BYLAWS OF THE

Arizona Serenity In The Desert Intergroup

Of

Overeaters Anonymous

December 17, 2011

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ARTICLE I – NAME

The name of this organization shall be the Arizona Serenity in the Desert Intergroup, hereinafter known as (ASDI).

ARTICLE II – PURPOSE

Section 1 – Purpose

The primary purpose of this organization is to aid those with the problem of compulsive eating through the Twelve Steps, Twelve Traditions and Twelve Concepts of OA Service of Overeaters Anonymous, 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 are suggested for recovery in the Fellowship of Overeaters Anonymous.

The Twelve Steps are:

1) We admitted we were powerless over food -- that our lives had become unmanageable.

2) Came to believe that a Power greater than ourselves could restore us to sanity.

3) Made a decision to turn our will and our lives over to the care of God *as we understood Him.*

4) Made a searching and fearless moral inventory of ourselves.

5) Admitted to God, to ourselves, and to another human being the exact nature of our wrongs.

6) Were entirely ready to have God remove all these defects of character.

7) Humbly asked Him to remove our shortcomings.

8) Made a list of all persons we had harmed, and became willing to make amends to them all.

9) Made direct amends to such people wherever possible, except when to do so would injure them or others.

10) Continued to take personal inventory and when we were wrong, promptly admitted it.

11) Sought through prayer and meditation to improve our conscious contact with God *as we understood Him*, praying only for knowledge of His will for us and the power to carry that out.

12) Having had a spiritual awakening as the result of these Steps, we tried to carry this message to compulsive overeaters and to practice these principles in all our affairs.

Permission to use the Twelve Steps of Alcoholics Anonymous for adaptation granted by AA World Services, Inc.

Section 3 - The Twelve Traditions

The Twelve Traditions of Overeaters Anonymous are:

1) Our common welfare should come first; personal recovery depends upon OA unity.

2) For our group purpose there is but one ultimate authority – a loving God as He may express Himself in our group conscience. Our leaders are but trusted servants; they do not govern.

3) The only requirement for OA membership is a desire to stop eating compulsively.

4) Each group should be autonomous except in matters affecting other groups or OA as a whole.

5) Each group has but one primary purpose – to carry its message to the compulsive overeater who still suffers.

6) An OA group ought never endorse, finance or lend the Overeaters Anonymous name to any related facility or outside enterprise, lest problems of money, property and prestige divert us from our primary purpose.

7) Every OA group ought to be fully self-supporting, declining outside contributions.

8) Overeaters Anonymous should remain forever non-professional, but our service centers may employ special workers.

9) OA, as such, ought never be organized; but we may create service boards or committees directly responsible to those they serve.

10) Overeaters Anonymous has no opinion on outside issues; hence, the Overeaters Anonymous name ought never be drawn into public controversy.

11) Our public relations policy is based on attraction rather than promotion; we need always maintain personal anonymity at the level of press, radio, films, television and other public media of communication.

12) Anonymity is the spiritual foundation of all these Traditions, ever reminding us to place principles before personalities.

Permission to use the Twelve Traditions of Alcoholics Anonymous for adaptation granted by AA World Services, Inc.

Section 4 - The Twelve Concepts of OA Service

The Twelve Concepts of OA Service[2] are:

1) The ultimate responsibility and authority for OA world services reside in the collective conscience of our whole Fellowship.

2) The OA groups have delegated to World Service Business Conference the active maintenance of our world services; thus, World Service Business Conference is the voice, authority and effective conscience of OA as a whole.

3) The right of decision, based on trust, makes effective leadership possible.

4) The right of participation ensures equality of opportunity for all in the decision-making process.

5) Individuals have the right of appeal and petition in order to ensure that their opinions and personal grievances will be carefully considered.

6) The World Service Business Conference has entrusted the Board of Trustees with the primary responsibility for the administration of Overeaters Anonymous.

7) The Board of Trustees has legal rights and responsibilities accorded to them by OA Bylaws, Subpart A; the rights and responsibilities of the World Service Business Conference are accorded to it by Tradition and by OA Bylaws, Subpart B.

8) The Board of Trustees has delegated to its Executive Committee the responsibility to administer the OA World Service Office.

9) Able, trusted servants, together with sound and appropriate methods of choosing them, are indispensable for effective functioning at all service levels.

