

**Overeaters Anonymous (OA),
Dallas Metroplex Intergroup, Inc.
Bylaws**

Revised May 2013

The primary purpose of this Intergroup is to aid those with the problems 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 it is formed.

ARTICLE I – TWELVE STEPS

The Twelve Steps suggested for recovery in the fellowship of Overeaters Anonymous (OA), Dallas Metroplex Intergroup, Inc. which are as follows and can be changed only by direction from the Overeaters Anonymous World Service Office, acting at the behest of the World Service Conference Board, as outlined in the OA, Inc. Bylaws, Subpart B, Article XIV, Section 1:

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.

ARTICLE II – TWELVE TRADITIONS AND TWELVE CONCEPTS

We are governed by the Twelve Traditions and Twelve Concepts of OA Service which are as follows and can be changed only by direction from the Overeaters Anonymous World Service Office, acting at the behest of the World Service Conference Board as outlined in the OA, Inc. Bylaws, Subpart B, Article XIV, Section 1:

SECTION 1 – Twelve Traditions

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

SECTION 2 – 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 the World Service Business Conference the active maintenance of our world services; thus, the World Service Business Conference is the voice, authority and effective conscience of OA as a whole.
3. The Right of Decision, based on trust, makes effective leadership possible.
4. The Right of Participation ensures equality of opportunity for all in the decision-making process.
5. Individuals have the right of appeal and petition in order to ensure that their opinions and personal grievances will be carefully considered.
6. The World Service Business Conference has entrusted the Board of Trustees with the primary responsibility for the administration of Overeaters Anonymous.
7. The Board of Trustees has legal rights and responsibilities accorded to them by OA Bylaws Subpart A; the rights and responsibilities of the World Service Business Conference are accorded to it by Tradition and by OA Bylaws Subpart B.
8. The Board of Trustees has delegated to its Executive Committee the responsibility to administer the OA World Service Office.
9. Able, trusted servants, together with sound and appropriate methods of choosing them, are indispensable for effective functioning at all service levels.
10. Service responsibility is balanced by carefully defined service authority; therefore, duplication of efforts is avoided.
11. Trustee administration of the World Service Office should always be assisted by the best standing committees, executives, staffs and consultants.
12. The spiritual foundation for OA service ensures that:
 - (a) no OA committee or service body shall ever become the seat of perilous wealth or power;
 - (b) sufficient operating funds, plus an ample reserve, shall be OA's prudent financial principle;
 - (c) no OA member shall ever be placed in a position of unqualified authority;
 - (d) all important decisions shall be reached by discussion, vote, and whenever possible, by substantial unanimity;
 - (e) no service action shall ever be personally punitive or an incitement to public controversy; and
 - (f) no OA service committee or service board shall ever perform acts of government, and each shall always remain democratic in thought and action.

ARTICLE III – ABBREVIATIONS AND-DEFINITIONS

SECTION 1 – Abbreviations

Overeaters Anonymous may hereafter be referred to as “OA” in these Bylaws.

Overeaters Anonymous (OA), Dallas Metroplex Intergroup, Inc., may hereafter be referred to as “Dallas Metroplex Intergroup” or “DMI” within these Bylaws.

The World Service Office of Overeaters Anonymous, Inc. may be referred to as “WSO” within these Bylaws.

SECTION 2 – Definitions

The Dallas Metroplex Intergroup, Inc., (DMI) is a service body of Overeaters Anonymous. DMI carries the OA message to the greater Dallas area by maintaining and distributing meeting lists, serving as a community outreach, acting as liaison with other OA service bodies, and providing guidance to local groups when requested.

A meeting of the Intergroup Representatives of DMI may be referred to within these Bylaws as an “Intergroup meeting.”

ARTICLE IV – MEMBERS

SECTION 1 – Qualifications for Membership in Overeaters Anonymous

Any person may become a member of Overeaters Anonymous who has a desire to stop eating compulsively, as per OA Tradition Three.

SECTION 2 – Overeaters Anonymous Groups

The Dallas Metroplex Intergroup endorses the definition of an OA group in OA, Inc. Bylaws, Subpart B, Article V, Section 1, as written and as it may be amended by a future World Service Business Conference.

