

SAN DIEGO COUNTY INTERGROUP INC.  
of  
OVEREATERS ANONYMOUS  
BYLAWS

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# TABLE OF CONTENTS

**PREAMBLE.....3**

**ARTICLE I – NAME.....3**

**ARTICLE II – PURPOSE.....3**

**ARTICLE III – MEMBERSHIP .....6**

**ARTICLE IV – OA GROUPS .....6**

**ARTICLE V – INTERGROUP BOARD.....7**

**ARTICLE VI – CONFERENCE DELEGATES AND REGION 2 REPRESENTATIVE .... 12**

**ARTICE VII – INTERGROUP REPRESENTATIVES AND MEETINGS ..... 14**

**ARTICLE VIII – VOTING PRIVILEGES ..... 15**

**ARTICLE IX – NOMINATIONS AND ELECTIONS ..... 15**

**ARTICLE X – INTERGROUP COMITTEES ..... 18**

**ARTICLE XI – FINANCE ..... 19**

**ARTICLE XII – PARLIAMENTARY AUTHORITY ..... 20**

**ARTICLE XIII – RECALL OF ELECTED INTERGROUP POSITIONS..... 20**

**ARTICLE XIV – MAJOR POLICY ISSUES..... 21**

**ARTICLE XV – BYLAW AMENDMENTS ..... 22**

**ARTICLE XVI – LEGAL DISCLAIMER..... 23**

**ARTICLE XVII – DISSOLUTION OF SDCII ..... 23**

**MASTER CALENDAR FOR REQUIRED BYLAW ACTIVITIES..... 24**

**SDCII BYLAWS CHANGE RECORD ..... 25**

## PREAMBLE

OVEREATERS ANONYMOUS, SAN DIEGO COUNTY INTERGROUP, INC., IS NOT NOW, NOR SHALL EVER BE, A FORM OF GOVERNMENT. The Intergroup shall perform acts of service for Overeaters Anonymous groups in the San Diego County Intergroup, but shall not perform any acts which would govern any groups or individuals. It shall always be democratic in thought; any action shall be made by group conscience derived by discussion or vote. Special care shall be taken that the Intergroup never becomes an instrument of power or wealth. Monies shall be used to carry the message. An operating fund plus a reserve fund shall be the extent of the monies held. Our leaders, being trusted servants, shall not have unqualified authority over any individual members. The Intergroup shall not involve itself in actions which might conceivably lead to public controversy. In all its actions, the Intergroup shall observe the spirit of all the Twelve Traditions of Overeaters Anonymous, guided by the Twelve Concepts of OA Service.

## ARTICLE I – NAME

The name of this fellowship shall be OVEREATERS ANONYMOUS, SAN DIEGO COUNTY INTERGROUP, INC. (Hereinafter Overeaters Anonymous San Diego County Intergroup, Inc. will be referred to as SDCII or Intergroup, and Overeaters Anonymous in general will be referred to as OA).

## ARTICLE II – PURPOSE

The purpose of the SDCII shall be the coordination of activities common to the various groups comprising its membership. These activities include:

- A. Furthering the OA Program in accordance with the Twelve Steps, Twelve Traditions and Twelve Concepts of Overeaters Anonymous.

### The Twelve Steps of Overeaters Anonymous

1. We admitted we were powerless over food — that our lives had become unmanageable.
2. Came to believe that a Power greater than ourselves could restore us to sanity.
3. Made a decision to turn our will and our lives over to the care of God as we *understood Him*.
4. Made a searching and fearless moral inventory of ourselves.
5. Admitted to God, to ourselves and to another human being the exact nature of our wrongs.
6. Were entirely ready to have God remove all these defects of character.
7. Humbly asked Him to remove our shortcomings.

8. Made a list of all 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.

#### The Twelve Traditions of Overeaters Anonymous

1. Our common welfare should come first; personal recovery depends upon OA unity.
2. For our group purpose there is but one ultimate authority — a loving God as He may express Himself in our group conscience. Our leaders are but trusted servants; they do not govern.
3. The only requirement for OA membership is a desire to stop eating compulsively.
4. Each group should be autonomous except in matters affecting other groups or OA as a whole.
5. Each group has but one primary purpose — to carry its message to the compulsive overeater who still suffers.
6. An OA group ought never endorse, finance or lend the OA name to any related facility or outside enterprise, lest problems of money, property and prestige divert us from our primary purpose.
7. Every OA group ought to be fully self-supporting, declining outside contributions.
8. Overeaters Anonymous should remain forever non-professional, but our service centers may employ special workers.
9. OA, as such, ought never be organized; but we may create service boards or committees directly responsible to those they serve.
10. Overeaters Anonymous has no opinion on outside issues; hence the OA name ought never be drawn into public controversy.

11. Our public relations policy is based on attraction rather than promotion; we need always maintain personal anonymity at the level of press, radio, films, television and other public media of communication.
12. Anonymity is the spiritual foundation of all these Traditions, ever reminding us to place principles before personalities.

#### 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.
- B. Maintaining a SDCII Office as a communication center for in San Diego and Imperial Counties. Hereafter the SDCII Office will be referred to as the Intergroup office.

