

BYLAWS

OF

LAS VEGAS OVEREATERS
ANONYMOUS INTERGROUP

AMENDED January 9, 2021

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Articles

I. NAME

The name of the organization is: Las Vegas Overeaters Anonymous Intergroup (hereinafter called LVOAI).

II. PURPOSE

a) Section 1 – Purpose

The primary purpose of the LVOAI is to aid those with the problem of compulsive eating and/or compulsive food behaviors through the Twelve Steps of Overeaters Anonymous. LVOAI shall administer and coordinate activities of Overeaters Anonymous (OA) 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 Service of Overeaters Anonymous.
- B. Maintaining an Intergroup as a communication center of OA in this area. Specifically excluded from the objective of the LVOAI is the operation of any club, clubhouse, and/or the endorsement of any public or private project on overeating as outlined in Tradition Six.
- C. This Intergroup is in compliance with and qualifies as an exempt Organization under Section 501(c) (3) of the Internal Revenue Code of 1954 (or the corresponding section of any future United States Internal Revenue Law).
- D. Cooperating with and supporting as much as possible the OA WSO, WSBC, and Region III.

b) Section 2 – The Twelve Steps¹

The Twelve Steps are suggested for recovery in the Fellowship 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.

¹ Permission to use the Twelve Steps of Alcoholics Anonymous for adaptation granted by AA World Services, Inc.

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.

c) Section 3 – The Twelve Traditions²

The Las Vegas Overeaters Anonymous Intergroup is governed by the Twelve Traditions of Overeaters Anonymous as follows:

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.

² Permission to use the Twelve Traditions of Alcoholics Anonymous for adaptation granted by AA World Services, Inc.

10. Overeaters Anonymous has no opinion on outside issues; hence the OA name ought never to 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.

d) Section 4 – The Twelve Concepts³

The Las Vegas OA Intergroup recognizes the Twelve Concepts of OA Service as follows:

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;

³ Permission to use the Twelve Concepts of OA Service granted by OA World Services, Inc.

- (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.

III. MEMBERS

1. Overeaters Anonymous Groups - Those groups within the region that have formally registered with World Service Office and indicated their intention to belong to the Intergroup may be considered members. An OA group is defined as outlined in the OA, Inc. Bylaws, Subpart B, Article V, Section 1, including but not limited to:
 - A. As a group, they meet together to practice the Twelve Steps and Twelve Traditions of OA.
 - B. All who have a desire to stop eating compulsively are welcome in the group.
 - C. No member is required to practice any actions in order to remain a member or to have a voice (share at a meeting).
 - D. As a group, they have no affiliation other than OA.
2. Membership of Las Vegas OA Intergroup (LVOAI) shall consist of two Intergroup Representative(s) (hereinafter called Representative[s]) or a group-delegated Alternate Representative from each member group which is registered with LVOAI and WSO and practices the Twelve Steps and abides by the Twelve Traditions of Overeaters Anonymous. All LVOAI Service Board Members, WSBC Delegates/Region III Representatives and all Committee Chairpersons are also included as members.
 - A. All meeting group Representatives, Service Board Members, Chairpersons, Delegates, and/or their alternates shall be actively working the OA 12-Step program of recovery and shall be attending OA meetings on a regular basis.
 - B. The position(s) of LVOAI WSBC Delegate and Region III Representative may be held by the same individual. (Said position[s] will hereinafter be called Delegate[s].)

IV. REPRESENTATIVES

1. Intergroup Representatives

The Representatives/Alternates shall be called Representatives and their meeting must be registered with the World Service Office.

2. Qualifications

It is suggested that each Representative have at least sixty 60 days of current recovery. Recovery is defined as refraining from compulsive eating or other compulsive food behaviors while working towards or maintaining a healthy body weight. Spiritual, emotional, and physical recovery is the result of living the Overeaters Anonymous Twelve-Step program.

3. Term of Office

Each Representative shall serve for a period designated by his/her group, always subject to recall by the group he/she represents.

V. SERVICE BOARD

1. Composition

The Service Board (Board) shall consist of the Chairperson, Vice Chairperson, Treasurer, Recording Secretary, Corresponding Secretary, Board Advisor, and Delegate(s).

2. Duties and Responsibilities

A. The members of the Board are expected to exercise a manner consistent with the spirit that permeates the fellowship of Overeaters Anonymous in accordance with the Twelve Traditions, the Twelve Concepts of Service, and in accordance with these Bylaws.

