

BYLAWS

SOUTHERN ALBERTA INTERGROUP

ARTICLE 1 NAME

- A. The name of this society shall be SOUTHERN ALBERTA INTERGROUP ASSOCIATION OF OVEREATERS ANONYMOUS, hereinafter called SAI.

ARTICLE 2 PURPOSE

A. Purpose

In accordance with the Twelve Steps and the Twelve Traditions of Overeaters Anonymous (OA), the purpose of the Board of SAI is to service OA groups within our geographic boundary as defined in Article 3(A)(4) and oversee the committee functions to promote strength and recovery in the fellowship of SAI and Overeaters Anonymous as a whole.

B. The Twelve Steps (amendments cannot be made to the Twelve Steps)

- 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.

C. The Twelve Traditions (amendments cannot be made to the Twelve Traditions)

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.

D. The Twelve Concepts of OA Service (amendments cannot be made to 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 3 MEMBERSHIP

A. Membership

1. Membership of SAI is made up of all so choosing OA groups, hereinafter called Members, with membership qualification being defined in Article 3(A)(4) and registered as per Article 3(A)(3).

2.
 - (a) This fellowship shall be served by the SAI Service Board, hereinafter called The Board, which is composed of Intergroup Representatives, elected officers and committee chairs.
 - (b) Each Member's group shall elect one Intergroup Representative, hereinafter called IR and one alternate and each such group through its IR shall have one vote as a member of SAI. No one person shall vote for more than one group. It is suggested that each IR and alternate have six months or more of regular attendance and service at OA meetings, be practicing the Twelve Steps and abiding by the Twelve Traditions.
3. Those groups are deemed Members provided that such groups have been registered in writing with SAI, Region One, and the World Service Office of Overeaters Anonymous.
4. Geographic boundaries of SAI: the region bounded by the Canada–U.S. border on the south; the Alberta–Saskatchewan border on the east; the Alberta–British Columbia border on the west; the northern boundary of the City of Red Deer on the north; or any group that applies for membership within proximity of our geographical boundaries.

B. Qualifications

Qualifications for eligibility for membership of an OA group in the Intergroup:

1. Those groups within the region or the geographic definition of the Intergroup that have formally registered with the World Service Office and indicated their intention to belong to the Intergroup may be considered Members. An OA group is defined as the following:
 - a. As a group, they meet together to practice the Twelve Steps and Twelve Traditions of OA.
 - b. All who have a desire to stop eating compulsively are welcome in the group.
 - c. No member of the group is required to practice any actions in order to remain a member or to have a voice (i.e. to share at a meeting).
 - d. As a group, they have no affiliation other than OA.
2. Each group shall be entitled to vote through its elected IR.
3. No group may be registered with another Intergroup

C. Intergroup Representatives (IR)

1. 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.
2. IRs should be selected for their willingness to serve, commitment to the Twelve Steps and Twelve Traditions of OA and availability to attend monthly SAI meetings.
3. The primary responsibility of each IR, or alternate, is to represent their group at all meetings of the Intergroup, to act as a liaison between the Intergroup and their group, to see that all communications pertaining to the Intergroup are made available and, where requested, read aloud to the group.

D. Absences of Intergroup Representatives

The Intergroup Co-Chair shall notify representative groups of any IR's absences.

E. Membership with voice and no vote may be:

1. Any employee of Overeaters Anonymous;
2. Any member of the Fellowship who is not a duly elected representative or alternate.

F. Cancellation of Membership

Any Member group wishing to withdraw from membership may do so upon a notice in writing to the Board through the SAI Board Secretary. Any Member group upon a two-thirds (2/3) vote of all Members of the Board in good standing may be expelled from membership for any cause which the SAI may deem reasonable.

ARTICLE 4 MEETINGS

A. Regular Meeting

SAI shall hold a regular monthly meeting on the first Saturday of each month unless deemed changed by the majority of the Board.

B. Annual Meeting

An annual general meeting (AGM) shall be held on, or before, July 1 of each year, of which meeting, due notice shall be given to all Board members. At this meeting there shall be an election of the Officers of the Board, appointment of Committee Chairs, and final year end reports from

each Board Officer, IR and Committee Chair. Any Board member, which includes all Board Officers, Committee Chairs and IRs, shall be entitled to one vote at Intergroup meetings. At the AGM, a financial statement setting out income, disbursements, assets and liabilities, and which has been audited and signed by two members or an auditing accountant shall be provided by the Treasurer. One of the members signing the audited financials cannot be the Treasurer.