### **ARTICLE III – MEMBERSHIP**

- A. Legal Status – Members of OA associated with the Corporation may be referred to as “members of OA” or “members” in these Bylaws. The identity, rights, and privileges of such “members” with respect to the Corporation shall be set forth in these Bylaws.
- B. The only requirement for OA membership is a desire to stop eating compulsively.
- C. Anyone who lives in San Diego or Imperial County, who says they are a member of OA, is automatically a member of SDCII.
- D. OA groups that are registered (defined in Article IV) with SDCII and that meet in San Diego or Imperial County compose the SDCII.

### **ARTICLE IV – OA GROUPS**

These points define an OA group:

(a) In Person Groups

- 1. As a group they meet to practice the Twelve Steps and Twelve Traditions of OA, guided by the Twelve Concepts.
- 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 in a meeting).

4. As a group they have no affiliation other than OA.
  5. A group may be formed by two (2) or more persons meeting together as set forth in (a) (1) above.
  6. Each group shall elect one Intergroup representative and one alternative Intergroup Representative. This Intergroup representative or alternate will represent the group at each Intergroup Meeting.
  7. It has affiliated as an Overeaters Anonymous group by registering with the World Service Office.
- (b) Virtual Groups (groups which replicate face-to-face meeting though electronic media) may be Overeaters Anonymous groups if they:
1. Otherwise meet the definition of Overeaters Anonymous groups;
  2. Are fully interactive; and
  3. Meet in real time.
- (c) Or as otherwise stated in OA, Inc. Bylaws Subpart B, Article V, Section 1.

## **ARTICLE V – INTERGROUP BOARD**

- A. The intergroup Board shall consist of the following elected positions:  
Chairperson; Vice Chairperson; Secretary; Treasurer; Professional Outreach Chairperson; Internal Information Chairperson; Literature Chairperson; Public Information Chairperson, “Reach Out” Editor; Recorder; World Service/Region 2 Coordinator; Retreat Committee Liaison; Young People’s Chairperson; and Twelfth Step within Chairperson.
- B. Duties and Responsibilities
- 1) Each Board member shall serve and represent SDCII. The members of the Board, subject to the laws of the State of California, are expected to exercise the powers invested in them by law in a manner consistent with the faith that permeates and guides Overeaters Anonymous, inspired by the Twelve Traditions, and in accordance with these Bylaws.
  - 2) Subject to the limitations of these Bylaws, and to the actions of the Intergroup Representative at the Intergroup meeting, all powers shall be exercised by or under the authority of the Board. The business and affairs of the Corporation shall be controlled by the Board. Without prejudice to such general powers, but subject to the same

limitations, it is hereby expressly declared that the Board members shall have the following powers:

- a) To act as guardians of the Twelve Steps and Twelve Traditions, guided by the Twelve Concepts of OA Service.
- b) To conduct, manage, and control the affairs and business of the Corporation as they deem best for the benefit of SCII as a whole, and to perform such work consistent with law, the Articles of Incorporation, or with these Bylaws or the actions of the Intergroup representative at the Intergroup meeting.
- c) To designate a place within San Diego County for holding any meeting or meetings of the Intergroup and of the Board.
- d) To manage, in such a manner as they deem best, all funds, personal property, and income received and acquired by the Corporation, and to distribute, loan, or dispense with same.
- e) To call to the attention of any individual or group in matters affecting OA as a whole, any violations of the Twelve Traditions which it believes the individual or group has made, but acting only in an advisory capacity. Individual meetings are strongly encouraged to be guardians of the Twelve Traditions within their own groups.
- f) To act as spokesperson for Overeaters Anonymous in all matters affecting Overeaters Anonymous in San Diego and Imperial Counties.
- g) To provide for and supervise local publications of Overeaters Anonymous in San Diego and Imperial Counties.
- h) To furnish guidance to the member groups and new groups concerning observation of OA's Twelve Traditions.
- i) To supervise and guide education and attraction efforts pertaining to Overeaters Anonymous.
- j) To furnish a forum for the interchange of ideas between groups and to be instrumental in carrying the message to persons and places as may be indicated by the Board.
- k) To perform such other duties as may be directed by the Intergroup Representatives at the Intergroup meeting.
- l) To prepare and present an annual report to the Intergroup representatives at the November Intergroup meeting.
- m) To attend all meetings of the Intergroup and the Board.



3) Board Meetings

- a) The Intergroup Board meets once per month, in between the regularly scheduled Intergroup meetings, to conduct Board business (See Article V, section B.2).
- b) Quorum for voting purposes for any Board meeting is a simple majority. If there is less than a simple majority of Board members in attendance, a meeting can still be held, but no votes shall be taken.
- c) A Special Board meeting can be called by the Chairperson or any two other Board members. Two days' notice is required for such a meeting, except in the case of an emergency. Quorum for voting for any special Board meeting is 6 Board members. At any special Board meeting, the only business to be discussed will be that which was stated in the notice.

4) Rotation of Service

- a) All Board positions are two-year terms, and no person shall service more than two consecutive terms in any Board position. However, a member who, at the expiration of the current term, shall have completed less than three full years of continuous service shall be eligible for an additional term.
- b) Upon election to the Board, a Board member (if he/she has been, up to this point, an Intergroup representative or holder of any Board position) must resign his/her former position.

