BYLAWS OF REGION 5 of
OVEREATERS ANONYMOUS, INC.

ARTICLE I - NAME

The name of the organization is Region 5 of Overeaters Anonymous, Inc.

ARTICLE II - PURPOSE

The primary purpose of the organization is to aid those with the problems of compulsive eating through the Twelve Steps and Twelve Traditions of Overeaters Anonymous, guided by the Twelve Concepts of OA Service, and to serve and represent the OA intergroups and groups from which it is formed. This association is organized exclusively for the educational purpose within the meaning of Section 501(c)(3) of the Internal Revenue Service Code of 1954; contributions which are deductible under Section 170(c) of the Internal Revenue Service Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Section 1 - The Twelve Steps

1. We admitted we were powerless over food - that our lives had become unmanageable.
2. Came to believe that a Power greater than ourselves could restore us to sanity.
3. Made a decision to turn our will and our lives over to the care of God *as we understood Him.*
4. Made a searching and fearless moral inventory of ourselves.
5. Admitted to God, to ourselves, and to another human being the exact nature of our wrongs.
6. Were entirely ready to have God remove all these defects of character.
7. Humbly asked Him to remove our shortcomings.
8. Made a list of all persons we had harmed and became willing to make amends to them all.
9. Made direct amends to such people wherever possible, except when to do so would injure them or others.
10. Continued to take personal inventory and when we were wrong, promptly admitted it.
11. Sought through prayer and meditation to improve our conscious contact with God *as we understood Him*, praying only for knowledge of His will for us and the power to carry that out.
12. Having had a spiritual awakening as the result of these steps, we tried to carry this message to compulsive overeaters and to practice these principles in all our affairs.

Section 2 - The Twelve Traditions

1. Our common welfare should come first; personal recovery depends upon OA unity.
2. For our group purpose there is but one ultimate authority - a loving God as He may express Himself in our group conscience. Our leaders are but trusted servants; they do not govern.
3. The only requirement for OA membership is a desire to stop eating compulsively.
4. Each group should be autonomous except in matters affecting other groups or OA as a whole.
5. Each group has but one primary purpose - to carry its message to the compulsive overeater who still suffers.
6. An OA group ought never endorse, finance, or lend the OA name to any related facility or outside enterprise, lest problems of money, property, and prestige divert us from our primary purpose.
7. Every OA group ought to be fully self-supporting, declining outside contributions.
8. Overeaters Anonymous should remain forever 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 3 - Twelve Concepts:

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, each shall always remain democratic in thought and action.

ARTICLE III - MEMBERSHIP AND VOTING

A. Geographical definition: Those areas as designated by the World Service Office (WSO).

B. Any group as defined by OA, Inc. Bylaws, Subpart B, Article V, Section 1a and Section 2, may be a member group in the organization.

C. The voting membership of Region 5 representing the entire membership of OA in the region shall be called the Region 5 Assembly and shall be comprised of:
    1. Duly elected Region 5 representatives or their alternates.
    2. All Region 5 officers, excluding the chair.

D. Each intergroup shall be entitled to send Region 5 representatives according to the following formula: one Region 5 representative for every ten (10) groups or portion thereof currently registered with WSO. Groups contesting the World Service count may have additional Region 5 representatives seated with the permission of the Assembly.

ARTICLE IV - INTERGROUPS

A. Composition
    1. Each state/province may have at least one intergroup.
    2. Each intergroup shall be composed of groups within its state/province when feasible.
    3. Two or more groups may form an intergroup.
    4. In a state/province having only one group, that group may function as an intergroup.
    5. At a meeting of which members have been given notice, each group shall elect its representative to the intergroup to be called "intergroup representatives."

B. It shall be the purpose of each intergroup to service and represent its member groups in accordance with the Twelve Steps, Twelve Traditions and Twelve Concepts of OA Service.

C. Functioning
    1. Intergroups may conduct the business of their groups by any method they choose.
    2. With prior notice to all member groups, intergroups shall convene at least once a year for election of officers and selection, when necessary, of delegates to the World Service

Business Conference (WSBC) of Overeaters Anonymous.