C. Special Meeting

A special meeting may be called at any time by a majority vote of the Board, or by petition of five (5) Board Members, by giving notice as prescribed in Article 4, Section D. The person calling a special meeting must provide a detailed agenda describing exactly what business will occur. The special meeting will only address those matters and no other matters.

D. Method of Notification

Notification of all meetings shall consist of notices prepared by the Board Secretary and distributed to each group secretary and/or IR, twenty-one (21) days prior to the date of the meeting. Placing an announcement in the SAI newsletter, if any, or by mail, or by email, or by telephone or on the SAI website and at the prior Board meeting is also considered proper notification. Upon the instruction of the Chair or the Board, special meetings of SAI may be called at any time by the Secretary following notification procedures with the addition of the agenda of that special meeting.

E. Quorum

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

F. Meeting Procedure

1. It is suggested that at the beginning of every meeting, one of OA's Twelve Steps and one of OA's Twelve Traditions be read. In addition, it is requested that one of the Twelve Concepts of OA Service be read.
2. All meetings shall be conducted in accordance with the current edition of Robert's Rules of Order except when inconsistent with our by-laws, policies and/or the Twelve Traditions and Twelve Concepts.

ARTICLE 5 THE INTERGROUP BOARD

A. Elected Officers of the Board

1. Chairperson
2. Co-Chairperson

3. Treasurer
4. Secretary
5. Delegate
6. Literature Chairperson
7. Public Information Chairperson
8. Telephone Chairperson
9. Twelfth– Step–Within Committee Chairperson

The Board may also include other positions such as special event chairs, committee chairs and regional representative(s). Their duties shall be set by policy by the Board and contained in the Board job descriptions.

B. Past Chairman

Past Chairman shall be deemed an officer of the Board with all privileges and responsibilities attached to membership of the Board, including attendance at Board meetings for one year.

C. Committee Chairs

1. Archivist
2. Retreat & Marathon
3. Media Librarian
4. Webmaster

D. The elected officers of the Board shall serve as the Executive Board. In the event that the Chairperson of the Board is unable to attend any meeting of the Board, the next highest ranking officer in attendance shall serve as Chair for that meeting. The ranking of these officers shall be as follows:

1. Co–Chair
2. Treasurer
3. Secretary

E. No elected officer can sit on the Board as Intergroup Representative.

F. Each Board Officer and Committee Chairperson shall make a complete written monthly report to the Board meeting and the AGM, with a copy of the report for the Secretary.

G. To hold an elected Board position, a member must maintain his/her abstinence, each person being the sole judge of his/her abstinence. If an elected Board Member loses his/her abstinence, he/she is encouraged to resign his/her position.

H. To hold a Board position, a member must be regularly attending an SAI registered group and be practicing The Twelve Steps and Twelve Traditions.

ARTICLE 6 ELECTION OF THE BOARD OFFICERS

A. Nominations to the Board

Each Board member shall have the right to nominate, from the floor, qualified individuals as Board Officers.

B. Qualifications for the Board

1. Each nominee must be regularly attending an SAI registered group, have eighteen (18) months or more of regular attendance at meetings and twelve (12) months or more of service at OA meetings.
2. Each nominee should be working the Twelve Steps of OA (for at least twelve (12) months).
3. Each nominee shall be familiar with the Twelve Traditions of OA.
4. Each nominee shall be familiar with the Twelve Concepts of OA Service.
5. Each nominee shall have six (6) months of continuous abstinence (each person shall be the sole judge of what his/her abstinence is).
6. Having been nominated and unable to meet the qualification of continuous abstinence for six (6) months, but meeting all other requirements as stated in 6B, 1 to 5, one must be elected by three-fourths (3/4) majority vote of the Board.
7. Delegate candidates:
Shall meet the qualifications required by Region and World Service. *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 meet qualifications and requirements as outlined and defined in the Overeaters Anonymous, Inc. Bylaws, Subpart B, Article X, Section 3, and as required for election to the Board by Article 6, Section B, of these bylaws. Regional representative/alternate shall meet qualifications and requirements as outlined and defined in the Region One bylaws, and as required for election to the board by Article IV, Section 4, of these bylaws.*
8. No Board Member shall hold more than one Board position.

C. Method of Election

1. Elections shall be held annually at a meeting specified for that purpose.

2. To be eligible for election to the Board, a nominee must:
 - a) Meet all qualifications as defined in Article 6(B).
 - b) Understand the responsibilities of the position as defined in Article 7 and as defined in the Board job descriptions.
3. In order to be an elected officer of the Board, a nominee must be present at the election meeting and must receive a majority vote of the Board Members present. If a nominee is unable to be present, he/ she, must submit a written acceptance of the nomination and a resume identifying how he/she meets the qualifications listed in Article 6(B).