C. Specific duties of Board Members include but are not limited to the following:

- 1) Chairperson shall preside at all Intergroup and Board meetings and may vote only when his/her vote would affect the result, shall be a co-signer of any SDCII bank account, and shall serve as the main contact person for the Office Manager.
- 2) Vice Chairperson shall assume the duties of the Chairperson in the absence of the Chairperson and shall be in charge of arrangements for any SDCII-sponsored marathons.
- 3) Secretary performs those duties attributed by custom to such position, as well as other duties detailed by the Board.
  - i) In the absence of the secretary, the chair may appoint a member of the Fellowship to act as Secretary.
  - ii) Such person shall not have a vote, unless otherwise entitled to a vote.
- 4) Treasurer shall be one of the co-signers of any SDCII bank account and shall make a report of contributions and expenditures at every regular Intergroup meeting, and shall submit, each quarter, a complete financial statement. The Treasure is the guardian of

funds received and monies disbursed and shall keep all receipts and/or vouchers for checks written. The Treasure shall meet with the audit committee for the purpose of providing any information needed for the audit.

- 5) Professional Outreach Chairperson shall provide information to hospitals and institutions and professionals, keeping in mind the tradition of attraction rather than promotion, and, when appropriate, work to establish OA groups within the institution. The Professional Outreach Chairperson shall act as liaison between the military and SDCII.
- 6) Internal Information Chairperson shall act as liaison between the Intergroup and member groups, working in conjunction with the "Reach Out" Editor and Intergroup representatives in the dissemination of information to OA groups of the SDCII. He/she shall contact area groups directly or through a committee formed for that purpose, and shall provide them with information helpful to the functioning of their groups. He/she shall also encourage groups to send representatives to the Intergroup meetings and encourage their participation and input of ideas on an Intergroup level.
- 7) Literature Chairperson maintains records, orders and distributes OA/AA literature, and shall report monthly to the Intergroup meeting.
- 8) Public Information Chairperson shall handle requests or information about OA from local news media, cooperate with producers of local radio and TV programs concerning overeating and OA, and furnish speakers for non-OA organizations. He/she shall make a complete report thereon at Intergroup meetings.
- 9) "Reach Out" Editor shall be responsible for a regularly published edition (at least quarterly) of the "Reach Out" Newsletter containing highlights of Intergroup meetings, quarterly financial report, announcements and other appropriate information. The Editor shall seek direction from the Board regarding the publication of any material which may be inappropriate or may not be honoring the Traditions.
- 10) Recorder shall keep a record of motions passed at the Intergroup meeting, adding them when appropriate to the Standing Rules of the Bylaws, and indexing them by category. He/she shall keep a record of election results, including individual's name and election dates. He/she shall place a permanent copy of all such records in the Intergroup Office. He/she shall have a working knowledge of the SDCII Bylaws, including Addenda and Standing Rules and refer to them when appropriate during the Intergroup meeting.
- 11) **World Service/Region 2 Coordinator** shall be responsible for:
  - (a) registering all SDCII R2 representatives with the Region 2 Office and coordinating all activities relating to the periodic R2 Assemblies, such as air fare, room reservations, representatives assignments, and any appropriate matter in relation to assembly material.
  - (b) registering all Conference delegates with the World Service Office and coordinating all activities relating to the annual Conference, such as room reservation, delegate assignments, workshop assignments, and any appropriate matter in relation to Conference material.

(c)The Coordinator need not personally attend all R2 Assemblies or the World Service Business Conference.

- 12) Retreat Committee Liaison will provide communication between the Board and the Serenity Retreat Committee. The Retreat Committee Liaison will be a member of the Retreat Committee.
- 13) Young People's Chairperson shall provide a continuum of support to young people through meetings, activities, public information panels, and literature targeted towards people under the age of 30. The Chairperson may organize a committee to assist in this process. The committee works closely with the Professional Outreach and Public Information Committees.
- 14) Twelfth Step within Chairperson shall provide organization, leadership, and planning for the 12-Step-Within Committee by scheduling regular Meetings, Workshops, Retreats, Outreach Events, and Publications. The committee shall provide a continuum of support to those members who may be struggling with relapse and recovery. The Chairperson (and/or the committee) will work closely with World Service and Region 2 committees that strive to meet the same needs of the membership and extend the hand of recovery to those who still suffer.

#### D. Requirements and Responsibilities

- 1) Each Board member, where applicable, shall make a complete written monthly report to the Intergroup meeting, with copies of the report for the Chairperson, Secretary, and Recorder.
- 2) To hold a Board position, a member must maintain his/her abstinence, each person being the sole judge of his/her abstinence. If a Board member admits to returning to compulsive overeating, he/she is expect to resign his/her Board position.
- 3) Because each Board member is likely to be in the public eye, and because our public relations policy is based on attraction, it is recommended that Board member be at maintenance, with each person being the sole judge of hi/her maintenance.
- 4) If a member of the Intergroup Board fails to attend three regularly scheduled, consecutive Intergroup and Board meetings without an excused absence, his/her position shall be declared vacant.
- 5) If the conduct of a Board member is clearly not honoring the Traditions in the opinion of a simple majority of the Board, that member shall be asked to meet with the Intergroup Board members at a special meeting for that purpose. There shall be a simple majority of Board members present at such a meeting. If, after an explanation by the member of his/her conduct, the Board members unanimously feel the Traditions(s) have in fact not been honored, the member in question shall be asked to tender his/her resignation.