10) Service responsibility is balanced by carefully defined service authority; therefore, duplication of efforts is avoided.

11) Trustee administration of the World Service Office should always be assisted by the best standing committees, executives, staffs and consultants.

12) The spiritual foundation for OA service ensures that:
    a) No OA committee or service body shall ever become the seat of perilous wealth or power:
    b) Sufficient operating funds, plus an ample reserve, shall be OA's prudent financial principle;
    c) No OA member shall ever be placed in a position of unqualified authority;
    d) All important decisions shall be reached by discussion, vote and whenever possible, by substantial unanimity;
    e) No service action shall ever be personally punitive or an incitement to public controversy; and:
    f) No OA service committee or service board shall ever perform any acts of government, and each shall always remain democratic in thought and action.

Permission to use the Twelve Concepts of OA Service granted by OA World Services, Inc.

ARTICLE III – MEMBERS

Section 1 – Membership

Membership of the Intergroup shall consist of the following:

A. The Intergroup Board.

B. Intergroup Representatives (IRs) who shall consist of one member from each group within the geographic area which includes but is not limited to Central Arizona. Visitors are welcome and are encouraged to participate in the discussion.

C. Group members not acting as intergroup representatives but elected or appointed to carry out specific duties which include: service positions, committee chairs, Region Representatives/World Service Business Conference Delegates (RR/WSBC Delegate)

Section 2 – Qualifications

Qualifications of eligibility for membership in the Intergroup

A. Those groups within the region or the geographic definition of ASDI that have formally registered with World Service Office and indicated their intention to belong to Intergroup may be considered members.

An OA group is defined as the following:

1) As a group, they meet to practice the Twelve Steps and Twelve Traditions of Overeaters Anonymous, guided by the Twelve Concepts of OA Service.

2) All who have the 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 Overeaters Anonymous.

5) A group may be formed by two (2) or more persons meeting together as set forth in Article V, Section 1 of Overeaters Anonymous, Inc., Bylaws Subpart B.

6) It has affiliated as an Overeaters Anonymous group by registering with the World Service Office.

B. Virtual groups (groups which replicate face-to-face meetings through electronic media) may be an Overeaters Anonymous group if they:

1) Otherwise meet the definition of Overeaters Anonymous groups;

2) are fully interactive, and;
3) Meet in real time.

C. Each group shall be entitled to one vote through its elected Intergroup Representative.

D. No group may be registered with another intergroup.

Section 3 - Intergroup Representatives (IRs)

A. Intergroup Representatives (IRs) 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 IR when the necessity arises.

B. IRs are to be selected for willingness to serve, commitment to the Twelve Steps and Twelve Traditions of OA, and Twelve Concepts of OA Service.

C. The primary responsibility of the IR, or alternate, is to represent their group at all meetings of the Intergroup, to act as a liaison between this Intergroup and their group, to see that all communications pertaining to Intergroup are made available and, where requested, read aloud to the group.

Section 4 - Membership with voice and no vote may be:

A. Any employee.

B. Any member of the Fellowship who is not a duly elected representative or alternate.

ARTICLE IV - THE INTERGROUP BOARD

Section 1 - The Intergroup Board

A. The ASDI Board shall consist of at least a Chair, Vice Chair, Treasurer, Recording Secretary and Communications Secretary.

B. The immediate past chair may serve as an ex-officio member of the Intergroup Board for one year. The Intergroup Board may also include other positions such as the Regional Representatives/World Service Business Conference Delegates (RR/WSBC), and Committee Chair(s). Their duties shall be set by policy adopted by the Intergroup and contained in the Intergroup job descriptions.

C. The Intergroup Board shall serve as the executive board of ASDI. In the event the chair should be unable to attend any meeting of ASDI, the next highest-ranking executive officer in attendance shall serve as chair for that meeting. The ranking of these officers shall be as follows:

1) Vice chair
2) Treasurer
3) Recording Secretary
4) Communications Secretary

Section 2 - Nominations to the Intergroup Board

A. A nominating committee may be formed, at the discretion of the intergroup.

B. It is suggested that a nominee complete the application for the position being applied for and submit it for review to the Intergroup prior to the election. A blank application may be sent out electronically and/or posted on the ASDI website. The completed application may be submitted to the Intergroup Board. (See policy manual for copy of the application)

C. Nominations to the Board may also be made from the floor at the time of election.

D. A member may self-nominate.

Section 3 - Qualifications for the Intergroup Board

A. Working the Twelve Steps of OA for one year.

B. Familiarity with the Twelve Traditions of OA.

C. Familiarity with the Twelve Concepts of OA Service.

D. One year of current abstinence as determined by the member.

E. Regular attendee of an active group for a period of one year and to have been an Intergroup Representative or performed service beyond the group level for six months.