D. Term of Office

1. Elected Officers of the Board shall serve for a period of two (2) years.
 - a) On even-numbered years the Treasurer, Secretary, Public Information Chairperson shall be elected. On odd-numbered years the Chair, Co-Chair, Delegate, Telephone Chairperson, Twelfth-Step-Within Chairperson, Literature Chairperson shall be elected.
 - b) Newly elected officers shall begin service at the Intergroup meeting following their election.
2. Board Members shall serve no more than two (2) consecutive terms in the same office.
3. After an interval of two (2) years, a member may again be eligible for election to their prior office.
4. Upon election to the Board, members shall cease to be a representative of their group and that group shall elect a new Intergroup Representative.
5. Termination of an elected officer can be by a two-thirds (2/3) majority vote of the Board based on the officer unable to perform duties and responsibilities, and/or not meeting the qualifications as listed in Article 6(B), and/or dishonest reporting, and/or stealing, and/or, an accumulation of three excused and/or two non-excused absences in any twelve (12) month period. Absences are defined as:

Excused: illness, family emergency, holidays, work, or the discretion of the Chair.

Non-excused: failure to attend a meeting without notifying the Chairperson in advance.
6. Resignation of an elected officer shall be delivered in writing. Vacancy of the position will begin at the Intergroup meeting following his/her resignation. A final written report is to be submitted at the time of resignation.

7. When a vacancy occurs, the Board shall elect a successor to serve the remaining period. Ten (10) months or more shall constitute a full term.

ARTICLE 7 BOARD OFFICERS JOB DESCRIPTION

A. Chairperson shall:

1. Preside at all regular and special meetings of this Intergroup and Intergroup Board.
2. Be responsible for compiling and distributing the current SAI meeting time and location.
3. Be responsible for establishing the agenda for all Intergroup meetings.
4. Cast the deciding vote to break a tie.
 - a) May not participate in a ballot vote.
5. Appoint committee chairs, including a nominating committee, as deemed necessary.
6. May attend all standing committee meetings.
7. Co-ordinate SAI committees involved in SAI business and activities.
8. Have operational authority, in the intervals between Board meetings, to speak in the name of the organization in emergencies, in consultation with one other Executive Board Member.
9. Ensure that the general account of the Intergroup be audited annually.
10. Perform all other duties as prescribed in the Intergroup policy and procedures manual.
11. Annually review the position's job description in the SAI policy and procedures manual and recommend updates as necessary for the SAI June AGM.

B. Co-Chairperson shall:

1. Serve in the absence of the Chairman.
2. Be the group liaison between Member groups and the Board.
3. Ensure SAI group registrations and meeting information is current with WSO.
4. Compile and distribute a listing of all SAI group meetings, including time and location, to all SAI Members.
5. Compile an SAI Active Members Contact List to be updated and distributed quarterly to Member groups. This is a service provided for the groups to use at their discretion abiding by the OA Traditions.
6. Perform all other duties as prescribed in the SAI policy and procedures manual.

7. Annually review the position's job description in the SAI policy and procedures manual and recommend updates as necessary for the SAI June AGM.

C. Secretary shall:

1. See that minutes are kept of all Intergroup Board meetings and that a copy of the Intergroup minutes is printed and either mailed or emailed to each Intergroup Representative. As a cooperative gesture, a copy of the minutes may be sent to the Regional Trustee.
2. Inform all SAI representatives of forthcoming monthly and special monthly meetings.
3. Work closely with the Chairperson and handle all correspondence deemed necessary by same.
4. Have custody of any books and records prepared by a committee and/or IRs and make them available for inspection upon request.
5. Ensure that motions and policy changes are incorporated into the policies and procedures manual prior to the AGM in June.
6. Maintain a file of all minutes of past meetings.
7. Perform all other duties as prescribed in the Intergroup policy and procedures manual.
8. Annually review the position's job description in the SAI policy and procedures manual and recommend updates as necessary for the SAI June AGM.

D. Treasurer shall:

1. Maintain a chequing and savings account, if necessary, for disposal of Intergroup funds.
2. Submit financial reports each month at the Intergroup meetings.
3. Be cosignatory with two (2) other board members or an appointee of the board.
4. Have final reports prepared and audited for the AGM.
5. Perform all other duties as prescribed in the Intergroup policy and procedures manual.
6. Annually review the position's job description in the SAI policy and procedures manual and recommend updates as necessary for the SAI June AGM.

