

**BYLAWS of the CENTRAL NEW MEXICO INTERGROUP
OF OVEREATERS ANONYMOUS**
Draft for consideration Sept 13, 2025

ARTICLE I - NAME

The name of this organization shall be the Central New Mexico Intergroup of Overeaters Anonymous, also known as the CNMI.

ARTICLE II - PURPOSE

The primary purpose of this intergroup (CNMI) is to carry the Overeaters Anonymous, Inc. (referred to hereafter as OA) message of recovery through service to member groups and to foster the practice of the Twelve Steps, the Twelve Traditions, and the Twelve Concepts as stated in OA Bylaws, Subpart B, Article I, II and III.

This intergroup is in compliance with and organized exclusively for charitable and educational purposes, including for such purposes as making distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

A. The Twelve Steps of OA are:

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

B. The Twelve Traditions of OA are:

1. Our common welfare should come first; personal recovery depends upon OA unity.
2. For our group purpose there is but one ultimate authority - a loving God as He may express Himself in our group conscience. Our leaders are but trusted servants; they do not govern.
3. The only requirement for OA membership is a desire to stop eating compulsively.
4. Each group should be autonomous except in matters affecting other groups or OA as a whole.
5. Each group has but one primary purpose - to carry its message to the compulsive overeater who still suffers.

6. An OA group ought never endorse, finance or lend the 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.

C. The Twelve Concepts of OA Service are:

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

- d) all important decisions shall be reached by discussion, vote and whenever possible, by substantial unanimity;
- e) no service action shall ever be personally punitive or an incitement to public controversy; and
- f) no OA service committee or service board shall ever perform any acts of government, and each shall always remain democratic in thought and action.

ARTICLE III – MEMBERS

Section 1 Board Membership of CNMI.

- A. Each CNMI board member shall have a voice and one (1) vote in CNMI business
- B. The CNMI board shall comprise the following:
 - 1. The CNMI executive board (chair, vice chair, secretary, treasurer, World Service Business Conference [WSBC] delegate(s), region representative(s) [RRs]),
 - 2. Intergroup representatives (IRs) or their designated alternates,
 - 3. Committee chairs or their designated alternates.

Section 2 Group eligibility for membership in the CNMI:

- A. Groups within central New Mexico and surrounding areas that have formally registered with the World Service Office and indicated their intention to belong to the CNMI are considered members.
- B. Virtual groups that have formally registered with the World Service Office and indicated their intention to belong to the CNMI are considered members.
- C. No CNMI group may be registered with another intergroup.
- D. The CNMI 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.

Section 3 Suggested participation by groups in the CNMI:

- A. Send IRs to represent the group.
- B. Make financial contributions to the CNMI.
- C. Participate in CNMI activities and special events.

ARTICLE IV - THE CNMI EXECUTIVE BOARD

Section 1 Central New Mexico Intergroup Executive Board (CNMI-EB):

- A. The CNMI-EB shall consist of the following four (4) officers: chair, vice chair, secretary, and treasurer, and the appropriate number of World Service Business Conference delegate(s) and region representative(s).
- B. CNMI meetings shall be chaired by the chair of the board. In the event the chair is unable to attend any meeting, the vice chair will lead the meeting. In the event the vice chair is not available, another member of the executive board shall conduct the meeting.
- C. CNMI-EB members may hold only one service position within the intergroup except that those serving as WSBC delegate or RR may hold one additional board or committee chair position. EB members holding two service positions will have only one vote.
- D. For purposes of the annual nonprofit filing with the NM Secretary of State, executive board officers, as defined in item A, are also designated as “directors.”

- E. CNMI-EB members are authorized to discuss CNMI-related matters with state and federal agencies in connection with their designated responsibilities.
- F. Specific duties of CNMI-EB members are set forth in the CNMI Policy Manual.
- G. The CNMI-EB shall appoint nominating committee members as needed

Section 2 Nominations to the CNMI-EB:

- A. Notification of election of the CNMI-EB shall be made to all members of the CNMI. Nominations shall be opened two months prior to election and posted in the newsletter and announced at intergroup meetings.
- B. Individuals or groups may submit nominations to the CNMI prior to or at the time of elections.
- C. If a nominating committee is in place, it shall recruit qualified candidates for these positions.