- 6) If a Board position other than the Chairperson or Treasurer is vacant, it may be filled by an Acting Board Member.
  - a) An Acting Board member is defined as a member of the Fellowship who does not meet the suggested abstinence and maintenance requirements as stated in Article IX Section D.3 (a).
  - b) An Acting Board Member has voting privileges.
  - c) The Board position will remain open until the time that a member of the Fellowship is found who meets the suggested abstinence and maintenance requirements (Section (a) above).

#### **ARTICLE VI – CONFERENCE DELEGATES AND REGION 2 REPRESENTATIVE**

- A. World Service Conference delegates (hereinafter referred to as Conference delegates) and/or alternates represent the SDCII and all area San Diego groups at the annual World Service Conference (hereinafter referred to as Conference) as scheduled by the WSO.
- B. Region 2 representative (hereinafter referred to as R2 representative) and/or alternates represent the SDCII and all area San Diego groups at Region 2 Assemblies as scheduled by Region 2.
- C. Requirements and Responsibilities of Conference delegates, Region 2 representatives, **World Service/Region 2 Coordinator.**
  1. To hold a position as Conference delegate or R2 representative, a member must maintain his/her abstinence, each person being the sole judge of his/her abstinence. For any break in abstinence, the delegate or representative will be replaced by the alternate until the end of original delegate's or representative's term. Delegate must have one year of current abstinence and two years of service beyond the group level.
  2. Delegates or representative must attend Intergroup meetings. If a delegate or representative fails to attend three consecutive Intergroup meetings without an excused absence, his/her position shall be declared vacant.
  3. If the conduct of a Conference delegate or R2 representative or alternate is clearly not upholding the Traditions, in the opinion of a simple majority of the Board, that member shall be asked to meet the Intergroup Board, following the same format as outlined in Sect. V.D.5
  4. The coordinators shall hold meetings prior to Assemblies or Conference and immediately afterward.

5. Conference delegates must be willing to travel to the World Service Conference. R2 representatives must be willing to travel to the Regional Assemblies.
6. Conference delegates shall attend Conference, except in case of personal emergency or lack of funding. R2 representatives shall attend each Regional Assembly, except in case of personal emergency or lack of funding.
7. Conference delegates shall attend all sessions of Conference. Regional representative shall attend all sessions of Assembly.
8. Conference delegates shall attend planning meetings prior to Conference. R2 representatives shall attend planning meetings prior to Regional Assembly. Such meetings will be planned around existing commitments, such as job and meetings, whenever possible.
9. Conference delegates must submit a written report to the World Service Coordinator no more than six (6) weeks after the Conference. R2 representative must submit a written report to the Region 2 Coordinator following each Assembly.
10. Each World Service delegate or R2 representative shall ask group conscience on items to be discussed at future Conference and R2 Assemblies.
11. In view of the fact that the expenses of Conference delegates and R2 representatives are paid by the Intergroup, those individuals have a responsibility to make a prudent use of such funds, keeping their expenses in moderation.
12. Conference delegates and R2 representative not complying with these requirements will forfeit their opportunity to represent SDCII.

D. Rotation of Service

1. No person shall serve more than two consecutive terms as a Conference delegate or R2 representative. However, a member who, at the expiration of the current term, shall have completed less than three full years of service shall be eligible for an additional term.
2. Exception for 1 above concerns alternates for the position of Conference delegate or R2 representative.
  - a. An alternate who is not called on to fill a vacant position of delegate or representative shall serve a one-year term as an alternate.
  - b. An alternate who has not filled a vacant delegate or representative position or who has served in such position less than the full time allowed in Section D.1 above may serve an unlimited number of terms as alternate.

## ARTICE VII – INTERGROUP REPRESENTATIVES AND MEETINGS

### INTERGROUP REPRESENTATIVES

#### A. Duties and Responsibilities of the Intergroup representative:

1. Each Intergroup Representative may be elected for a term of six months and can represent one group. An Intergroup representative should not serve more than four (4) consecutive terms, except for reasons to be decided by the local group with respect to its own representation.
2. It is suggested that the Intergroup Representative be selected for judgment, stability, willingness, and faithful adherence to living within the concepts of the Twelve Steps and Twelve Traditions of Overeaters Anonymous and have six months of continuous abstinence from compulsive overeating.
3. Intergroup Representatives may be instructed as to the desires of the groups they represent.
4. Each Intergroup representative is wholly encouraged to vote his or her individual conscience.
5. Intergroup Representative or Alternate Intergroup Representative should be present during all business sessions of Intergroup.
6. The Intergroup Representative shall verify that the Internal Information Chairperson has the correct name and address for the Intergroup Representatives for the Group and inform the Internal Information Chairperson of any change of Intergroup Representative, Alternate or Group mailing address.
7. The Intergroup Representative shall notify the Internal Information Chairperson when an Intergroup representative is no longer an Intergroup representative (at least 30 days prior to an Intergroup meeting) and pass on the Intergroup minutes to the Group Secretary for the Intergroup Representative.
8. The Intergroup Representative shall provide the Reach Out and meeting schedules provided at the Intergroup meetings to the Group.
9. The Intergroup Representative shall keep the Group informed of happenings at Intergroup, in the Region, and in OA as a whole.