3. Intergroups may meet more often if necessary for the purpose of conducting further business.

ARTICLE V - ELECTION AND ELIGIBILITY OF REGION 5 REPRESENTATIVES

A. Each Region 5 representative and alternate shall be elected by the intergroup they represent to serve for a two-year term. Elections shall be held at an intergroup meeting for which all member groups have been given prior notice.

B. Region 5 representatives and alternates shall be selected for judgment, experience, stability, willingness, and for faithful adherence to the Twelve Steps, Twelve Traditions, and Twelve Concepts of Overeaters Anonymous.

C. Region 5 representatives and/or voting alternates shall have at least one (1) year of current abstinence upon submitting their qualifications. Permission for any exception may be requested by an intergroup from the Region 5 executive board at least fifteen (15) days prior to the Region 5 Assembly.

D. Each Region 5 representative/alternate shall be the sole judge of his/her abstinence and maintenance.

ARTICLE VI - OFFICERS

A. Election of Officers

1. The officers shall be chair, vice chair, secretary and treasurer.
2. Officers shall be elected at the last Region 5 Assembly of each year.
3. No Region 5 representative or former Region 5 representative shall be considered for an office until he/she has
    a. Served actively for one year at Region 5 as a Region 5 representative.
    b. Attended at least three (3) Region 5 assemblies, not necessarily consecutively, prior to submitting an application.
    c. Declared themselves as practicing all Twelve Steps to the best of their ability and be committed to the Twelve Traditions of OA and Twelve Concepts of OA Service.
4. Officers shall be elected by the Region 5 representatives and shall serve two-year terms. Terms shall commence at the adjournment of the assembly during which they are elected.
5. Chair and treasurer shall be elected in even numbered years; vice chair and secretary in odd numbered years.
6. a. The election shall be by ballot. To be elected, a nominee must receive a majority of the votes cast. If more than one ballot is necessary for any position, on subsequent ballots the name of the candidate with the lowest number of votes shall be dropped from the ballot, except that the top two candidates must remain.
    b. In the event that no candidate is elected a vacancy is declared. The Executive Board shall fill this vacancy at the next or a special meeting of the Executive Board by appointing a qualified member to the position to serve until the next assembly where an election would then take place.
7. No person shall serve more than five (5) consecutive years in any one office.
8. Officers shall have <u>at least</u> two years of <u>current continuous</u> abstinence, one year of which shall be of maintenance of a healthy body weight. Each person shall be the judge of his or

her own recovery including abstinence and maintenance of a healthy body weight.

9. All elected officers shall live within the boundaries of Region 5.
10. The applicant(s) for the office of Region 5 chair must have attended at least one (1) World Service Business Conference as a delegate and have at least two (2) years of service beyond the group level prior to submitting an application.

B. Vacancies
   1. If an office shall fail to be represented at two consecutive Region 5 assemblies without prior notification to the chair the office may be declared vacant by a vote of a majority of the voting quorum present.
   2. If an officer resigns before the mailing of the agendas, notice of the vacancy and resume forms will be sent out with the agendas. Resumes may be returned up until the time of the assembly at which the election will take place. If an officer resigns after the agenda mailing, Region 5 representatives will be notified at the assembly, resumes will be turned in by 1:00 p.m., and elections will take place that afternoon.
   3. The member shall take office immediately after the election.

C. Any officer may be removed for cause by a majority of the assembly.

D. Resignation
   1. Any officer who advises another officer of Region 5 that he/she has returned to compulsive overeating will be considered as having resigned as of the moment of receipt of such notice.
   2. Any officer may resign at any time for any reason by giving the chair of Region 5 written notice of the resignation.