E. Public Information shall:

1. Handle requests for information about OA from local media and furnish speakers for non-OA organizations following the Twelve Traditions of OA.
2. Under the direction of the Twelve Traditions, inform the professional and public communities about OA.
3. Perform all other duties as prescribed in the Intergroup policy and procedures manual.

4. Annually review the position's job description in the SAI policy and procedures manual and recommend updates as necessary for the SAI June AGM.

F. Twelfth-Step-Within Committee Chairperson shall:

1. Co-ordinate volunteers as required to do Twelfth Step work within the Fellowship.
2. Be the liaison between members and correspond with people in isolated outlying areas, by whatever methods appropriate.
3. Perform all other duties as prescribed in the Intergroup policy and procedures manual.
4. Annually review the position's job description in the SAI policy and procedures manual and recommend updates as necessary for the SAI June AGM.

G. Delegate shall:

1. Attend the Region One Assembly and the World Service Business Conference, the number of which to be determined by WSO, Region and SAI finances permitting.
2. Attend all regularly scheduled Intergroup meetings.
3. Be familiar with and willing to explain the Twelve Traditions and their practical use at group and intergroup meetings.
4. Perform all other duties as prescribed in the Intergroup policy and procedures manual.
5. Annually review the position's job description in the SAI policy and procedures manual and recommend updates as necessary for the SAI June AGM.

H. Literature Chairperson shall:

1. Supply member groups with AA and OA literature and maintain current prices, stock lists and accounts receivable.
2. Perform all other duties as prescribed in the Intergroup policy and procedures manual.
3. Annually review the position's job description in the SAI policy and procedures manual and recommend updates as necessary for the SAI June AGM.

I. Telephone Chairperson shall:

1. Be responsible for managing the OA telephone line as directed by the Board.
2. Perform all other duties as prescribed in the Intergroup policy and procedures manual.
3. Annually review the position's job description in the SAI policy and procedures manual and recommend updates as necessary for the SAI June AGM.

ARTICLE 8 FINANCIAL STRUCTURE

A. Source of Funds

1. Voluntary contributions of the member groups shall be the primary source of funds.
2. Secondary source of income may be such occasional projects or activities as may be authorized by the Intergroup according to Tradition Six.
3. The Intergroup may accept donations from OA members, conforming to the general practice of OA.
4. The maximum allowable annual donation to the Intergroup by OA members is to be limited to five thousand dollars (\$5,000.00) (an amount set by vote of the Intergroup). (Note: The limit for WSO is currently five thousand dollars (\$5,000), subject to change by the Board of Trustees.)
5. The acceptance of bequests or donations from any outside source is prohibited.
6. The maximum allowable bequest to the Intergroup by OA members is to be limited to one hundred thousand dollars (\$100,000) (an amount set by vote of the Intergroup). (Note: The bequest limit for WSO is currently one hundred thousand dollars (\$100,000), subject to change by the Board of Trustees.)
7. 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.

B. Prudent Reserve

There shall be no accumulation of funds beyond current necessities, with retention of only a prudent reserve for contingencies. Amount of funds in excess shall be presented and voted upon by The Board as to the amount to donate to Region One and the World Service Offices on the time schedule stated in our policies and procedures manual.

C. Finance Management

1. An annual audit shall be conducted before the AGM by either a certified accountant, or any two (2) members of the Board (excluding the Treasurer).
2. Borrowing: The society may not borrow or raise or secure the payment of money in any other means than aforesaid.

D. Dissolution

1. Upon the dissolution of SAI, after paying or adequately providing for the debts and obligations of the Association, the remaining assets shall be distributed to the World Service Office of Overeaters Anonymous, and/or to the Region One.
2. No part of the net earnings of SAI 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.

ARTICLE 9 MAJOR POLICY MATTERS

- A. Matters that affect SAI and/or groups within its service area shall be referred to the SAI Board.
- 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 10 AMENDMENTS

A. Bylaw Amendments

1. The Bylaws Committee shall consist of two (2) or more Board members chosen by the Board. In addition, the Chairperson of the Board shall serve as the Bylaws Committee Chair.
2. These Bylaws may be cancelled, altered or added to by a Special Resolution at any Annual General Meeting or Special General Meeting of SAI. This will be proposed by the Bylaws Committee at the AGM or special general meeting with two-thirds (2/3) majority vote.
3. Proposed amendments of these bylaws may be submitted by any Board member to the Chairperson.
4. These bylaws shall be reviewed two (2) months prior to the AGM by the current Bylaws Committee.