### INTERGROUP MEETINGS

- #### A. The Intergroup meets regularly once per month, at a meeting referred to as the Intergroup meeting. The time, date, and place are determined by the vote of its members.

- B. At an Intergroup meeting, held regularly or upon proper notification, those Intergroup representatives, Board Members, Conference delegates and R2 representatives present shall constitute a quorum, and a simple majority shall govern for voting purposes.
- C. When necessary, notification of any special Intergroup meeting shall consist of a written notice stating the purpose of the meeting. This shall be prepared by the Intergroup Secretary and mailed to each group secretary, Intergroup representative, board member, Conference delegate, and R2 representative at least ten (10) days prior to the date of the meeting and not earlier than sixty (60) days prior to the meeting.
- D. Special meetings may be called at any time by a majority vote of the Intergroup Board or by a minimum of 25% of registered groups, provided notice is given to all individuals specified in Article VII Paragraph B.
- E. At any special Intergroup meeting, the only business to be discussed will be that which was stated in the written notice.

#### **ARTICLE VIII – VOTING PRIVILEGES**

- A. Only SDCII members listed below (B, C, & D) may vote at any regular or special Intergroup meeting.
- B. Intergroup Board (see Article V).
- C. The duly elected meeting representative from each member group (see Articles III and IV) shall be entitled to one vote in Intergroup meetings. Each Intergroup representative and alternate shall serve for the period designated by his or her group, always subject to the group he or she represents.
- D. Each conference delegate and R2 representative shall be entitled to one vote.
- E. Each individual, regardless of the number of service positions he/she holds, is entitled to one vote per decision.
- F. Non-voting members of SDCII and visitors are encouraged to participate in discussions.

#### **ARTICLE IX – NOMINATIONS AND ELECTIONS**

- A. A nomination/election committee of three Intergroup representatives shall be elected at the September Intergroup meeting to handle the elections to be held at the upcoming December meeting. The SDCII Chairperson is excluded from this committee.
  - 1. Duties of the committee are as follows:

- a. Contact all San Diego meetings for names of candidates for all pertinent service positions, and contact incumbents, if eligible, to see if they wish to be candidates.
  - b. Mail candidates forms to all San Diego groups. Wherever possible, candidates forms will be given to Intergroup representatives to take back to the groups they represent.
  - c. Set closing date for proposed candidates to return forms.
  - d. Determine the number of Conference delegates and R2 representatives to which our Intergroup is entitled according to OA Bylaws, Article X, Section 3 c 2 and the R2 Policy and Procedure Manual..
  - e. Compile candidate information from forms and submit at least ten (10) days before the elections to all Intergroup Board members, current Conference delegates, and R2 representatives and to all San Diego groups so group conscience may be ascertained.
  - f. Invite candidates to appear at the election, which takes place at the December intergroup meeting.
  - g. Bring a slate of no less than one nominee per service position to the December Intergroup meeting.
  - h. Conduct the election.
  - i. Notify all San Diego meetings, Region 2 and World Service Office, or WSO, of the results.
2. Any member has the right to nominate any qualified OA member to run for any open service position.
  3. Nominations may be made from the floor at the December Intergroup meeting.
- B. Elections shall be held at a meeting specified for the purpose with proper notification of ten (10) days having been given.
1. To insure continuity of service, Board positions are elected alternately as follows:
    - a. In every odd-numbered year, elections shall be held for Chairperson, Secretary, Internal Information Chairperson, Public Information Chairperson, "Reach Out" Editor, World Service and Region 2 Coordinator, and Retreat Committee Liaison.
    - b. In every even-numbered year, elections shall be held for Vice Chairperson, Treasurer, Professional Outreach Chairperson, Literature Chairperson, Records, Young People's Coordinator, and Twelfth Step Within Chairperson.
  2. Elections for Conference delegates and R2 representatives and alternates shall be held each year.