Section 3 Qualifications for the CNMI-EB. To qualify for election to the CNMI-EB, an individual must:

- A. Be working the Twelve Steps, Twelve Traditions and Twelve Concepts of OA Service to the best of their ability.
- B. Have six (6) months of current abstinence. Each person shall be the sole judge of their abstinence and maintenance.
- C. Be a regular member and attendee of an active OA group of the CNMI.
- D. Be willing to serve.

The following exceptions to section 3B apply:

- 1) World Service Business Conference delegate(s) must comply with the abstinence and length of service and any other requirements specified in the OA Inc. Bylaws, Subpart B, Section 3c.
- 2) Region representative(s) must comply with the abstinence and length of service and any other requirements specified in the Region III Bylaws, Article V (C and D).

Section 4 Method of election:

- A. Elections shall be held at the annual meeting in October.
- B. Open positions shall be announced at the CNMI meeting and posted in the newsletter and on the website for the two months prior to the annual meeting.
- C. Nominees must be present at the annual meeting or other meeting at which the election will be held or have submitted a written acceptance of the nomination.
- D. In order to be elected to the CNMI-EB, a nominee must receive a majority (greater than half) of the votes cast by board members of the CNMI in attendance.
- E. Voting will be by ballot (electronic, written or poll).

Section 5 Term of office and holding multiple positions:

- A. CNMI-EB members are elected for two (2) year terms:
 - 1) Chair, secretary, one WSBC delegate, and one region representative shall be elected in even numbered years;
 - 2) Vice chair, treasurer, a second WSBC delegate, if applicable, and a second region representative, if applicable, shall be elected in odd numbered years.

B. CNMI-EB members may serve two (2) consecutive terms in the same position. A member may serve again in that same position after a leave of one (1) year from the position.

C. If a CNMI-EB member is elected between annual meetings, the following stipulations apply:

1) If the remaining term is 12 months or less, the member may hold that same position for two additional terms.

2) If the remaining term is more than 12 months, the member may hold that same position for one additional term.

D. CNMI-EB members serve for two (2) years commencing at the end of the annual meeting at which they are elected and ending at the conclusion of the second annual meeting after their election.

E. The following exceptions apply:

1) Unless completing an unexpired term, the treasurer's term of office will begin on the first day of the calendar year following the annual meeting at which the election takes place and will end on the last day of the second full calendar year.

2) If the fall Region Assembly takes place on or after the date of the annual meeting the incumbent region representative will continue to serve until the end of the fall Region Assembly, at which time the newly elected region representative will take office.

F. Holding multiple positions:

1) Once elected, a CNMI-EB member may not serve as an intergroup representative to the CNMI.

2). A CNMI-EB member may not serve as a committee chairperson, except as follows:

a) A WSBC delegate or region representative may hold one additional board or committee chair position, as provided in Article IV, section 1 C.

b) A CNMI-EB member may serve as chair of the nominating committee

c) A CNMI-EB member may serve as chair of a special or ad hoc committee, formed for a specific task or objective, and dissolved after the completion of the task or achievement of the objective.

ARTICLE V- THE CNMI BOARD AS A WHOLE

Section 1. Responsibilities of all CNMI board members:

A. Serve as guardians of the Twelve Steps, Twelve Traditions, and Twelve Concepts with Respect to the functions of the CNMI.

B. Perform the duties of their offices as set forth in the Service Opportunities, Job Descriptions section of the CNMI website.

C. Serve as guardian of the CNMI funds (i.e. review monthly treasurer's reports).

D. Oversee and be informed of all issues pertaining to CNMI affairs (e.g. peruse all reports)

E. Attend CNMI meetings on a regular basis.

Section 2: Vacancies and resignations:

- A. Any CNMI board member may resign at any time for any reason by giving written notice to the chair of the CNMI.
- B. Any CNMI board member may be removed from office for due cause by a two-thirds (2/3) vote of the CNMI members present at a special meeting announced for that purpose.