ARTICLE VII - REGION 5 TRUSTEE

A. Nominations of the Region 5 Trustee
   1. At least one hundred fifty (150) days prior to the scheduled opening of the annual WSBC, all intergroups within Region 5 shall be notified by the Region 5 officers of the forthcoming WSBC, with a request to all qualified members from Region 5 to submit nominations to Region 5.
   2. The Region 5 Selection Committee may be composed of Region 5 officers and one Region 5 representative from each state/province represented within Region 5. This committee will select qualified persons to be proposed for nomination as Region 5 trustee nominees. These individuals will then be presented to the Region 5 representatives for final selection as Region 5 trustee nominees.
   3. At least ninety (90) days prior to the annual conference of OA, each region shall choose up to three proposed and qualified nominees from that region. Resumes of these nominees must be sent to the Board of Trustees within one week of their selection. Copies of these resumes will be sent to all members of the conference at least forty-five (45) days prior to the WSBC.
   4. Qualifications for Region 5 trustee set by World Service require that in no case shall the nominee have less than seven (7) years in the Fellowship; five (5) years of service beyond the group level; attendance as a delegate to at least two (2) World Service Business Conferences; five (5) years of continuous recovery in Overeaters Anonymous as evidenced by 1) five (5) years of current continuous abstinence, maintenance of a healthy body weight for at least two years and 2) emotional and spiritual growth as a result of incorporating into their lives the Twelve Steps and Twelve Traditions as a new way of

living. These qualifications must be met at the time application for trustee is submitted to the WSO. Specifically, such trustee nominees must also have given away a Fourth-Step inventory, declared themselves as practicing the Twelve Steps to the best of their ability, and as committed to the Twelve Traditions of Overeaters Anonymous to be affirmed on their trustee application forms. Upon election, the Region 5 trustee shall make a commitment of adherence to the Twelve Steps, Twelve Traditions, and Twelve Concepts of OA Service and continual recovery including abstinence and maintenance of a healthy body weight throughout the entire term(s) of office. Each person shall be the judge of his or her own recovery including abstinence and maintenance of a healthy body weight, and that he or she agrees to comply with and be bound by all the terms and provisions of the prevailing Overeaters Anonymous, Inc. Bylaws.

5. The nominee(s) chosen at the Region 5 Assembly shall be submitted to the WSBC for election.
6. All Region 5 trustee nominees shall live within the boundaries of Region 5.

ARTICLE VIII - EXECUTIVE BOARD

A. The Region 5 officers shall serve as the Executive Board of Region 5. All officers have a vote. Two (2) members constitute a quorum.

B. The Executive Board shall:
   1. Have general supervision of the affairs of Region 5 between Region 5 assemblies.
   2. Make recommendations to the Region 5 Assembly.
   3. Perform such duties as are specified in these Bylaws.
   4. Be subject to the orders of the Region 5 Assembly and none of its acts shall conflict with the action taken by the Region 5 Assembly.
   5. Appoint an officer to act as a board liaison to any standing or special committee as needed. (11/7/15)

C. The Executive Board shall meet at the call of the chair or a majority of its members.

D. Officers may participate in and act at any meeting of the Executive Board through the use of a conference telephone or other equipment by means of which all participating in the meeting can communicate with each other at the same time. Participation in such meeting shall constitute attendance and presence in person at the meeting.

ARTICLE IX -STANDING COMMITTEES

A The Region 5 Assembly shall appoint such committees as are deemed necessary for the welfare and operations of the groups and intergroups within Region 5.

B. The chair may delegate to any such committees any of the powers of the Region.

C. Members of any such committees shall hold office in concurrence with the terms of present Region 5 offices.

D. Each committee may prescribe its own rules for calling and holding meetings and its methods of procedures, subject, however, to the rules prescribed by the Region.

E. Any committee shall act only in the interval between Region 5 assemblies and shall be subject at all times to the direction of the Region.

F. Vacancies shall be filled by the committee chair.

G. All standing committees are bound by the Twelve Traditions.

ARTICLE X - MEETINGS

A. The Region 5 Assembly shall meet three (3) times a year.
B. Any Region 5 officer(s) or trustee may call special meetings as necessary.
C. Proper notification shall consist of written notices mailed to voting members at least thirty (30) days prior to the date of the Region 5 Assembly.
D. At a Region 5 Assembly held upon proper notification, two Region 5 officers and any Region 5 representatives present shall constitute a quorum for the transaction of any Region 5 business.