A. These points shall define an Overeaters Anonymous group:

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

- 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.

SECTION 3 – Composition

1. A group may be formed by two persons meeting together as set forth in Article V of Overeaters Anonymous, Inc. Bylaws Subpart B.
2. Groups compose the intergroups and service boards set forth in Articles VI and VIII of Overeaters Anonymous, Inc. Bylaws Subpart B.

SECTION 4 – Membership of The Dallas Metroplex Intergroup

The membership of DMI shall consist of an Intergroup Representative and/or an Alternate Intergroup Representative from each member group which is registered with WSO and practices the Twelve Steps and abides by the Twelve Traditions of Overeaters Anonymous. All DMI Board Members, Committee Chairpersons, Delegates and Alternate Delegates are also included as members.

ARTICLE V – INTERGROUP REPRESENTATIVES

SECTION 1 – Definition

A Representative to the Overeaters Anonymous (OA), Dallas Metroplex Intergroup, Inc. shall be called “Intergroup Representative” or “I.R.” and must be registered with the Secretary of the Board of Directors, by roll call at each meeting.

SECTION 2 – Abstinence

Each Intergroup Representative shall have and maintain at least thirty (30) days of current continuous abstinence of his or her own definition.

SECTION 3 – Term of Office

Each Intergroup Representative shall serve for a period designated by their groups, always subject to recall by the group they represent.

ARTICLE VI – ALTERNATE INTERGROUP REPRESENTATIVES

SECTION 1 – Definition

An Alternate Representative shall be called “Alternate Intergroup Representative” or “A.I.R.” and must be registered with the Secretary of the Board of Directors.

SECTION 2 – Abstinence Requirements

Each Alternate Intergroup Representative shall have and maintain at least thirty (30) days of current continuous abstinence of his or her own definition.

SECTION 3 – Term of Office

Each Alternate Intergroup Representative shall serve for a period designated by their groups, always subject to recall by the group they represent.

ARTICLE VII – VOTING

SECTION 1 – Voting Members

Each member identified in ARTICLE IV, SECTION 4 shall be entitled to one vote each.

SECTION 2 – Exceptions

The Alternate Intergroup Representative may cast the vote for the member group he or she represents provided the Intergroup Representative is not in attendance at the time the vote is taken. The Chairperson of the Board of Directors may vote only in the case of a tie vote, or as allowed under Robert’s Rules of Order.

SECTION 3 – One Vote Rule

No member is allowed more than one vote even though they may hold more than one position.

SECTION 4 – Voting Methods

Votes may be taken by voice, show of hands, by ballot, or as called for by the presiding officer or any member of the meeting.

ARTICLE VIII – BOARD OF DIRECTORS

SECTION 1 – Composition

There shall be five (5) members of the Board of Directors which shall include Chairperson, Vice Chairperson, Secretary, a Board Advisor, and a Treasurer.

SECTION 2 – Duties and Responsibilities

A. The members of the Board of Directors, subject to the laws of the State of Texas, are expected to exercise the powers vested in them by law in a manner consistent with the faith that permeates the fellowship of Overeaters Anonymous in accordance with the Twelve Traditions of OA, and in accordance with these Bylaws.

B. Subject to the limitations of these Bylaws, and to the action of the Intergroup Representatives at a meeting of DMI, all powers, business, and affairs of the Corporation shall be exercised and controlled under the authority of the Board of Directors. Without prejudice to such powers, but subject to the same limitations, it is hereby expressly declared that the Board of Directors shall have the following powers:

- (1) To act as guardians of the Twelve Steps and Twelve Traditions of OA.
- (2) To conduct, manage and control the affairs and business of the Corporation and any charitable foundation organized in conjunction with or allied with DMI, as they may deem best, and to make such rules and regulations consistent with the law, the Articles of Incorporation, or with these Bylaws or the action of the majority consensus taken at an Intergroup meeting of DMI.
- (3) To designate a place within a fifty (50) mile radius of the City of Dallas for holding of any meeting or meetings of the Intergroup Representatives.
- (4) To manage in such a manner as they may deem best all funds of real or personal property received and acquired by the Corporation, and to distribute, loan or dispense with the same and the income therefrom.
- (5) To call to the attention of any group any violation of the Twelve Traditions of OA which it believes the group or Intergroup has made, but to act only in an advisory capacity in matters affecting Overeaters Anonymous within the Dallas Metropolitan area.
- (6) To act as spokesperson for Overeaters Anonymous in all matters affecting Overeaters Anonymous in the Dallas Metropolitan area.
- (7) To provide for and supervise publications of DMI.
- (8) To furnish counsel and guidance to the member groups and new groups.
- (9) To supervise and guide education and attraction efforts of Overeaters Anonymous in the Dallas Metropolitan area.
- (10) To furnish a medium or media for the interchange of ideas between groups, and to be missionaries in carrying the message to persons and places where indicated.
- (11) To perform such other duties as may be directed by a Majority of the Intergroup Representatives at an Intergroup meeting of DMI.
- (12) To prepare and present an annual report to the Intergroup Representatives at the June Intergroup meeting each year.

The Board of Directors shall make available written minutes of the Intergroup Meetings of DMI and Board of Directors Meetings to all member groups of DMI.

SECTION 4 – Election of the Board of Directors

- A. Elections shall be held bi-annually at the January and the July monthly meetings which shall be specified for that purpose.
- B. The nomination of a qualified person for the Board of Directors shall be made from the floor. All nominees shall be elected individually.
- C. A majority of the Intergroup Representatives may select alternate meetings or call special meetings for electing members to the Board of Directors.

SECTION 5 – Qualifications of the Board of Directors

- A. Have one (1) year of current continuous abstinence of his or her own definition and maintain that abstinence during the term of office.
- B. Be present at the election meeting and receive a majority vote of the Intergroup Representatives present.

SECTION 6 – Term of Office

- A. The length of office for each Board member shall be one (1) year.
- B. No person shall serve more than two (2) consecutive terms as an elected officer to a particular office; however, a member who, at the expiration of the current term shall have completed less than two (2) full years of service shall be eligible for an additional one (1) year term.

SECTION 7 – Meetings of the Board of Directions

- A. The DMI Board of Directors shall meet in person at least twice each year and may also hold meetings by conference call, email or other means, as requested by the Chairperson.
- B. The Chairperson shall prepare a written agenda before the meetings.
- C. The Secretary shall record, distribute and archive minutes after the meetings.

SECTION 8 – Quorum

At least three of the five Directors must be present to constitute a quorum.

SECTION 9 – Voting

- A. Directors may vote by voice, show of hands, ballot, email or as called for by the presiding officer or any officer.

- B. A simple majority of the Board of Directors shall govern for voting purposes.
- C. Motions passed by the Board of Directors shall go back to the DMI for approval, if the motion includes an expense exceeding \$100.

SECTION 10 – Vacancy

- A. A vacancy on the Board of Directors shall be filled for the unexpired term providing at least ten (10) days notice has been given to each DMI group in compliance with these Bylaws. Nominees shall be presented and voted upon at the next regular meeting of the DMI to fill existing vacancies.
- B. An elected officer to the Board of Directors may have his office declared vacant by a vote of the majority of Intergroup Representatives present at a regular monthly meeting for failing to execute his compliance with these Bylaws, which includes but is not limited to missing two (2) consecutive meetings.

SECTION 11 – Policy Manual

- A. A policy manual for the performance of the elected office, in accordance with instructions from DMI, the Articles of Incorporation, these Bylaws, the Twelve Traditions of OA, and Law, shall be published annually and distributed at DMI.
- B. Any changes voted on and passed by DMI shall be made to the Policy Manual within 30 days and posted on the DMI website by the Board Advisor.

ARTICLE IX – MEETINGS OF THE INTERGROUP REPRESENTATIVES

SECTION 1 – Monthly Meetings

- A. The regular monthly meeting should be held on the Third Sunday of each month or on such other dates as the Board of Directors may fix, in Dallas County, Texas or at such places as may be designated by the Board of Directors.
- B. A verbal report of each committee shall be made during the meeting upon recognition by the presiding officer of the person making such verbal report. All reports shall be recorded in the minutes.
- C. The Secretary of the Board of Directors, or Chairperson, shall give notice of the next monthly meeting prior to adjournment of each regular monthly meeting.