B. Subject to the limitations of these Bylaws, and to the action of the Representatives at an LVOAI meeting, the Service Board shall have the following powers:

- (1) To act as guardians of the Twelve Steps, Twelve Traditions, and Twelve Concepts of Service.
- (2) To conduct and oversee the affairs and business of the LVOAI in accordance with the Twelve Steps and Twelve Traditions, the Articles of Incorporation, these Bylaws or the action of the majority consensus taken at an LVOAI meeting.

3. Election of the Service Board

A. Elections shall be held annually at the June meeting, which shall be specified for that purpose.

B. The nomination of a qualified person to the Board shall be made from the floor at the designated meeting by any Representative or other OA member desiring to do so. To provide continuity, the Board Advisor should be, whenever possible, an immediate past member of the Service Board.

C. Delegates shall be elected based on the following:

- (1) The number shall correspond to the number eligible, and shall be designated as Delegate I, II, and so on, dependent on the number eligible.
- (2) An Alternate Delegate shall be elected for each Delegate elected, and shall also be designated as Alternate Delegate I, II, and so on.

4. Qualifications of the Service Board

To be eligible for election to membership on the Service Board, it is suggested that any person at the time of his/her nomination:

- A. Whenever possible, have at least one year of current recovery as defined in Article IV, Section 2.
- B. Be present or provide a written proxy at the election meeting and receive a majority vote of the voting members present.
- C. Delegate(s) and Alternate Delegates must have at least one year of current abstinence, have two years of service beyond the group level and meet any additional qualifications as outlined and defined in OA Bylaws, Subpart B, Article X, Section 3c for WSBC and in Bylaws of Region III of Overeaters Anonymous, Inc.

5. Term of Office

- A. Except For Delegates, all Board members shall be elected for a period of one year with term to begin July 1st.
- B. No Board Member shall serve more than two consecutive terms as an elected officer to a particular office.

However, an officer who, at the expiration of the current term, shall have completed less than a full term in a particular office shall be eligible for two additional terms.

After an officer has been out of a particular office for one year, he/she is eligible for re-election to that office. Thus, an officer may serve two years in a particular office, then not serve or serve in a different capacity for one year, then may

serve again in that particular office for two years, then not serve or serve in a different capacity for one year, etc.

- C. Delegate(s) shall be elected for a period of two years. Whenever the LVOAI is eligible for two or more Delegates, terms of office shall not run concurrently. This means that one delegate shall be elected each year, so that the terms of office overlap but are not the same.

6. Special Provisions

- A. In the event of a Service Board member's resignation, the Chair, at his/her discretion, may appoint a member to serve in the interim until a special election can be held.
- B. A vacancy on the Service Board shall be filled for the unexpired term by special election. A special election will be held at any Intergroup meeting upon a viable candidate submission.
- C. If a Board member fails to attend two consecutive meetings without prior notice or otherwise fails to execute the duties of his/her office as a member of the Board, that office may be declared vacant by a majority vote of the Board.

7. Resignations

Any officer may resign at any time for any reason by giving the Chairperson or LVOAI written notice of the resignation.

VI. DUTIES OF SERVICE BOARD

1. The Chairperson shall perform but not be limited to the following duties:

- A. Preside over all Intergroup Meetings and Service Board Meetings.
- B. Be one of the authorized signers on all LVOAI bank accounts, except when a check is addressed to the Chairperson.
- C. At Intergroup Meetings, the Chairperson shall cast a vote, only to be counted in the event of a tie, or in other circumstances as authorized by the current edition of *Robert's Rules of Order*.
- D. Prepare the agenda for Intergroup Meetings and Service Board Meetings.
- E. Call special meetings of the Service Board.
- F. The Chairperson shall be responsible to maintain the corporate book for LVOAI. This book shall contain the original signed bylaws, a copy of the current policy manual, the articles of incorporation, the monthly minutes of LVOAI, monthly treasurer's report, current meeting list, and any other documentation pertinent to LVOAI.

2. The Vice Chairperson shall perform but not be limited to the following duties:

- A. Fulfill the duties of the Chairperson in the Chairperson's absence.