Section 3 Filling of vacancies:

- A. If a nominating committee is in place, it shall reconvene and present a slate to the CNMI at the earliest possible time following the resignation or removal of a board member.
- B. Vacancies shall be filled by a majority vote at the second regular CNMI meeting following the vacancy or at a special meeting called for the specific purpose of filling the vacancy. Such persons chosen to fill said vacancies shall serve for the remainder of the term.
- C. A person nominated to fill any vacancy on the board shall meet the qualifications as defined in Article IV, Section 3 and shall be made aware of all responsibilities of that position as described in the CNMI Policy Manual.

ARTICLE VI - INTERGROUP REPRESENTATIVES (IRs)

- A. Each group is entitled to send one IR for the first ten (10) regular members and one for each additional ten (10) regular members of the group, or any fraction thereof (e.g if a group has 11 regular members, it is entitled to send two IRs to CNMI). Each group may designate an alternate representative as the need arises. IR elections will occur at the discretion of each group.
- B. IR terms of office, abstinence requirements, and election procedures for IRs shall be determined by each group according to group conscience. IRs are subject to recall by their group.
- C. The intergroup representative will not serve in another intergroup board position. If an intergroup representative is also the chair of the nominating committee or chair of an ad hoc committee they shall have only one vote.

ARTICLE VII – CNMI MEETINGS

Section 1 Regular meetings:

The CNMI shall meet monthly to conduct the business of the intergroup and to provide a forum for exchange of ideas and information between member groups.

Section 2 Annual meetings:

The CNMI shall hold an annual meeting in the month of October for the election of board members and committee chairs.

Section 3 Special meetings:

A special board meeting may be called by any board member with the agreement of two CNMI-EB members.

Section 4 Method of notification:

- A. All regular meetings shall be announced at the previous regular meeting, in the CNMI newsletter, and by IRs at the groups they represent.
- B. Special meetings shall be announced, when known, at the previous regular meeting or by electronic notification from the chair to all members of the CNMI at least seven (7) days prior to the meeting.

Section 5 Remote participation:

CNMI members may attend a CNMI meeting by Zoom, conference call or other virtual means.

Section 6 Quorum:

A quorum to conduct business at regular business meetings and special meetings shall consist of no fewer than ten (10) board members of the CNMI. Matters will be decided by a majority vote, except when in conflict with other provisions of these bylaws. If a quorum is lost during the course of a meeting, all decisions made prior to loss of the quorum will be considered valid.

Section 7 Visitors to CNMI meetings:

A member of the OA Fellowship who is visiting a CNMI meeting has a voice but no vote.

ARTICLE VIII – COMMITTEES

Section 1 The CNMI board may establish committees as are needed for the welfare and operation of the CNMI. Each committee is responsible to the CNMI board.

- A. Committees may include, but are not limited to, the following: Archives; Electronic Communications (ECC); Intergroup Representative Support; Newsletter; Nominating; Outreach; Public Information/Professional Outreach (PI/PO); Special Events; Twelfth Step Within; Website; and Young Adults. Other committees, either standing or ad hoc, may be established as deemed necessary by the CNMI.
- B. The process of establishing new committees or re-naming existing committees is specified in the Policy Manual

Section 2 Nominations of CNMI committee chairs:

- A. Notification of election of committee chairs shall be made to all members of the CNMI Board. Nominations shall be opened two months prior to election and posted in the newsletters and on the website, and announced at intergroup meetings.
- B. Individuals or groups may submit nominations to the CNMI prior to or at the time of elections.
- C. If a nominating committee is in place, it shall recruit qualified candidates for open committee chair positions.

Section 3 Qualifications for committee chair positions:

To qualify for election as a committee chair, an individual must:

- A. Be working the Twelve Steps, Twelve Traditions and Twelve Concepts of OA Service to the best of their ability.

