

Region III  
Intergroup No. 043-09244

Bylaws of the  
San Antonio Area Intergroup  
of Overeaters Anonymous

Revised June 2020

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## ARTICLE I — NAME

The name of this organization shall be the San Antonio Area Intergroup, hereinafter known as SAAI.

## ARTICLE II — PURPOSE

### Section 1 — Purpose

The primary purpose of this organization is to aid those with the problem of compulsive eating by using the Twelve Steps and Twelve Traditions of Overeaters Anonymous, guided by the Twelve Concepts of OA Service, and to serve and represent the OA groups from which the Intergroup is formed; 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 suggested for recovery in the Fellowship of Overeaters Anonymous are as follows:

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 of 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 other 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 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 nonprofessional, 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.

#### **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 the World Service Business Conference the active maintenance of our world services; thus, the 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 acts of government, and each shall always remain democratic in thought and action.

## **ARTICLE III — MEMBERS**

### **Section 1 — Membership**

Membership of the SAAI shall consist of the following:

- A. The SAAI Board (as defined in Article IV, Section 1(A)).
- B. Intergroup Representatives (IRs), which shall consist of one member from each group within the geographic area. Visitors are welcome and are encouraged to participate in the discussion (See Section 5, B).
  1. Geographic area shall be defined as the San Antonio area.
- C. Group members not acting as IRs but elected or appointed to carry out specific duties, e.g., Public Information/Public Outreach (PI/PO) Chair.
- D. Immediate past Chair, if in attendance.

### **Section 2 — Qualifications**

Qualifications of eligibility for membership in the SAAI.

- A. Those groups within the region or the geographic definition of the SAAI that have formally registered with the World Service Office and indicated its intention to belong to the SAAI may be considered members. An OA group is defined as the following:
  1. As a group, they meet to practice the Twelve Steps and Twelve Traditions of OA.
  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.
  6. Virtual groups (groups which replicate face-to-face meetings through electronic media) may be an Overeaters Anonymous group if they:
    - i. Otherwise meet the definition of Overeaters Anonymous groups;
    - ii. Are fully interactive, and;
    - iii. Meet in real time.
    - iv. Virtual groups registered with WSO may affiliate without regard to geographic proximity.
- B. Each group shall be entitled to one vote through its elected IR.
  1. Normally voting at the SAAI meetings shall be by group conscience, a simple majority of those present and eligible to vote.
  2. Those eligible to vote in the group conscience shall consist of:
    - Elected SAAI Board members
    - Committee Chairs
    - Immediate past Chair, if in attendance
    - One duly elected representative of each group or his/her duly alternate, if in attendance.
  3. Each eligible person may vote only once and there shall be only one vote per group if Intergroup Representative is in attendance.
  4. The Chair may not vote except as described in Article IV, Section 6, A (3)
- C. No group may be registered with another Intergroup.

### **Section 3 — Intergroup Representatives (IRs)**

- A. One Intergroup Representative (IR) shall be selected by group conscience (the expression of the group and unity as discussed in Tradition 2) of the group represented. 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 IR when the necessity arises.
  1. The term of office of the IR or alternate is suggested to be at least six (6) months.
  2. It is suggested that IRs should be selected for willingness to serve, commitment to the Twelve Steps and Twelve Traditions of OA, and length of time in program. An alternate member from the group is acceptable.

3. Each group may determine abstinence qualifications of those elected to serve. It is suggested that IRs have a minimum of 30 days of current abstinence.
- B. The primary responsibility of IRs, or alternates, is to represent their group at all SAAI meetings, to act as a liaison between SAAI and their group, to see that all communications pertaining to SAAI are made available and, read aloud to the group (where requested).
- C. Each group representative should notify the SAAI Recording Secretary of any changes in IRs or alternates.

#### **Section 4 — Attendance of Intergroup Representatives**

The SAAI recording secretary shall maintain records of attendees at monthly SAAI meetings and include this list in each set of minutes.