SECTION 2 – Special Meetings

- A. Special meetings of the Intergroup Representatives may be called at any time by the Chairperson of the Board of Directors or by a majority of the Board of Directors, or by a majority of the Intergroup Representatives.

- B. Notice of all special meetings of Intergroup Representatives shall be given to each member group entitled to vote thereat, by mail, or email. Such notices shall be sent no less than seven (7) days before each meeting if sent by mail, and no less than two (2) days if sent by email. The notice shall state the general nature of the business to be considered at the meeting.

SECTION 3 – Presiding Official

All meetings of the Intergroup Representatives shall be presided over by the Chairperson of the Board of Directors. In the absence of the Chairperson, the Vice Chairperson shall preside over the meetings of the Intergroup Representatives.

SECTION 4 – Parliamentary Authority

All meetings of the Intergroup Representatives shall be conducted in accordance with a recent edition of Robert’s Rules of Order Newly Revised or such successor publication as may from time to time be published, where not in conflict with the Articles of Incorporation, these Bylaws, law or special rules that the Intergroup Representatives may adopt. Furthermore, the Intergroup’s Bylaws must conform to Overeaters Anonymous, Inc. Bylaws.

SECTION 5 – Business Agenda

- A. The Chairperson shall provide the written agenda for the monthly meetings.
- B. Members of DMI are encouraged to submit to the Chairperson of the Board of Directors new business to be placed on the agenda seven (7) days prior to the regular monthly meeting.

SECTION 6 – Quorum

A quorum to conduct business at regular and special Intergroup meetings shall be, upon proper notification as provided for in these Bylaws, those registered Intergroup Representatives, Committee Chairs, Board of Directors, Delegates and Alternate Delegates present. A simple majority shall govern for voting purposes, except the approval of new expenditures, which shall require a two-thirds (2/3) majority vote.

ARTICLE X – COMMITTEES

SECTION 1 – Current Committees

- A. The following committees are authorized by DMI:

Convention	Public Information
Institutions	Retreat
Lifeline	Speakers Bureau
Literature	Tri-County Liaison

Newsletter	Twelve Step Within
Outreach	Website
Phone Hotline	Workshop

- B. New committees may be added by a majority vote of the Intergroup Representatives. Committees may be deleted if inactive for three (3) consecutive months. The DMI Chairperson or the majority of Intergroup Representatives may create any ad-hoc committee needed. Committees, including ad hoc committees, may meet in person, by email or by conference call.
- C. The Policy Manual will provide a current listing of active and inactive committees.

SECTION 2 – Election of the Committee Chairperson

- A. At designated meetings of the DMI, nominees shall be elected individually.
- B. The nomination of a qualified person to be a Committee Chairperson shall be made from the floor at the designated meeting by any Intergroup Representative or Officer.
- C. Elections shall be held bi-annually at the January and July monthly meetings which shall be specified for that purpose. A majority of the Intergroup Representatives may select alternate meetings or call special meetings for electing the Committee Chairperson to fill a vacancy.

SECTION 3 – Qualification of the Committee Chairpersons

To be eligible for election as a Committee Chairperson, a nominee must, at the time of his election unless otherwise specified elsewhere in these Bylaws:

- A. Have ninety (90) days current continuous abstinence and maintain that abstinence during the term of office. Exception to this guideline is the Chairperson of the Literature Committee. To be eligible to be nominated as the Literature Chairperson the nominee must have one (1) year current continuous abstinence and maintain that abstinence during the term of office.
- B. Be present at the election meeting and receive a majority vote of the Intergroup Representatives present.
- C. No one may be elected to a Committee Chairperson position if they are currently a member of the Board of Directors or if they are currently holding another Committee Chairperson position, unless they are willing to resign from said position.

SECTION 4 – Term of Office

- A. The Chairperson of any authorized committee of The Dallas Metroplex Intergroup shall serve a term of one year.