ARTICLE XI - FINANCIAL STRUCTURE

A. The activities of the Region shall be financed primarily by the contributions of its member groups.
B. Secondary source of financial income to the Region may be from such occasional projects as authorized by the Region.
C. The Region may accept donations from OA members, groups or intergroups conforming with the general practice of OA.
D. Bequests must be received within one (1) year of a member's death and must also conform to the general practice of OA.
E. The Region shall not accept the responsibility, trusteeship or enter into the distribution or allocation of funds set up outside of the Region.

ARTICLE XII - REGION 5 RECORDS

A. The Region 5 financial records shall be open to all members of OA by written request and upon presentation of the request to an officer or Region 5 representative, a month before the requested examination.
B. The minutes may be examined upon request at any meeting

ARTICLE XIII - REGION 5 DELEGATES TO W.S.B.C.

If Region 5 was represented at the previous WSBC by fewer than forty percent (40%) of its intergroups and other eligible service bodies it may send up to five (5) additional delegates to WSBC. Preference shall be given to delegates selected from intergroups and service bodies, which would not otherwise be represented by delegates. WSBC delegates/alternates selected under this article shall have at least 1 year current abstinence and at least 2 years of service beyond the group level.

ARTICLE XIV- AMENDMENTS TO THE BYLAWS

A. These Bylaws representing our Table of Organization may be amended at any time by two-thirds (2/3) of the voting members present at any regular or special meeting of the Region except Article II Section 1, Section 2 and Section 3. The Twelve Steps, Twelve Traditions and Twelve Concepts **cannot** be amended at the region level. All proposed amendments to the Bylaws shall be submitted to the secretary, at any time, by voting representatives, committees, intergroups or groups. The secretary shall submit the proposed amendment to the Bylaws Committee to review at the next committee meeting. The Bylaws Committee chair shall then provide notice of the proposed amendment to the secretary for transmittal to the voting members at least thirty (30)

days prior to the date of the Region 5 Assembly.

B. Amendment without previous notice may be approved by a nine-tenths vote if notice of the amendment is given at an earlier meeting of the Assembly.

ARTICLE XV- PARLIAMENTARY AUTHORITY

The rules contained in "*Robert's Rules of Order Newly Revised 11th Edition"* shall govern Region 5 in all cases to which they are applicable and in which they are not inconsistent with the Bylaws regularly adopted by Region 5. A non-OA parliamentarian may be requested at the discretion of the chair.

ARTICLE XVI - LEGAL DISCLAIMER

No member of the Assembly or member of any intergroup which is a member of the Region, and no trustee, officers or employee or member of a committee or person connected with the Region or any other private individual shall receive at any time any earnings or pecuniary profit from the operation of the Region; provided that this shall not prevent the payment to such person reasonable compensation for services rendered to or for the Region in effecting any of its purposes as shall be entitled to share in the distribution of any of the assets upon the dissolution of the Region. All members of the Region and all members of local groups which are members of the Region shall be deemed to have expressly consented and agree that upon dissolution or winding up of the affairs of the Region whether voluntary or involuntary, the assets of the Region, then remaining in the hands of the Region 5 officers, after all debts have been paid shall be delivered and paid over, in such amount as the Region 5 officers may determine or as may be determined by a court of competent jurisdiction upon application of the Region 5 officers, exclusively to charitable, religious, scientific, literary or educational organizations which would then qualify under the provisions of Section 501 (c) (3); of the Internal Revenue Code of 1954. Not withstanding any other provision of these articles, the Region shall carry only those activities permitted to be carried on by (1) an organization exempt from Federal Income Tax under Section (c) (3) of the Internal Revenue Law, or (2) an organization contribution to which are deductible under Section 170 (c) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).