- B. Assist the Chairperson in the performance of the Chairperson's duties when requested to do so by the Chairperson.
 - C. Be one of the authorized signers on the LVOAI checking account, except when the check is addressed to the Vice Chairperson.
 - D. Be an ex-officio member of all committees.
3. The Board Advisor shall perform but not be limited to the following duties:
- A. Become familiar with these Bylaws, the Articles of Incorporation and the Twelve Traditions.
 - B. Advise the Service Board so that it may ensure diligent adherence to these Bylaws, the Articles of Incorporation and the Twelve Traditions in any motion, procedure or action of the LVOAI or the LVOAI Service Board.
 - C. Every two years, review the Bylaws for possible updates. Then have the document revised, obtain approval of LVOAI membership, and submit to WSO.
4. The Recording Secretary shall perform but not be limited to the following duties:
- A. Record minutes of each Intergroup and Board Meeting.
 - B. Provide copies of said minutes to each Board Member, Group Representative or Group Secretary, and any other persons as requested. Method of distribution may be either electronically or as requested by Board member and Representatives. Provide an electronic copy to the Corresponding Secretary.
 - C. Bring hardcopies of last meeting minutes to Intergroup.
 - D. Provide a sign-in sheet (roll call) for all persons present at each Intergroup and/or Board Meeting.
 - E. Keep all records and perform all duties generally attributed to that office.
5. The Corresponding Secretary shall perform but not be limited to the following duties:
- A. Keep a current registration with WSO of the LVOAI Service Board members and their addresses.
 - B. Keep a key to the Post Office Box of the LVOAI and see that all mail is picked up and distributed as appropriate.
 - C. Maintain a distribution list for email correspondence.

- D. Send an electronic copy of minutes, reports, and other suitable correspondence to recipients on the email distribution list.
 - E. Conduct all correspondence for the LVOAI and present appropriate correspondence at LVOAI meetings.
 - F. Keep all records and perform all duties generally attributed to that office.
6. The Treasurer shall perform but not be limited to the following duties:
- A. Comply with all requirements to maintain LVOAI's nonprofit 501(c)3 status by filing reports as required by the IRS.
 - B. Have custody of all funds and securities belonging to the LVOAI and shall deposit the same in the name of the LVOAI in such bank as the LVOAI may choose.
 - C. Be one of the authorized signers on all LVOAI bank accounts, except when a check is addressed to the Treasurer.
 - D. Shall keep accurate accounts of the payment of money and accounts of any other financial records of the LVOAI. The fiscal year for LVOAI is July 1 – June 30.
 - E. Present financial statements of all financial transactions, including a detailed itemized account of all disbursements, at each Intergroup Meeting.
 - F. Obtain an audit following annual or special elections and as often as deemed necessary by LVOAI.
 - G. Upon request by any Intergroup Representative, Committee, or Service Board member, provide a Budget/Expenditure Form. This form should be approved by LVOAI membership before any expenditure in excess of \$500.
7. Delegate(s) and Alternate(s) shall perform but not be limited to the following duties:
- A. The Delegate(s) and Alternate Delegate(s) must meet the qualifications as given in OA, Inc. Bylaws, Subpart B, Article X, Section 3c.
 - B. Attend the Region III assemblies and World Service Business Conference. Alternate(s) shall substitute for Delegate(s) unable to attend.
 - C. Serve on a committee of his/her choice at Region III and World Service Business Conference and perform service throughout the year as required for that particular committee.

- D. Shall be eligible for nomination regardless of any other position he/she may hold.
- E. Shall be eligible for funding to World Service Business Conference and Region III Assemblies by the LVOAI up to the financial ability for such funding, as approved by the LVOAI.

Delegate(s) or his/her alternates may be self-funded with the approval of the LVOAI.

F. Vacancies

- (1) In the event of a vacancy of a Delegate, Alternate I shall assume the responsibilities of the vacant position, Alternate II shall assume the responsibilities of Alternate I, and a new Alternate II shall be elected.
- (2) In the event that any currently sitting Delegate or Alternate is unable to attend, any member meeting the qualifications is eligible to fulfill the duties of a Delegate for one Assembly or WSBC, upon approval of LVOAI.

G. A written or electronic report from each Delegate shall be made within 60 days for each Assembly and Conference attended. This shall also be sent to the Corresponding Secretary to distribution to membership.

- 8. Each outgoing Service Board Member shall turn over all records and materials pertinent to his/her position within twenty days of the expiration of his/her term to the incoming Board Member. However, the Treasurer shall not turn over receipts and records until a final audit has been made. Each outgoing Board Member shall brief the new Board Member on the duties of his/her position.

VII. MEETINGS

1. Meetings

- A. A meeting of the Intergroup Representatives of the LVOAI shall be referred to within these Bylaws as an "Intergroup Meeting."
- B. The regular monthly Intergroup Meeting shall be held on such dates as the Service Board or a majority of the Representatives may choose, at such places or using such resources as may be designated by the Board or a majority of the Representatives.

2. Special Meetings

Special meetings for any purpose or purposes may be called at any time by the Chairperson of the Service Board or a majority of the Service Board. A ten day notice shall be given of the day, time, place and exact purpose of said special meeting. Notices shall be sent electronically or by Federal mail to Representatives or Secretary of each group, Board Members and Standing Committee Chairs.