- a. According to SDCII established procedure, Conference delegates are elected alternately for two-year terms so that all terms are not concurrent. The same alternating procedure is used to elect R2 representatives.
  - b. In the elections of Conference delegates, nominees receiving the largest numbers of votes shall be elected to the position of Conference delegate and the rest shall be designated as alternates. Alternates shall be assigned priority positions according to the number of votes received (alternate receiving the most votes shall be designated alternate #1 and so on) so that future vacancies in delegate positions may be filled by alternates according to the priority numbers.
  - c. In the election of R2 representatives and alternates, the same procedure applies as that for Conference delegates and alternates (see Section B.2. (b) above).
3. Beginning at the December 2000 Intergroup elections and thereafter, no person shall serve for more than two consecutive two (2) year terms in the same position.
- C. Vote shall be by written ballot when more than one person is nominated for any one position. If there is only one nominee, vote will be by show of hands.
- D. Requirements for Candidates for Election
1. To be eligible for election, a nominee must, at the time of his/her nomination, be a member of any SDCII group, be regularly attending OA meeting(s) and have a working knowledge of the Twelve Steps and Twelve Traditions.
  2. In order to be elected, a nominee must be present at the election meeting. Exception shall be made if written notice has been given prior to the election meeting, stating (1) willingness to serve, and (2) reason for absence deemed valid by the Board.
  3. Abstinance and Recovery requirements
    - a. To be elected to the Intergroup Board, a nominee must have a minimum of one year of current abstinance, six months of which shall be at maintenance, with the nominee being the sole judge of his/her abstinance and maintenance.
    - b. To be elected as a Conference delegate or R2 representative, a nominee must have one year continuous abstinance, with the nominee being the sole judge of his/her abstinance, and at least two years of service beyond the group level.
    - c. To be elected as Conference delegate or R2 representative, the nominee must have taken Steps 4 and 5 of the Twelve Steps and must declare him/herself as practicing the Twelve Steps to the best of his/her ability and as committed to the Twelve Traditions of OA.
    - d. Nominees need to be familiar with and understand the duties of the positions they are seeking, and the requirements and responsibilities thereof, if elected. (For

specific duties of Board positions, refer to Article V, Section B. For requirements and responsibilities see Article V, Section D).

- e. The duties of those newly elected to service positions shall be assumed at the end of the election meeting. In the spirit of cooperation the current holders of service positions and those newly elected shall effect the transfer of any pertinent material and/or information as soon as possible.

## **ARTICLE X – INTERGROUP COMMITTEES**

- A. Committees other than the Board and Standing committees shall be established when deemed necessary by the Board. Such committees are referred to as Special Committees. The Chairperson appoints the chair of each Intergroup committee (except Board committees). The chair of the committee may choose the members of his/her committee, subject to the approval of the Board. The SDCII Chairperson is an ex-officio member of every committee of the Intergroup except the Nomination and Recall Committees, and shall be notified of all committee meetings.
- B. Within two months of election, all new committee chairs shall submit, in writing, a letter stating the goals of their committees and, when applicable, the number of committee members needed and their duties. The new chairpersons shall also submit a list of prospective committee members. The SDCII Board shall consider such recommendations, as well as those who volunteer directly to the Board, in choosing committee members.
- C. All contracts negotiated on behalf of the SDCII by committees shall be approved and executed by the SDCII. All such contracts shall bear the signature of the SDCII Chairperson or Treasurer.
- D. Board committees – Each Board member is encouraged to form a committee to assist in carrying out duties of the committee.
- E. Standing Committees – Standing committees are permanent committees of the Intergroup. Their term of service runs concurrently with the Chairperson of the Intergroup.
  - 1. Audit Committee
    - a. The Audit Committee shall meet with the SDCII Treasurer for the purpose of reviewing the annual financial records of the SDCII.
    - b. The Audit Committee shall review all financial reports submitted to the Intergroup, keeping records of all such reports and following up on committees that fail to submit reports. Further, the committee will conduct full audits quarterly on all SDCII committees with financial dealings. These committees must make all

records available to the Audit Committee. The SDCII treasurer may assist in all audits.

- c. The Audit Committee shall report its findings at the next Intergroup meeting and shall make any financial recommendations the committee deems appropriate.

2. Budget Committee

- a. The Budget Committee shall meet with the SDCII Treasurer for the purpose of developing an annual budget.
- b. The Budget Committee shall determine the amount of the SDCII Reserve Fund, after having analyzed the monthly expenses for the preceding year. In computing the monthly expense, total delegate expenses for the year shall be included as a monthly expense. One year's expenses shall be used as a projection guideline for the following year.
- c. The Budget Committee shall report its findings at the November Intergroup meeting and shall make any financial recommendations the committee deems appropriate.

3. Nominations Committee (refer to Article IX).

4. Bylaws Committee.

5. Recall Committee (refer to Article XIII).

The Chair of the Bylaws Committee is automatically the Chair of the Recall Committee.

6. Telephone Volunteer Committee.

7. Meeting Directory Committee.

8. Serenity Retreat Committee.

9. Twelfth Step Within Committee.

## ARTICLE XI – FINANCE

- A. The use of all monies shall conform to the Twelve Traditions of OA.
- B. An Audit Committee shall be elected each January for the purpose of auditing the SDCII financial records. The Audit Committee shall audit the records of the SDCII Treasurer once a year and all other committees with financial dealing in excess of \$300.00 per year. Also, whenever there is a change in a position of the person responsible for handling funds received, an audit will be done. The Audit Committee shall report its

findings at the next Intergroup Meeting. (For specific duties of the Audit Committee, see Article X, Section E.1.)