- B. Unless otherwise specified elsewhere in these Bylaws, no person shall serve more than two (2) consecutive terms as a Committee Chairperson; however, a member who at the expiration of the current term shall have completed less than two (2) full years of service shall be eligible for an additional one (1) year term.

SECTION 5 – Policy Manual

A policy manual for the performance of the committee, in accordance with instructions from the DMI Board of Directors, DMI, the Articles of Incorporation, these Bylaws, the Twelve Traditions of OA, and law, shall be published annually and distributed at DMI.

Each Committee Chairperson shall make policy recommendations to the Board Advisor for consideration by DMI.

Any changes voted on and passed by DMI shall be made to the Policy Manual within 30 days and posted on the DMI website by the Board Advisor.

SECTION 6 – Vacancy

- A. A vacancy of a Committee Chairperson position shall be filled for the unexpired term providing at least ten (10) days notice has been given to each DMI group in compliance with these Bylaws. Nominees shall be presented and voted upon at the next regular meeting of the DMI to fill existing vacancies.
- B. A Committee Chairperson may have his office declared vacant by a vote of the majority of Intergroup Representatives present at a regular monthly meeting for failing to execute his office in compliance with these Bylaws which includes but is not limited to missing two (2) consecutive meetings.

ARTICLE XI – WSO CONFERENCE AND REGIONAL DELEGATES

SECTION 1 – Composition

DMI shall elect the number of Delegates entitled to by World Service Office (WSO) for the term suggested by WSO to represent the Dallas Metroplex Intergroup at the World Service Business Conference and the Region III Business Assemblies.

SECTION 2 – Election of the WSO and Regional Delegates

- A. A delegate shall be elected annually at the designated DMI meeting.
- B. The nomination of a qualified person as a Delegate shall be made from the floor at the designated meeting by any Intergroup Representative or Officer.
- C. A majority of the Intergroup Representatives may select alternate meetings or call special meetings for the election of Delegates.

SECTION 3 – Qualification of the Delegates

- A. Delegates shall meet qualifications and requirements as outlined and defined in the Overeaters Anonymous Inc. Bylaws Subpart B, Article X, Section 3(c)1. Each delegate/alternate shall have at least one (1) year of current abstinence and at least two (2) years of service above the group level; any exception to these requirements must be requested in writing by the DMI Chairperson of the Board of Directors and approved by the World Service Office.
- B. Be present at the election meeting and receive a majority vote of the Intergroup Representatives present.

SECTION 4 – Term of Office

- A. Each Delegate shall serve for a period of a two-year (2-year) term.
- B. No person shall serve more than two (2) consecutive terms as Delegate; however, a delegate who at the expiration of the current term shall have completed less than two (2) full terms as a Delegate, shall be eligible for an additional two (2) year term.

SECTION 5 – Policy Manual

The Delegates as a whole shall prepare, promulgate, update, and submit all changes thereto, for approval by DMI, a policy manual for the performance of the duties of the Delegates in accordance with instructions from DMI, the Articles of Incorporation, these Bylaws, the Twelve Traditions of OA, and law.

SECTION 6 – Alternate Delegates

- A. Alternate Delegates shall be elected to fill the quota of a qualified Delegate who, for whatever reason, is unable to attend either the WSO Business Conference or a Region III Assembly.
- B. An Alternate Delegate shall meet the qualifications and requirements for Delegates as outlined and defined in the Overeaters Anonymous Inc. Bylaws Subpart B, Article X, Section 3(c)1 in order to travel as a Delegate to the World Service Conference.
- C. The term of office for an Alternate Delegate is for one (1) year and can serve two (2) consecutive terms.

SECTION 7 – Vacancy

- A. Any vacancy of the Delegates or Alternate Delegates shall be filled for the unexpired term providing at least (10) days notice has been given to each DMI group in compliance with

these Bylaws. Nominees shall be presented and voted upon at the next regular meeting of the DMI to fill existing vacancies.

- B A Delegate or Alternate Delegate may have his position declared vacant by a vote of the majority of Intergroup Representatives present at a regular monthly meeting for failing to execute his office in compliance with these Bylaws, which includes, but is not limited to, missing two (2) consecutive meetings.