3. Agenda

A. The Chairperson shall provide the agenda for the monthly meetings.

B. New business items may be given to the Chair in time to be placed on the agenda prior to the monthly meeting or shall be presented at the time of "call for new business items" during the Intergroup Meeting.

4. Quorum

A quorum to conduct business at regular and special meetings shall be no less than seven Representatives and/or other voting LVOAI members. A simple majority of those voting members present shall govern for voting purposes.

VIII. VOTING RIGHTS

The voting members of the LVOAI shall be comprised of:

1. Representatives

Each Representative may cast one vote for the member group that he/she represents during the Intergroup meetings of the LVOAI.

2. Alternate Representatives

Each Alternate Representative may cast one vote for the member group that he/she represents, provided the Representative is not in attendance at the meeting at which the vote is taken.

3. Service Board

Each member of the Service Board, excluding the Board Chairperson, shall be entitled to one vote. The Chairperson's vote shall only be counted in the case of a tie vote, or as allowed under *Robert's Rules of Order*. However, the Chairperson is entitled to vote during elections of new Board members/Committee Chairs.

4. Delegate(s)

Each Delegate shall be entitled to one vote.

5. Each Standing Committee Chairperson shall be entitled to one vote.

6. One Vote Rule

No member is allowed more than one vote even though he/she may hold more than one position.

7. Voting Methods

Votes may be taken by voice, show of hands, ballot, or as called for by the presiding Chairperson or as agreed by the voting members present.

IX. COMMITTEES

1. Composition

- A. Standing Committees shall consist of Voice Mail, Literature, Newsletter, Public Information and Professional Outreach (PIPO), Ways and Means, 12th Step Within, Meeting List, and Web Manager.
- B. Ad Hoc Committees may consist of, but not be limited to Bylaws, Retreat, and/or other special events.
- C. The LVOAI shall appoint such other committees as are deemed necessary for the welfare and operation of the LVOAI.
- D. The Service Board Vice Chairperson shall be an ex-officio member of all committees.
- E. Any member of an OA group registered with the LVOAI shall be eligible to serve on any committee of his/her choice.

2. Duties and Responsibilities

- A. The members of all committees are expected to exercise a manner consistent with the spirit that permeates the fellowship of Overeaters Anonymous in accordance with the Twelve Steps, Twelve Traditions, Twelve Concepts of Service, and in accordance with these Bylaws.
- B. Subject to the limitations of these Bylaws, and to the action of the Representatives at an LVOAI meeting, the Committee Chairpersons shall have the following powers:
 - (1) To act as guardians of the Twelve Steps, Twelve Traditions, and Twelve Concepts of Service.

- (2) To conduct and oversee the affairs and business of their respective committees in accordance with the Twelve Steps, Twelve Traditions, Twelve Concepts of Service, the Articles of Incorporation, these Bylaws, or the action of the majority consensus taken at an LVOAI meeting.

3. Election of the Committee Chairpersons

- A. Election of standing Committee Chairpersons shall be held annually at the June election meeting.
- B. Ad Hoc Committee Chairpersons shall be elected on an as-needed basis by a majority vote taken at any LVOAI meeting.
- C. The nomination of a qualified person as a Committee Chairperson shall be made from the floor or by proxy at the designated meeting by any Representative or other OA member desiring to do so.
- D. The term of office for the Standing Committee Chairperson(s)-elect shall begin July 1.

4. Qualifications of the Committee Chairpersons

To be eligible for election as a Committee Chairperson, any individual must at the time of his/her nomination:

- A. Whenever possible, have at least sixty days of current recovery as defined in Article IV, Section 2.
- B. Be present or provide a written proxy at the election meeting and receive a majority vote of the voting members present.

5. Term of Office

- A. All Standing Committee Chairpersons shall be elected for a period of one (1) year.
- B. The term of office for an Ad hoc Committee Chairperson shall begin immediately following the election of that Chairperson and shall end upon the dissolution of the Ad hoc Committee.
- C. No Committee Chair shall serve more than two consecutive terms as an elected Chair to a particular Committee; however, a Committee Chair who, at the expiration of the current term, shall have completed less than a full term in a particular capacity shall be eligible for two additional terms. After a Committee Chair has been out of a particular office for one full term, he/she is eligible for re-election to that capacity. Thus, a Committee Chair may serve two years in a

particular office, then not serve or serve in a different capacity for one year, then may serve again in that particular capacity for two years, then not serve or serve in a different capacity for one year, etc.