### **ARTICLE IV — THE SAAI BOARD**

#### **Section 1 — Membership of the Board**

- A. The Board shall consist of the Chair, Vice Chair, Recording Secretary, Communications Secretary, Treasurer, Parliamentarian, Delegate(s) and Regional Representative(s).
- B. The immediate past Chair serves as an ex-officio member of the SAAI Board for one year.
- C. This Intergroup Board shall serve as the Executive Board. In the event the Chair 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 Chair
  2. Treasurer
  3. Recording Secretary
  4. Communications Secretary

All Board members shall serve as Bylaws Committee members.

#### **Section 2 — Nominations to the SAAI Board**

- A. Nominating Committee
  1. A Nominating Committee, appointed at the April SAAI meeting by the Chair, is to be comprised of at least three (3) individuals who are SAAI Board members, Intergroup Representatives, or other OA members
  2. A Nominating Committee report shall be presented at the May SAAI meeting.
    - a. The Nominating Committee is not required to nominate more than one person for each position.
    - b. Nominations may be made from the floor.
  3. The slate of nominees shall be prepared and included in the May SAAI minutes and communicated to the SAAI Board and IRs two weeks before the election in June.
  4. It is strongly recommended that the Nominating Committee inform nominees about the requirements in Section 3(B) below.
- B. Nominees
  1. Each nominee must be present at the May SAAI meeting unless excused by the Chair.
  2. In the case of more than one nominee, at the SAAI meeting, each nominee shall submit an oral resume, to include why the job is sought, qualifications, and OA service.
  3. A written resume must be submitted only if candidate is unable to attend the May meeting and has been excused by the Chair.
  4. Nominees from the floor shall give an oral resume to include why the job is sought, qualifications, and OA service.
  5. Nominees must be present at the June SAAI election meeting unless excused by the Chair.

#### **Section 3 — Qualifications for the SAAI Board**

An SAAI Board nominee:

- A. Shall be currently practicing faithful adherence to the Twelve Steps and the Twelve Traditions of OA.
- B. Shall at the time of election have abstained from compulsive overeating for the past six months, and be the sole judge of his/her abstinence and maintenance. (See Section 3 for Exceptions).
- C. SAAI experience:
  - 1. It is suggested that each nominee (except Chair) shall have been an active SAAI member for six (6) months prior to the nomination.
  - 2. It is required that the nominee for Chair shall have been an active SAAI member for six (6) months prior to the nomination.
- D. Delegate(s)/Regional Representative(s):

Note: In the past SAAI has had the same individual serve as both WSBC Delegate and Regional Representative.

- 1. The World Service Business Conference (WSBC) Delegate (whether or not a member of the SAAI Board) shall meet qualifications and requirements as outlined and defined in the Overeaters Anonymous, Inc. Bylaws, Subpart B, (Article X, Section 3 (c), 1, 2 & 4) and as required for election to the Board by Article IV, Section 4 of these bylaws.
  - a. WSBC qualifications:
    - i. one year of current abstinence.
    - ii. at least two years of service above the group level; (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.
    - iii. selected at least 70 days before the annual Conference, and the names forwarded immediately upon selection to the World Service Office of Overeaters Anonymous.
    - iv. one qualified delegate for up to the first fifteen groups it represents and one for each additional fifteen groups or any fraction thereof.
- 2. The Regional Representative(s) shall meet qualifications and requirements as outlined and defined in the Region III Bylaws, and as required for election to the SAAI Board by Article IV, Section 4 of these bylaws.
  - a. Region III qualifications:
    - i. one year of current abstinence; each regional representative shall be the sole judge of his/her abstinence and maintenance;
    - ii. at least one (1) year of service above the group level;
    - iii. each regional representative shall be selected for sound judgment, experience, stability, willingness to serve and for faithful adherence to the program of the Twelve Steps and the Twelve Traditions of Overeaters Anonymous.
    - iv. SAAI endorses the requirement for WSBC delegate service as written in OA, Inc., Bylaws, Subpart B, Article X, section 3c 1.
- 3. Delegate(s)/Regional Representative(s) shall comply with WSBC, Region III, and local SAAI qualifications in Article IV, Section 3, paragraphs A & B above and shall have served SAAI for a minimum of one year.
- 4. Exceptions
  - a. Qualifications for the SAAI Board positions may be changed by a group conscience vote if there are no qualified candidates willing to run.
  - b. Delegates/Regional Representative(s) not meeting World Service or Region III requirements must be ratified by the OA Board of Trustees or Region III Board.
- E. Treasurer:
  - 1. Shall have financial experience or serve in an "in training" capacity for six months prior to assuming total responsibility.