SECTION 8 – Special Provisions

The Delegates or Alternate Delegates who attend the World Service Business Conference or a Regional Assembly will prepare and present to the DMI a written report of the conference/assembly, within sixty (60) days after the event.

ARTICLE XII – FINANCES

SECTION 1 – Financial Reporting

- A. Full and complete disclosure of all Overeaters Anonymous (OA) Dallas Metroplex Intergroup, Inc., official financial matters is a prime guide and objective for all accounting procedures and financial statements.
- B. The Treasurer shall prepare a monthly written report of the monies and make that report available at the DMI meeting, along with the bank statement.
- C. Any member of Overeaters Anonymous Dallas Metroplex Intergroup is entitled to examine the accounting records of DMI, and any question concerning finances of the DMI is completely proper and is to be answered promptly. Requests to examine the accounting records shall be directed to the Treasurer with a copy of that request to the Chairperson.
- D. Accounting procedures shall be geared to periodic reporting and financial controls shall be established for credibility of the financial statements.
- E. Statements shall be clear and easy to understand to prevent confusion and misinterpretations.
- F. At the end of each one-year term of the Treasurer, there shall be an independent overview of the accounting records, performed by one or more OA volunteers.

SECTION 2 – Structural Integrity

The Overeaters Anonymous (OA) Dallas Metroplex Intergroup Inc., financial structure shall be one based on maintaining a prudent reserve of the monies kept in the General Fund. The amount of reserve shall be at least a minimum of one (1) time above the amount needed for one (1) month of operating expenses.

ARTICLE XIII – CORPORATE ASSETS

No Intergroup Representative, Committee Chairperson, or member of any local group which is a member of Overeaters Anonymous, and no member of the Board of Directors, officer, employee, member of a committee, or person connected with the Corporation, or any other private individual shall receive at any time any earnings or pecuniary profit from the operations of the Corporation. It is provided that this shall not prevent reimbursements for pre-approved direct expenses to any such persons or payment to any other persons of reasonable compensation for services rendered to, or for, the Corporation in effecting any of its purposes as shall be fixed by the Board of Directors. No such person or persons shall be entitled to share in the distribution of any of the assets upon the dissolution of the Corporation. All Intergroup members of Overeaters Anonymous shall be deemed to have expressly consented and agreed that, upon such dissolution or winding up of the affairs of the Corporation, whether voluntary or involuntary, the assets of the Corporation then remaining in the hands of the Board of Directors, after all debt have been paid shall be delivered and paid over, in such amounts as the Board of Directors may determine or as may be determined by a court of competent jurisdiction upon application of the Board of Directors, 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 and its regulations as they now exist or they may hereafter be amended.

ARTICLE XIV – BYLAWS AMENDMENTS

These Bylaws may be amended as follows:

- A. Except in regard to Article I and Article II of these Bylaws, amendments to these Bylaws may be proposed by any member of DMI and submitted in writing to the Chairperson of the Board of Directors at least ten (10) days before the regular Intergroup Meeting.
- B. The Chairperson of the Board of Directors shall cause a copy of the proposed amendments to be communicated to each Intergroup Representative whose name appears in the office of the Secretary of the Corporation and to each registered group, at least ten (10) days prior to the regular Intergroup meeting.
- C. Except as otherwise specified in these Bylaws, proposed amendments may be adopted by a two-thirds (2/3) vote of the Intergroup Representatives present and voting as long as a Quorum is present.
- D. The Board Advisor shall make editorial changes which do not alter the meaning of any Bylaws to clarify the wording or bring the Bylaws and Articles of Incorporation into conformity. A written report of such editorial changes shall be given to the Intergroup Representatives at the next regular Intergroup meeting.
- E. Amendments to Article I (Twelve Steps) and Article II (Twelve Traditions) of these Bylaws may only be adopted in accordance with the OA, Inc. Bylaws, Subpart B, Article XIV, Section 1.

ARTICLE XV – DISSOLUTION

In order to deregister, DMI must submit a written request to the World Service Office, Region III Chair, and Region III Trustee.