6. Special Provisions

- A. In the event of the resignation of the Chair of a Standing Committee, the LVOAI Chair, at his/her discretion, may appoint a member to serve in the interim until a special election can be held.
- B. A vacancy of any Standing Committee Chair shall be filled for the unexpired term by special election. A special election will be held at any Intergroup meeting upon submission of a viable candidate.
- C. If a Committee Chair fails to attend two consecutive meetings without prior notice or otherwise fails to execute the duties of his/her chair, that office may be declared vacant by a majority vote taken at an LVOAI meeting.
- D. Resignations

Any Committee Chair may resign at any time for any reason by giving the LVOAI written notice of the resignation.

X. FINANCIAL STRUCTURE

- 1. The activities of the LVOAI shall be financed primarily by contributions of its member groups.
 - A. Secondary sources of income to LVOAI may be from such occasional projects or activities as may be authorized by the LVOAI.
 - B. The LVOAI may accept donations from OA members conforming with the general practice of OA.
 - C. The acceptance of any donation or bequest from any outside source is prohibited.
- 2. LVOAI shall maintain a General Fund bank account.
 - A. The General Fund shall be maintained as a checking account to handle on-going routine deposits and expenses as authorized by the LVOAI. Said General Fund should at all times maintain a prudent reserve to cover anticipated expenses.
 - B. "Delegate's Fund" reserve as authorized by the LVOAI shall be maintained as a special line item under the General Fund to ensure that money is available to

send the LVOAI Delegate(s) to World Service Conference(s) and Region III Assemblies.

- C. The prudent reserve and Delegate's Fund shall be maintained as authorized by LVOAI.

XI. FINANCES

1. Procedure

- A. Full and complete disclosure of all LVOAI official financial matters is a prime guide and objective for all accounting procedures and financial statements, as prepared by the Treasurer.
- B. Any Representative or member of the Board is entitled to examine the accounting records of the LVOAI, and any question concerning the finances of the LVOAI is completely proper and shall be answered promptly.
- C. Statements shall be clear and easy to understand to prevent confusion and misinterpretations.

XII. RESIDENT AGENT

Our Articles of Incorporation and the State of Nevada require that one member be designated a Resident Agent. Due to the cost to change the Resident Agent, said Agent will not be changed as long as he/she remains a State of Nevada resident, an active member of Las Vegas OA, and preferably LVOAI, and does not change his/her address. Should the Resident need to be replaced, this Agent will be appointed by the Chair with the approval of LVOAI.

The Resident Agent is not a member of the Board and is not eligible to vote at Intergroup meetings, unless the Resident Agent also holds another position that entitles him or her to vote.

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 Service Board, employee, member of any committee, 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. This provision shall not prevent payment to any such persons of reasonable compensation for services rendered to, or for the Corporation in effecting any of its purposes as shall be fixed by the Service Board. 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 Representatives and all members of local groups which are members of

Overeaters Anonymous shall be deemed to have expressly consented and agreed that, upon the winding up and dissolution of the Las Vegas Overeaters Anonymous Intergroup, the Service Board shall, after paying or making provision for payment of all the liabilities of the corporation, dispose of all the assets of the organization, exclusively for the purposes of the corporation in such manner, to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue code of 1954 or the corresponding provision of any future United States Internal Revenue Laws as the Service Board shall determine. No part of the net earnings of this corporation shall ever inure to or for the benefit of, or be distributable to its members, Service Board, committee chairperson, or other private persons, except that the corporation shall be empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the exempt purposes for which it was formed. This Corporation shall not be carried on for profit and shall not have capital stock.

XIV. PARLIAMENTARY AUTHORITY

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern this Intergroup in all cases to which they are applicable and in which they are not in conflict with the Articles of Incorporation, these Bylaws, the Twelve Traditions, law, or any special rules of order that the LVOAI may adopt. Furthermore, the Intergroup's Bylaws must conform to OA, Inc. Bylaws.

XV. BYLAW AMENDMENTS

Amendments to the Twelve Steps, Twelve Traditions and Twelve Concepts (Sections 2, 3 and 4) may only be amended as per OA, Inc. Bylaws, Subpart B, Article XIV Section 1.

These Bylaws may be amended as follows:

- A. Amendments to these Bylaws may be proposed by any Intergroup Representative and submitted to the Chairperson of the Service Board electronically dated or postmarked at least twenty days before the regular Intergroup Meeting. The Service Board may also submit amendments to the Bylaws.
- B. The Chairperson of the Service Board shall see that a copy of the proposed amendments be communicated to each Intergroup Representative or Group Secretary of each registered group, at least ten days prior to the regular Intergroup meeting.
- C. Except as otherwise specified in these Bylaws, proposed amendments shall be adopted by a two-thirds (2/3) vote of the Intergroup Representatives present and voting, as long as a quorum is present.