- C. A Budget Committee shall be elected each August for the purpose of submitting a yearly budget, which shall be presented to the SDCII for ratification at the November Intergroup meeting. (For specific duties of the Budget Committee, see Article X, section E.2.)
- D. The Treasurer of the SDCII shall present a quarterly financial report at the second Intergroup meeting after the close of a quarter. A copy shall be made available for distribution in the "Reach Out" Newsletter and for permanent records in the Intergroup Office.
- E. Checks shall be issued by the Treasurer. Written vouchers and/or receipts shall be presented to the Treasurer prior to receiving money by those requesting checks.
- F. The Intergroup Office shall have a petty cash voucher/receipt system under the control of the Office Manager.
- G. There shall be three co-signers of SDCII bank accounts. These co-signers shall be the Chairperson and Treasurer and a third person to be determined by the Board. Any two of the three signatures are needed for a check to be valid.

## **ARTICLE XII – PARLIAMENTARY AUTHORITY**

Parliamentary authority shall be the latest edition of Robert's Rules. All meetings shall be held in compliance with said authority, except when in conflict with the bylaws, always remembering that our ultimate authority is our Higher Power. A parliamentarian, if available, shall be present to serve in said capacity at said meetings. A parliamentarian shall be appointed by the Board for an undetermined term and may be removed at any time by the Board. (In the absence of the designated parliamentarian, a substitute parliamentarian for that meeting may be appointed by the Chairperson for that meeting.)

## **ARTICLE XIII – RECALL OF ELECTED INTERGROUP POSITIONS**

- A. An individual serving in the position of the Board, Conference delegate, or R2 representative of the SDCII shall be subject to recall from his/her current office at any regularly scheduled Intergroup meeting.
- B. Reason(s) for recall shall be any breach of duty by an Intergroup Board member, Conference delegate, or R2 representative regarding the SDCII Bylaws and/or the Corporation Code of California.
- C. Recall petitions may be proposed by a SDCII registered group or by a majority vote of the Intergroup Board.

- D. A standing committee (to be named Recall Committee) shall be formed to act on all recall petitions submitted. This committee shall be chaired by the Chair of the Bylaws Committee and be comprised of four (4) other SDCII members, excluding Board members, Conference delegates, and R2 representatives. The appointments shall be made by the Intergroup Board.
- E. All members, with the exception of the Chair of the Recall Committee, shall be entitled to one (1) vote on this committee. The Chair shall have a vote only where his/her vote would affect the result. A simple majority vote is needed to act on a recall petition.
- F. Recall petitions shall include name of the Board member, Conference delegate, or R2 representative, the office to be vacated, and a substantive statement of the breach of duty which supports the petition.
- G. At the time of receiving a recall petition, the Secretary shall immediately forward the petition to the Chair of the Recall Committee, who shall forward copies of the petition to members of the committee. The Chair will then arrange, in a prompt manner, for the committee to convene to decide if the petition meets with the requirements in Sections B, C, and F of this Article.
- H. If the petition meets with all requirements as set forth in Sections B, C, and F of this Article, a copy of the petition shall be sent to the subject of the petition, who shall have two (2) weeks to respond in writing to the petition, or may appear in person when the Recall Committee convenes.
- I. The Recall Committee shall then reconvene to discuss the petition and response and determine if further action is required. The decision of the committee, including the opinion of the minority, shall be sent to the SDCII secretary. If any action is recommended, a written report, including the minority opinion, shall be sent to all voting members of the SDCII by the secretary, prior to the next regularly scheduled Intergroup meeting, at which time the recall petitions will become an agenda item, subject to Intergroup rules and Robert's Rules of Order. Adoption of a recall petition shall:
  - 1. Require a three-fourths (3/4) vote.
  - 2. Result in immediate vacating of the office named.
  - 3. Render the recalled ineligible to hold an Intergroup office for a period of two years.

#### **ARTICLE XIV – MAJOR POLICY ISSUES**

Matters which relate to major policy affecting SDCII groups shall be referred to the Intergroup Board. Matters which relate to OA in Region 2 shall be referred to Region 2 Board. Matters which relate to OA as a whole shall be referred to the OA World Service Board of Trustees.

## ARTICLE XV – BYLAW AMENDMENTS

- A To amend a Bylaw, the following steps will be taken. The purpose of these steps is (a) to ensure that anyone interested in proposing an amendment is allowed a voice, and (b) that in the Bylaw amendment process the Intergroup is given a way to use its time judiciously. The Steps, Traditions and Concepts of OA may only be amended as per OA, Inc. Bylaws, Subpart B, Article XIV, Section 1.
1. A written proposed amendment will be submitted during the new business section of a regularly scheduled Intergroup meeting, including, if desired, a maximum of one page of pro arguments.
  2. At the Intergroup meeting at which a proposed amendment is submitted, the amendment initiator will provide each member present a copy. There will be no discussion at this meeting.
  3. At the following regular Intergroup meeting, the first Order of Old Business will be the proposed amendment Solely for information purposes, 12 minutes total will be made available for three (3) pro and three (3) con speakers. The maker of the amendment will be given first selection as a pro speaker, if he/she so desires. There will be no discussion at this meeting.
  4. After the pro/con speakers, a vote will be taken to determine if 30% of the present members are interested in going forward with the proposed amendment. If 30% are interested, copies of the proposed amendment, including the one page of pro arguments, will be made available to each registered meeting of the Intergroup.
  5. If there is not a 30% vote in favor of going forward with the proposed amendment, it will be dropped.
  6. If the vote is at least 30% in favor of further consideration, then a copy of the proposed amendment will be mailed as soon as possible to the address of record of the secretary for all meetings registered with the SDCII. In order for all the groups to have a minimum of 30 days to consider the motion after they receive it, the vote to accept or defeat the motion will be taken at the second regularly scheduled Intergroup meeting following the vote in favor of pursuing the motion for proposed Bylaw amendment.
  7. At the second regularly scheduled Intergroup meeting, the motion will be the first order of new business. After a debate of three (3) “pros” and three (3) “cons” on the subject, the vote will be taken.
  8. It shall require a vote of two-thirds of those voting for passage of the motion.