Section 4 - Method of Election

A. Elections shall be held at the annual ASDI meeting specified for that purpose.

B. To be eligible for election to the board, nominee must:

1) Meet all qualifications as defined in Article IV, Section 3.

2) Understand responsibilities of the position as defined in Article IV, Section

6, and as defined in the Intergroup job descriptions.

C. In the event there is no qualified candidate for a position, the Chair shall appoint a member to serve in this position month to month until filled. The outgoing Board member may be the appointee. The position will be placed on the Intergroup agenda until filled.

D. In order to be elected to the Intergroup Board, a nominee must be present at the election meeting and must receive a majority vote of the eligible ASDI members present and voting.

E. In the event of a tie, a second ballot will be conducted, including only those candidates receiving the same high vote. Should the second ballot also result in a tie, the names of the candidates with a tie vote shall be placed in a ballot box. One name will be chosen. That candidate will be declared the winner.

Section 5 - Term of Office

A. 1. Board members shall be elected to serve for a period of one, two- year term
2. Newly elected officers shall begin service on July 1st.

B. The Chair, Recording Secretary, and Treasurer shall be elected in even numbered years; and the Vice Chair and Communications Secretary shall be elected in odd numbered years.

C. Board members shall serve no more than two consecutive terms in the same office.

D. Appointment or election to an office for one half or more of an unexpired term shall be, for this purpose, considered a full term.

E. Upon election to the board, members shall cease to be a representative of their group and that group shall elect a new Intergroup representative; and shall vacate any committee chair positions that they hold.

Section 6 - Responsibilities of the Intergroup Board

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

B. The general responsibilities of the Intergroup Board are:

1) Shall continue to meet all qualifications as stated in Art. IV, Sec 3 of these Bylaws;

2) Shall attend all regular and special meetings of this Intergroup and Intergroup Board unless prior notification has been given to a board member;

3) Shall become familiar with all ASDI documents, i.e. ASDI Bylaws and the Policy and

Procedures Manual.

4) Shall review and approve all contracts to be executed on behalf of ASDI; and

5) Shall perform all other duties in accordance with the ASDI Policy and Procedures Manual and any other duties as may be directed by the Intergroup Representatives.

C. Chair:

1) shall preside at all regular and special meetings of this Intergroup and Intergroup Board
2) shall be responsible for establishing the agenda for all Intergroup meetings.
3) may cast the deciding vote to make or break a tie.
4) may participate in a ballot vote.
5) may attend all committee meetings.
6) shall ensure that all bank accounts of the Intergroup be audited annually.
7) shall serve as World Service Delegate and Region III Representative.
8) shall perform all other duties as prescribed in the Intergroup Policy Manual

D. Vice Chair:

1) shall serve in the absence of the chair.
2) shall meet the requirements to serve as World Service Delegate and Region III Representative in the absence of the chair.
3) shall perform all other duties as prescribed in the Intergroup Policy Manual.

E. Treasurer:

1) shall maintain a checking and savings account, if necessary, for dispersal of Intergroup funds.
2) shall submit financial reports each month at the Intergroup meetings.
3) shall be cosignatory with two other board members or an appointee of the board.
4) shall perform all other duties as prescribed in the Intergroup Policy Manual.
5) shall be a signatory on all committee checking accounts.

F Recording Secretary:

1) shall see that minutes of all Intergroup and Intergroup Board meetings are recorded, reported and maintained. A copy of the unapproved Intergroup meeting minutes shall be provided each month to the Communications Secretary for distribution. A copy of the approved Intergroup meeting minutes shall be provided each month to the Communications Secretary to be posted on the ASDI website.
2) shall perform all other duties as prescribed in the Intergroup Policy Manual.

