVII. - Legal Disclaimer

- A. No member of the MAIG or member of any local group which is a member of the Intergroup and no officer, employee or member of a committee or person connected with the intergroup or any other private individual shall receive at any time any earning or pecuniary profit from the operation of the Intergroup; provided that this shall not prevent the payment to any such person reasonable compensation for services rendered to or for the Intergroup in effecting any of its purposes; 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 members of local groups which are members of this Intergroup shall be deemed to have expressly consented and agreed that, upon dissolution or winding up of the affairs of the Intergroup, whether voluntary or involuntary, the assets of the Intergroup then remaining in the hands of the Intergroup officers, after all debts have been paid, shall be delivered and paid over, in such amounts as the Intergroup officers may determine or as may be determined by a court of competent jurisdiction upon application of the Intergroup officers, exclusively between Region 5 and World Service Office of Overeaters Anonymous, share and share alike, which would then qualify under the provision of Section 501 (c) (3) of the Internal Revenue Code and its regulations as they now exists or as they may hereafter be amended.
- B. Article II shall be limited to charitable and educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code.
- C. Inurement of Income. No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to, its members, trustees, officers, or other private persons except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered.
- D. Legislative or Political Activities. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation and the corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.
- E. Operations Limitations. Notwithstanding any other provisions 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) of the Internal Revenue Code of 1954 (or corresponding provisions of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law.
- F. In accordance with 2012 WSBC, *"In order to deregister, an intergroup must submit a written request to the World Service Office, region chair and region trustee."***

Madison Area Intergroup Bylaws as amended and accepted on January 27, 2019.

Submitted by: Jill, 2018-2019 Madison Area Intergroup Chair
Previous by-laws were amended and approved in 2006, 2012, 2014.