#### **Section 4 — Method of Election**

- A. The election of the SAAI Board members will be held in June of each year. The new members will be installed in July of the same year.
- B. To be eligible for election to the Board, the 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.
- C. In order to be elected to membership on the SAAI Board, a nominee must:
  - 1. Be present at the election meeting or have an excused absence from the Chair.
  - 2. Receive a majority vote of qualified voters (see definition of group conscience in Article III, Section 2(B)(2)).
- D. When there is more than one candidate, voting shall be by written secret ballot.
- E. When there is no candidate for an office, nominations may be taken from the floor and voted on. The nominee must be present at the meeting or have an excused absence from the Chair.

### **Section 5 — Terms of Office**

- A. The SAAI Board Members:
  - 1. Terms of office for SAAI Board members (except Delegate(s)/Regional Representative(s)) shall be one (1) year.
  - 2. An SAAI Board member may serve no more than two (2) consecutive terms per position.
  - 3. After an interval of one year, a member may again be eligible for election to their prior office.
  - 4. There is no limit on how many consecutive terms a Standing Committee Chair may serve.
  - 5. If a member of the SAAI Board fails to attend two (2) consecutive meetings without being excused by the Chair prior to the meeting, the absent member will be contacted by the Chair. If there is no response or it is determined that the member cannot fulfill his/her duties, his/her office may be declared vacant by a majority of those members present and voting. (See Article IV, Section 7(A)).
- B. Delegate(s)/Regional Representative(s).
  - 1. A term of office for Delegate(s) and/or Regional Representative(s) positions shall be two (2) years.
  - 2. A Delegate may be elected for no more than two (2) consecutive terms in either position.
  - 3. A member who serves the remainder of an unexpired term is still eligible to serve two (2) immediate consecutive terms as delegate in his/her own right.
- C. Terms of office for the SAAI Board and Delegate positions may be changed by a group conscience vote if there are no qualified candidates willing to run.
- D. Upon election to the Board, a member shall cease to be representative of his/her group and that group shall elect a new IR to vote for the group.
- E. No person can serve in two elected positions simultaneously.
  - 1. If a person who has been elected for one position is asked to perform the duties of another elected position, then that person shall be designated as “acting” in the second position until a qualified candidate can be elected. That person shall have only one vote in his/her primary elected position.

### **Section 6 — Responsibilities of the SAAI Board**

- A. Chair:
  - 1. Shall preside at all regular and special meetings of the SAAI and the SAAI Board.
  - 2. Shall be responsible for establishing the agenda for all the SAAI meetings.
  - 3. May only vote:
    - a. To cast the deciding vote, or to make or break a tie
    - b. When vote is by written, secret ballot.
  - 4. May attend all standing and special committee meetings.
  - 5. Shall ensure that the general account of the SAAI be verified annually.
  - 6. Shall help coordinate the various activities of the SAAI.
  - 7. Shall notify the Communications Secretary, who notifies group secretaries and/or representatives about special meetings (See Article V, Section 3).
  - 8. Shall call for review of bylaws at least once a year.