- B. Have three (3) months of current abstinence. Each person shall be the sole judge of their abstinence and maintenance.
- C. Be a regular member and attendee of an active OA group of the CNMI.
- D. Be willing to serve.

Section 4 Method of election:

- A. Elections shall be held at the annual meeting in October.
- B. Open positions shall be announced at the CNMI meeting and posted in the newsletter and on the website two months prior to the annual meeting.
- C. Nominees must be present at the annual meeting or other meeting at which the election will be held or have submitted a written acceptance of the nomination.
- D. In order to be elected as a committee chair, a nominee must receive a majority of the votes cast by CNMI board members in attendance.
- E. Voting will be by ballot (Electronic, written or poll).

Section 5 Term of office and holding multiple positions:

- A. Committee chairs may serve two (2) consecutive two-year terms in the same position. A member may serve again in that same position after a leave of one (1) year from the position.
- B. If a committee chair is elected between annual meetings, the following stipulations apply:
 - 1) If the remaining term is 12 months or less, the member may hold that same position for two additional terms.
 - 2) If the remaining term is more than 12 months, the member may hold that same position for one additional term.
- C. Holding multiple positions:
 - 1) Once elected, a committee chair may not serve as an intergroup representative to the CNMI.
 - 2) A committee chair may not serve as chair of another committee, except as follows:
 - a) A committee chair may serve as chair of the nominating committee.
 - b) A committee chair may serve as chair of a special or ad hoc committee, formed for a specific task or objective, and dissolved after the completion of the task or achievement of the objective.
 - 3) A committee chair may serve as a WSBC delegate or RR
 - 4) Committee chairs holding more than one position have only one vote at CNMI meetings

Section 6 Vacancies and resignations:

- A. Any committee chair may resign at any time for any reason by giving written notice to the chair of the CNMI.
- B. Any committee chair may be removed from office for due cause by a two-thirds (2/3) vote of the CNMI members present at a special meeting announced for that purpose.

Section 7 Filling of vacancies:

- A. If a nominating committee is in place, it shall reconvene and present a slate to the CNMI at the earliest possible time following the resignation or removal of a committee chair.
- B. Vacancies shall be filled by a majority vote at the second regular meeting following the vacancy or at a special meeting called for the specific purpose of filling the vacancy. Such persons nominated to fill said vacancies shall serve until the next annual meeting.
- C. A person chosen to fill any committee chair vacancy shall meet the qualifications as defined in Article VII, Section 3 and shall be made aware of all responsibilities of their position as described in the CNMI Policy Manual.

Section 8 Ex-officio members:

- A. With the exception of the nominating committee, the immediate past committee chair is considered an ex-officio member of their respective committee with voting privileges.
- B. With the exception of the nominating committee, the CNMI chair is an ex-officio member of all committees with voting privileges.

Section 9 Committee termination:

Should a committee be terminated, a final report and accounting shall be filed with the CNMI and all materials shall be delivered to the CNMI secretary.

ARTICLE IX - CNMI FUNDS

Section 1 Sources of income:

- A. Voluntary contributions of the member groups shall be the primary source of income.
- B. Secondary sources of income may include:
 - 1. Proceeds from occasional projects or activities as are authorized by the CNMI according to Tradition Six;
 - 2. Funds received from the World Service Office or Region III.
 - 3. Donations from individual OA members, conforming with the general practice of OA.
- C. The maximum allowable annual donation to the CNMI by an individual OA member is limited to seven thousand five hundred dollars (\$7,500) per OA Inc. policy.
- D. The acceptance of bequests or donations from any outside source is prohibited.
- E. The CNMI shall not accept the responsibility for trusteeship over, or enter into the distribution or allocation of, funds set up outside of OA.

Section 2 Accumulation of income:

There shall be no accumulation of funds beyond current necessities and any special planned projects, with retention of a prudent reserve. Funds in excess will be donated to Region III and the World Service Office on a regular basis as directed by the CNMI.