G. Communications Secretary

1) shall maintain an E-care list to be used for distribution of approved information.
2) ensure that a copy of the approved ASDI minutes is sent to the Region III Trustee each month.
3) shall perform all other duties as prescribed in the Intergroup Policy Manual.

Section 7 - Vacancies and Resignations

A. If a member of the Intergroup Board fails to attend three consecutive Intergroup meetings without prior notice, his/her office may be declared vacant by a majority of the Intergroup Representatives (IRs) present and voting.

B. Any board member may resign at any time for any reason by giving the chair of the Intergroup written notice.

C. Any board member of this Intergroup may be removed from office for due cause by a two-thirds (2/3) vote of the IRs:
   1. at the next Intergroup meeting
   2. at a special meeting of the Intergroup

Section 8 - Filling of Vacancies

A. With the exception of the position of Chair, vacancies shall be filled by a majority vote:
   1. at that meeting in which the vacancy occurred, OR
   2. at the next Intergroup meeting, OR
   3. at a special meeting of the Intergroup.

B. In the event of the resignation of the Chair, the Vice Chair shall immediately assume the position of Chair and will serve for the remainder of the unexpired term.

C. A person elected to fill any vacancy on the Board shall meet the qualifications as defined in Article IV, Section 3, and be aware of all responsibilities of that position as described and defined in Article IV. Such person elected to fill said vacancy shall serve for the remainder of the unexpired term.

D. In the event there is no qualified candidate for a position, the Chair shall appoint a member to serve in this position month to month until the position is filled. The outgoing Board member may be the appointee. The position will be placed on the Intergroup agenda until filled.

ARTICLE V – REGION REPRESENTATIVES/WORLD SERVICE BUSINESS CONFERENCE DELEGATES

Section 1 – Region Representatives/World Service Business Conference Delegates (RR/WSBC)

A. The total number of elected RR/WSBC delegates will not exceed the number allowed by Overeaters Anonymous Inc. Bylaws, Subpart B, Article X, Section 3, plus alternates

B. Should the number of ASDI meetings registered with World Service decrease and thus require a decrease in the number of RR/WSBC delegates:
   1. The last elected person(s) may become an alternate(s)
   2. The RR/WSBC delegates may jointly decide who becomes the alternate(s).

C. The actual number of representatives/delegates (RR/WSBC) sent to either the Region Assembly or WSBC will be determined by vote of the ASDI based on the finances of the Intergroup.

D. Those elected shall serve as both the Representatives to the Region III Assemblies and Delegates to the World Service Business Conference (WSBC).

E. The ASDI Chair is automatically a Region Representative/WSBC Delegate.

Section 2 – Nominations

A. A nominating committee may be formed at the discretion of the Intergroup

B. It is suggested that a nominee complete the application for the position being applied for and submit it for review to the Intergroup prior to the election. A blank application may be sent out electronically and/or posted on the ASDI website. The completed application may be submitted to the Intergroup Board (See policy manual for copy of application)

C. Nominations may also be made from the floor at the time of election.

D. A member may self-nominate.

Section 3 – Qualifications

A. The Regional Representative/Alternate (RR), whether or not a member of the Intergroup Board, shall meet qualifications and requirements as outlined and defined in the Region III Bylaws, and as required for election to the Board by Article IV, Section 3, of these bylaws.

B. The World Service Business Conference Delegate/Alternate (WSBC), 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 IV, Section 4, of these bylaws.

Section 4 – Method of Election

A. Elections shall be held at the annual meeting or at a meeting specified for that purpose.

B. To be eligible for election as a delegate, nominee must:

1) Meet all qualifications as defined in Article V, Section 3.
2) Understand responsibilities of the position as defined in Article V, Section 6, and as defined in the Intergroup job descriptions.

C. In order to be elected, a nominee must be present at the election meeting and must receive a majority vote of the eligible ASDI members present and voting.

Section 5 – Term of Office

A. RR/WSBC delegates and alternates will be elected to serve for a period of two years.

B. One half of the RR/WSBC delegates and alternates will be elected each year.

C. RR/WSBC delegates shall serve no more than two consecutive terms.

D. Appointment or election of an RR/WSBC delegate for one half or more of an unexpired term shall be, for this purpose, considered a full term.