9. Shall appoint standing committee chairs.
  10. Shall submit applications for WSO Board approval of Delegates not meeting World Service or Region guidelines.
  11. Shall appoint “tellers” to count written ballots in accordance with the current edition of Roberts Rules of Order.
  12. Shall contact any SAAI Board member who fails to attend two (2) consecutive SAAI meetings without being excused by the Chair prior to those meetings. (See Article IV, Section 7 (A)).
- B. Vice Chair:
1. Shall serve in the absence of the Chair.
  2. Shall assist the Chair in the performance of his/her service.
  3. Shall serve as ex-officio member of all committees for coordination purposes.
  4. Shall maintain a list of attendees at the SAAI meetings, in absence of Recording Secretary.
- C. Recording Secretary:
1. Shall record minutes of the SAAI meetings.
  2. Shall keep record of attendance at SAAI meetings and include this information in the monthly meeting minutes.
  3. Shall notify groups who have not been represented at the SAAI meeting.
  4. Shall accept reports submitted to the SAAI and include them in the SAAI meeting minutes.
  5. Shall maintain a policy manual on a month-to-month basis.
  6. Shall maintain a file of all minutes of past meetings, including reports, flyers, and newsletters and submit these to the Archive Committee at the end of his/her term.
  7. Shall distribute copies of the meeting minutes.
- D. Treasurer:
1. Shall have financial experience or serve in an "in training" capacity for six months prior to assuming total responsibility.
  2. Shall accept and disburse funds on behalf of the SAAI and shall maintain a checking and/or savings account for that purpose.
  3. Shall submit financial reports each month at the SAAI meetings.
  4. Shall be cosignatory with at least one other Board member or an appointee of the Board.
  5. Shall have funds available to collect and disperse all monies needed at SAAI events and include in financial reports to the SAAI.
  6. Shall arrange for an audit of the SAAI account during the final month of each fiscal year.
  7. Shall call for a group conscience vote for any expenditure over \$50 and ensure that all checks over \$50 have two signatures. [Bylaws Committee recommends: "...any expenditure over \$100 and ensure that all checks over \$100 have two signatures. In case of emergency, two signatures shall be waived by group conscience.]
  8. Shall request Regional Representative(s) funding from Region III at least 45 days prior to Region III Assembly/Convention.
- E. Communications Secretary:
1. Shall keep the WSO updated on changes in meetings and officers.
  2. Shall receive and respond to the correspondence. (As a cooperative gesture, Communications Secretary may forward a copy of the SAAI Meeting Minutes to regional trustee.)
  3. Shall maintain all passwords necessary to access the SAAI email and will receive and respond to email.
  4. Shall maintain control of all passwords and information necessary to access and update the SAAI website
  5. Shall be responsible for facilitating the editing, publishing, and distributing of the SAAI newsletter.
  6. Shall be responsible for the editing and coordination of website content.
  7. Shall maintain records of the SAAI website costs (hosting, domain and other related charges) and establish payment method and schedule. Communications Secretary will work with Treasurer to ensure costs are budgeted and payment made by Communications Secretary to be reimbursed by the SAAI.
  8. Shall keep a calendar of upcoming events taking place within SAAI, Region III, and WSO and share the information through the SAAI newsletter and website.
  9. Shall keep updated lists to include IRs, standing committees, SAAI Board members, delegates and group meeting lists. Communications Secretary will make these lists available to all the SAAI members.

10. Shall serve as Chair of Communications Committee and shall delegate tasks as needed.
- F. Parliamentarian:
1. Ensure Roberts' Rules of Order and bylaws are adhered to during SAAI meetings.
  2. Shall chair Bylaws Committee for annual review of the bylaws. The Bylaws Committee may be composed of SAAI Board and any other interested SAAI members.
  3. Shall be responsible for providing all current and new members of the SAAI with a copy of the most recent approved bylaws.
- G. Delegate(s)/Regional Representative(s):
1. Shall attend Region III Assembly/Convention and/or WSBC when approved by SAAI.
  2. Shall serve as point of contact, maintaining communications between SAAI, Region III, and World Service Office.
  3. Will present and file a written report to SAAI within 45 days after WSBC and Region III Assembly/Convention.
  4. Shall be funded by a majority vote.