#### **ARTICLE XVI – LEGAL DISCLAIMER**

- A. This corporation is organized and operated exclusively for education purposes with the meaning of Section 502(c) (3) of the Internal Revenue code.
- B. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) BY A CORPORATION EXEMPT FROM Federal income tax under Section 501(c)(3) of the Internal Revenue Code, or (b) by corporation contributions which are deductible under Section 170 (c)(2) of the Internal Revenue Code.
- C. No part of the activities of the corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.
- D. The property of this corporation is irrevocably dedicated to education purposes, and no part of the net income or assets of this corporation shall ever inure the benefit of any director, officer, or member thereof, or to the benefit of any private person.

#### **ARTICLE XVII – DEREGISTRATION**

In order to deregister, an intergroup must submit a written request to the World Service Office, region chair and region trustee.

#### **ARTICLE XVIII– DISSOLUTION OF SDCII**

Upon dissolution of SDCII, after paying or adequately providing for the debts and obligations of SDCII, the Board shall distribute the remaining assets to a non-profit fund, association, foundation or corporation which is organized and operated exclusively for charitable education or religious and/or scientific purposes and which has established its tax exempt status under Section 501(2) (3) of the Internal Revenue Code. According to Tradition 6 SDCII shall distribute remaining funds to Region 2 of OA or OA World Service Office unless these organizations have dissolved. No part of the monies of SDCII shall ever inure to or for the benefit of, or be distributable to its members, trustees, or to the private person, except that the SDCII shall be empowered to pay reasonable compensation for service rendered and to make payments and distribution to further the exempt purposes for which it was formed.

**MASTER CALENDAR FOR REQUIRED BYLAW ACTIVITIES**

<b><u>January</u></b>	
Intergroup	Elect Audit Committee (Article X, Sec. B)
Chairperson	(if elected in previous month) Appoint all new standing committees except the Audit and Nomination Committees (Article X, Sec. E)

<b><u>February</u></b>	
Treasurer	Quarterly Financial Report for October – December (Article XI, Sec. D).
R2 Reps	Region 2 Assembly

<b><u>March</u></b>	

<b><u>April</u></b>	

<b><u>May</u></b>	
W.S. Delegates	World Service Conference

<b><u>June</u></b>	

<b><u>July</u></b>	



<b><u>August</u></b>	
Intergroup	Elect Budget Committee (Article XI, Sec. C)
Treasurer	Quarter Financial Report for April – June (Article XI, Sec. D)

<b><u>September</u></b>	
Intergroup	Elect Nominations Committee for December Elections (Article XI, Sec. A)

<b><u>October</u></b>	
Board	Prepare Annual Report for November Intergroup presentation
R2 Reps	Region 2 Assembly

<b><u>November</u></b>	
Board	Present Annual Report to Intergroup Reps (Article V, sec. 2. L.)
Budget Committee	Present Budget proposal to Intergroup (Article XI, Sec. C)

<b><u>December</u></b>	
Nominations Committee	Oversee Elections (Article IX, Sec. A.1.g)

**SDCII BYLAWS CHANGE RECORD**

<b>AMENDMENT DATE</b>	<b>AMENDMENT SUBJECT</b>	<b>AFFECTED PAGE</b>	<b>DATE INCORPORATED</b>
UNDATED	DELETE "ADOPT-A-GROUP" BOARD POSITION		OCT 25 2001
UNDATED	COMBINE BOARD POSITIONS		OCT 25 2001
JAN 8 1997	FREQUENCY OF "REACH OUT"		OCT 25 2001
MAR 3 1999	ELECTION OF WSBC DELEGATES & R2 REPRESENTATIVES		OCT 25 2001
APRIL 7 1999	ALLOWS "ACTING BOARD MEMBERS"		OCT 25 2001
JULY 6 2000	TERM LENGTHS		OCT 25 2001
JULY 11 2001	GENERAL UPDATE AND CORRECTIONS OF SPELLING, USAGE, AND ADDRESS, ETC. ADDED SDCII BYLAWS CHANGE RECORD	COVER TABLE OF CONTENTS AND 1 – 14	OCT 25 2001
January 4, 2012	Definition of "OA Group" Clarify Board Positions, Clarify Elections, Include 12 <sup>th</sup> Step Within Chair, Consolidate WSO and R2 Coordinator Position	TABLE OF CONTENTS	