Section 6 – Responsibilities

A. Attend all Region Assemblies and the World Service Business Conferences as determined by the Intergroup. Delegates are expected to attend all business functions.

B. Report formally to the Intergroup.

C. File an expense report with the Intergroup Treasurer within two (2) weeks of completion of the event.

D. Attend all Intergroup meetings unless prior notification has been given to a Board member.

E. Perform all other duties as directed by the Intergroup or prescribed in the Intergroup Policy Manual.

Section 7 - Vacancies and Resignations

A. A delegate may resign at any time for any reason by giving written notice to the Chair of the Intergroup

B. A delegate may be removed from office for due cause by a majority vote of the IRs present and voting at a regular meeting or a special meeting announced for that purpose.

Section 8 - Filling of Vacancies

A. Vacancies shall be filled by a majority vote:
   1. at that meeting in which the vacancy occurred, OR
   2. at the next Intergroup meeting, OR
   3. at a special meeting of the Intergroup.

B. A person elected to fill a delegate vacancy shall meet the qualifications as defined in Article V, Section 3, and be aware of all responsibilities of that position as described and defined in Article V Section 6. Such person elected to fill said vacancy shall serve for the remainder of the unexpired term.

C. In the event there is no qualified candidate for RR/Delegate, the position will be placed on the Intergroup agenda until filled.

ARTICLE VI – ASDI MEETINGS

Section 1 - Regular Meetings

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

Section 3 - Special Meetings

A special meeting may be called at any time by a majority vote of the Intergroup Board, or by petition of eight Intergroup members, by giving notice as prescribed in Article VI, Section 4.

Section 4 - Method of Notification

Notification of all meetings shall consist of notices prepared by the Communication Secretary and distributed to each group secretary and/or Intergroup Representative 30 days prior to the date of the meeting. Placing an announcement in the Intergroup newsletter, if any, or by mail, or by e-mail, and at the prior Intergroup meeting is also considered proper notification.

Section 5 – Quorum

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

Section 6 - Meeting Procedure

It is suggested that at the beginning of every meeting, OA's Twelve Steps and Twelve Traditions be read. In addition, it is requested that the Twelve Concepts of OA Service be read.

ARTICLE VII - COMMITTEES

Section 1 - Standing Committees

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

A. Public Information/Professional Outreach
B. Bylaws

Section 2 - Special Committees

The board chair shall designate such special committees as are deemed necessary for the welfare and operation of the Intergroup and shall maintain the related documentation defining the special committee's purpose and duration.

Section 3 - Committee Appointments

A. New committees shall be created by nomination of the ASDI Chair and confirmation by the assembled members at a regular or special ASDI Meeting.

    1. The nomination will include specific tasks to be performed and the name of the initial committee chair.

    2. The committee's term is continuous until discontinued by ASDI.

    3. The term of a special committee shall correspond with the term of the ASDI Chair who nominated it, or two (2) years, or, the completion of their task, whichever comes first.

    4. Prior to the end of a committee term, the committee may submit a request to ASDI for the extension of its charter.

B. The chair of a committee shall be selected by its members and submitted to ASDI for ratification. If the committee does not select a chair, the ASDI chair shall make a temporary appointment until the committee makes a recommendation.

C. A committee chair may serve in this position for two consecutive terms

Section 4 - Committee Procedures

Each standing or special committee shall be responsible for calling and holding meetings, and establishing its method of procedures, subject to the approval of the Intergroup Board and the guidelines of the Twelve Traditions of OA.

Section 5 - Committee Responsibility

Any committee decision and/or vote which establishes or changes a policy, sets a procedural plan for a special event, or expends funds in excess of the approved budget, shall require approval by the Intergroup prior to implementation. Each committee chair shall submit a report at each ASDI meeting, or, within 60 days and at the end of any specific event coordinated by that committee. If any monies are expended from an approved budget, a detailed and itemized report shall be included with the committee report.

Section 6 - Nominating Committee

The Intergroup may have a nominating committee to recommend persons to serve as officers, Region Representatives/WSBC delegates and persons to fill vacancies and to serve on the next nominating committee. The minimum number of members on the committee shall consist of three. The chair of the Intergroup shall not serve on the committee, but may provide background information and input as requested by the committee.