### **Section 7 — Vacancies and Resignations**

- A. If a member of the SAAI Board fails to attend two (2) consecutive meetings without being excused by the Chair prior to the meeting, the absent member will be contacted by the Chair. If there is no response or it is determined that the member cannot fulfill his/her duties, 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 notice to the Chair of the SAAI.
- C. Any Board member of the SAAI may be removed from office for due cause by a two-thirds (2/3) vote of those present and eligible to participate in group conscience (See Article III, Section 2(B)) at a meeting announced for that purpose.

### **Section 8 — Filling of Vacancies**

- A. When a vacancy occurs, the group conscience shall elect, by a majority vote, a successor to serve the remaining period.
  1. With the exception of Delegate(s)/Regional Representative(s), ten months remaining shall constitute a full term.
  2. For Delegate(s)/Regional Representative(s), 18 months remaining shall constitute a full term.
- B. A person chosen to fill any vacancy on the SAAI 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 Article IV, Section 6.

## **ARTICLE V — MEETINGS**

### **Section 1 — Regular Meetings**

The SAAI shall meet monthly at a time and place designated by a majority of the voting members.

### **Section 2 — Annual Meetings**

An annual meeting shall be held in the month of June for the election of officers.

An annual meeting shall be held for the Bylaws Committee's annual review of the Bylaws.

### **Section 3 — Special Meetings**

- A. The SAAI Board shall provide a means of conducting SAAI business in the case of emergencies and/or between meetings of the SAAI.

- B. A special meeting may be called at any time by the Chair, by a majority vote of the SAAI Board, or by petition of 5 (five) SAAI members, by giving notice as prescribed in Article V, Section 4.

#### **Section 4 — Method of Notification**

- A. Notification of all meetings shall consist of announcement at regular SAAI meetings, or written or oral notices to each IR or contact person at least 24 hours prior to the date of the meeting.
- B. Chairperson and/or SAAI Board may call special SAAI meetings at any reasonable time and place, provided each group representative or alternate and each SAAI Board member is contacted and provided 24 hour notice.
- C. Notification may also be made by placing an announcement in the SAAI newsletter, if any, or by mail, or electronically at the prior SAAI meeting.

#### **Section 5 — Quorum**

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

### **ARTICLE VI — COMMITTEES**

#### **Section 1 — Standing Committees**

The following standing committees may be established as required to carry out the purposes of SAAI in the most effective and efficient manner. Standing committees may include but not be limited to:

- A. Communications
- B. Public Information and Public Outreach (PI/PO)
- C. Bylaws
- D. 12 and 12
- E. Other committees deemed necessary to carry on SAAI work

#### **Section 2 — Special Committees**

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

#### **Section 3 — Committee Appointments**

- A. The SAAI Chair shall appoint a committee chair from those who meet IR qualifications. This person will serve with acclamation from members present at the following SAAI meeting.

#### **Section 4 — Committee Procedures**

- A. 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 SAAI Board and the guidelines of the Twelve Traditions of OA.
- B. Each committee, to conduct the business of that committee, is allotted \$25.00 per year as a reimbursable expense without approval. Any other expenses need to be approved by SAAI.

#### **Section 5 — Committee Responsibility**

- A. Any committee decision and/or vote which establishes or changes an SAAI policy, sets a procedural plan for a special event, or expends funds in excess of the approved budget, shall require approval by the SAAI prior to implementation.
- B. Each standing committee chair shall submit an oral or written report to the SAAI at each meeting and/or at the end of any specific event coordinated by that committee. Recording Secretary will include these reports in the SAAI meeting minutes.
- C. If any monies are expended from an approved budget, a detailed and itemized accounting (including receipts) shall be submitted to the treasurer for reimbursement.
- D. Committees handling money shall keep minimum amounts.
- E. Each committee shall notify the Vice Chair of the time, location and agenda of all meetings.

### **Section 6 — Nominating Committee**

- A. SAAI will have a Nominating Committee to recommend persons to serve as the SAAI Board, Delegate(s)/Region Representative(s), and Committee Chairs to fill vacancies.
- B. The committee should be at least three members (see Article IV, Section 3). The SAAI Chair and Vice Chair shall not serve on the committee, but may provide background information and input as requested by the committee. The Nominating Committee should follow the responsibilities and requirements as outlined in Article IV, Section 2A.