Section 7 - Ex-officio Members

A. Past committee chairs may serve in an ex-officio capacity in their respective committees for one year.

B. The Intergroup 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 treasurer of the Intergroup shall be cosigners on the account. Two signatures shall be required on all checks.

2) The committee chair shall keep all financial records and shall present a detailed, itemized report of transactions to the Intergroup within 60 days following any event for which monies were expended or received. Exceptions require the approval of the ASDI Board.

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 Intergroup.

Section 9 – Vacancies

Should a vacancy, resignation, or removal of a committee chair occur, all pertinent information shall be turned over to the intergroup chair. The committee shall select a new committee chair.

Section 10 - Removal of Committee Chair

A committee chair may be removed from office by a two-thirds (2/3) vote of the Intergroup. Removal is based on consistent failure to fulfill committee chair responsibilities.

ARTICLE VIII - SOURCE OF FUNDS

Section 1 - Source of ASDI Funds

A. Voluntary contributions of the member groups shall be the primary source of funds.

B. Secondary source of income may be such occasional projects or activities as may be authorized by the Intergroup according to Tradition Six.

C. The Intergroup may accept donations from OA members, conforming to the general practice of OA.

D. The maximum allowable annual donation to the Intergroup by OA members is to be limited to an amount set by vote of the Intergroup and listed in the Intergroup policy manual. *(Note: The limit for WSO is currently five thousand dollars ($5,000), subject to change by the Board of Trustees.)*

E. The acceptance of bequests or donations from any outside source is prohibited.

F. The maximum allowable bequest to the ASDI by an OA member is to be limited to an amount set by vote of the ASDI and listed in the ASDI Policy Manual.

G. ASDI 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. A balance of no less than 40% and no more than 60% of the annual budget shall be maintained in the treasury.

The prudent reserve shall be reviewed in July following adoption of the budget for the fiscal year. Any funds in excess of 60% of the annual budget shall be distributed to World Service and Region III. Such division is to be recommended to the Intergroup by the Finance Committee.

ARTICLE IX - PARLIAMENTARY AUTHORITY

Parliamentary procedure shall govern this Intergroup in all cases to which they are applicable and in which they are not inconsistent with these bylaws, the Overeaters Anonymous, Inc. Bylaws, Subpart B or any special rules of order this Intergroup may adopt.

ARTICLE X - AMENDMENTS TO THESE BYLAWS

These bylaws may be amended at any time by a two-thirds vote of the IRs and board members present at any regular or special meeting of the Intergroup, provided a copy of the proposed amendment has been submitted in writing and/or electronic transmission and received by each group affiliated with this Intergroup at least 30 days prior to the meeting in which action is to be taken on the amendment. However, Article II, Sections 2, 3 and 4, may not be amended except in accordance to OA, Inc. bylaws Subpart B, Article XIV, Section 1e.

ARTICLE XI - MAJOR POLICY MATTERS

A. Matters that effect this Intergroup and/or groups within its service area shall be referred to the Board of this Intergroup.

B. Matters which relate to Overeaters Anonymous as a whole, which effect Subpart A of the Bylaws of Overeaters Anonymous, Inc., shall be referred to the Board of Trustees.

C. Matters which effect Subpart B of the Bylaws of Overeaters Anonymous, Inc., or which relate to the Twelve Steps, Twelve Traditions and Twelve Concepts of Overeaters Anonymous shall be referred to the World Service Business Conference.

D. Major matters of policy may be addressed by any member of the fellowship of Overeaters Anonymous. Any member may bring suggestions by contacting WSO, Region III and/or the Intergroup Bylaws Chair.

E. Region III and WSBC bylaw amendments and proposals upon which the elected delegate representatives will be requested to vote, may be reviewed by the Bylaws committee in conjunction with the delegate/representatives and/or any other OA member who may have an interest in such a review at a meeting designed for the specific purpose.

ARTICLE XII - DISSOLUTION

A. Upon dissolution of ASDI, after paying or adequately providing for the debts and obligations of ASDI, the remaining assets shall be distributed to the World Service Office of Overeaters Anonymous, Inc. In the event of the prior dissolution of the World Service Office, the funds shall then be distributed to a non-profit fund, association, foundation or corporation which is organized and operated exclusively for charitable, educational, religious and/or scientific purposes and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue code.

B. No part of the net earnings of ASDI 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 ASDI 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.