### **Section 7 — Ex-officio Members**

- A. Past Committee Chairs may serve in an ex-officio capacity in their respective committees.
- B. The SAAI Vice-Chair is an ex-officio member of all committees, except the Nominating Committee.

### **Section 8 — Committee Bank Account**

- A. If it is deemed necessary by the Board that a committee shall open a bank account, the following procedure shall be followed:
  - 1. The committee chair and the SAAI treasurer shall be signers on each account. Additional signers may be approved. Two signatures may be required on all checks.
  - 2. The committee chair shall keep all financial records and shall present a detailed, itemized report of transactions at the SAAI meeting following any event for which monies were expended or received.
  - 3. The committee chair shall arrange for an audit of the committee account during the final month of each fiscal year. The audit shall take place at the same time as the audit for the general account of the SAAI.

### **Section 9 — Vacancies**

- A. Should a vacancy, resignation, or removal of a committee chair occur, all pertinent information shall be turned over to the SAAI Chair.
- B. The SAAI Chair shall then appoint a new committee chair.

### **Section 10 — Removal of Committee Chair**

- A. A committee chair may be removed from office by a two-thirds (2/3) vote of the SAAI Board.
- B. Removal shall be based on a specific reason such as unworthy conduct, return to compulsive overeating, non-attendance, etc.

## **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 sources of income may be from such occasional projects or activities as may be authorized by the SAAI according to Tradition Six.
- C. The SAAI may accept donations from OA members, conforming with the general practices of OA.
- D. The maximum allowable annual donation to the SAAI by an OA member is to be limited to the amount set by the OA Board of Trustees (currently five thousand dollars, \$5,000 per year to the general fund, up to \$5,000 per year for any special fund, and up to \$5,000 per year to honor the memory of a deceased member. Subject to change by the Board of Trustees.).
- E. The acceptance of bequests or donations from any outside source is prohibited.
- F. SAAI may accept a bequest from the will of a deceased member in cash or cash equivalent. There is no limit on the amount of such a bequest (oa.org).
- G. The SAAI 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, with retention of only a prudent reserve for contingencies. Funds in excess shall be donated to Region III and the World Service Office at least quarterly as budgeted and directed by the SAAI.

## **ARTICLE VIII — PARLIAMENTARY AUTHORITY**

### **Section 1**

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the SAAI 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 that the SAAI may adopt.

## **ARTICLE IX — AMENDMENTS TO THESE BYLAWS**

### **Section 1**

These bylaws, with the exception of Article II, Sections 2 (Twelve Steps), 3 (Twelve Traditions), and 4 (Twelve Concepts), may be amended at any time by a simple majority vote of eligible voting members present at any regular or special meeting of the SAAI, provided a copy of the proposed amendment shall have been presented to the SAAI at the prior monthly meeting. Article II, Sections 2 and 3 can only be amended as per OA, Inc., Bylaws, Subpart B, Article XIV, Section 1e.

## **ARTICLE X — MAJOR POLICY MATTERS**

### **Section 1**

- A. Matters which affect the SAAI and/or groups within its service area shall be referred to the SAAI 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 OA 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 III, 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 or educational 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. In order to deregister, an intergroup must submit a written request to the World Service Office, Region Chair, and Region Trustee.

### **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.

All of the San Antonio Area Intergroup Board of hereby assent to and hereby adopt these Bylaws on the 13<sup>th</sup> day of June, 2020.

\_\_\_\_\_  
Signature on file  
Chairperson

\_\_\_\_\_  
Signature on file  
Vice-Chairperson

\_\_\_\_\_  
Signature on file  
Communications Secretary

\_\_\_\_\_  
Signature on file  
Parliamentarian

Known all persons by these present that the undersigned Recording Secretary of the organization known as San Antonio Area Intergroup does hereby certify that the above and foregoing Bylaws were duly adopted, and that they do now constitute the Bylaws of said organization.

\_\_\_\_\_  
Signature on file  
Recording Secretary