Section 3 Accounts:

- A. General account: This is the primary checking account for the conduct of the business of the CNMI.
- B. Other permanent accounts: Other permanent accounts may be opened as needed for special activities which are ongoing in nature, such as management of funds for annual events.
- C. Temporary accounts: The CNMI may approve opening of additional checking accounts from time to time when special needs arise, such as hosting of a region convention.

Section 4 Budgeting process:

The ad hoc budget committee, consisting of the CNMI treasurer and at least two other CNMI board members, will meet during the fourth quarter of each year to prepare a budget proposal for the coming year. Procedures governing the budgeting process may be found in the CNMI Policy Manual.

Section 5 Employee Dishonesty Bond:

The CNMI will maintain an Employee Dishonesty Bond to cover the actions of the CNMI treasurer and any signer on any CNMI bank account.

ARTICLE X– INDEMNIFICATION

The Directors, officers and employees of this corporation shall not be liable, jointly or severally, for any obligation, indebtedness or charge against the corporation, and shall be indemnified to the full extent afforded by law pursuant to NMSA 1978, § 53-8-26.

ARTICLE XI - PARLIAMENTARY AUTHORITY

Section 1: The rules contained in the current edition of Robert's Rules of Order shall govern the CNMI in all cases to which they are applicable. Wherever Robert's Rules of Order conflicts with the CNMI bylaws, policies, or the Twelve Traditions of OA, the CNMI bylaws, policies, or the Twelve Traditions of OA will prevail.

Section 2: When there is a conflict between the Bylaws and the CNMI Policy Manual, the Bylaws will prevail.

ARTICLE XII - AMENDMENTS TO THESE BYLAWS

Section 1. Bylaw Amendment Process

These bylaws, with the exception of Article II, A, B, and C, may be amended at any time by a two-thirds (2/3) vote of the CNMI members present at any regular or special meeting of the CNMI, provided a copy of the proposed amendment(s) has been submitted in writing or sent electronically and received by each group affiliated with the CNMI at least fourteen (14) days prior to the meeting in which action is to be taken on the amendment(s). Amendments to the Twelve Steps, Twelve Traditions and Twelve Concepts may only be made as per OA, Inc. Bylaws, Subpart B, Article XIV.

Section 2. The bylaws shall be reviewed every five (5) years or as necessary.

Section 3: CNMI shall evaluate its bylaws upon receipt of notification from the World Service Office of amendments to OA, Inc. Bylaws adopted at the World Service Business Conference to ensure that the intergroup bylaws do not conflict with OA, Inc. Bylaws. CNMI bylaws shall be amended to be consistent with OA, Inc. Bylaws Subpart B. Such amendments do not require the approval process described above. Any updates shall be submitted to the World Service Office pursuant to OA, Inc. Bylaws, Subpart B, Article VI, Section 3b.

ARTICLE XIII – INTERNAL POLICY MATTERS

A CNMI Policy Manual will be maintained and reviewed annually, and updated as necessary.

ARTICLE XIV - MAJOR POLICY MATTERS

Matters which affect the CNMI and/or groups within its service area shall be referred to the board of the CNMI. Matters which relate to OA as a whole shall be referred to Region III and/or the OA Board of Trustees.

ARTICLE XV - DISSOLUTION

Section 1. Deregistration

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

Section 2 – Disbursement of Remaining Funds

When this intergroup ceases operation and all debts have been paid, all remaining funds shall be distributed to other Overeaters Anonymous service bodies or the World Service Office in accordance with Tradition Six.

Section 3 – US Non-Profit with 501c (3) Status

Upon the dissolution of this association, after paying or adequately providing for the debts and obligations of the association, the remaining assets shall be distributed to the World Service Office of Overeaters Anonymous, or to a non-profit fund, association, foundation, or corporation which is organized and operated exclusively for charitable, educational, or religious and/or scientific purposes, and which has established its tax exempt status under Section 501c (3) of the Internal Revenue Code. In accordance with Overeaters Anonymous Traditions, such non-profit fund, association, foundation, or corporation should be either the OA World Service Office or another OA service body.

No part of the net earnings of this association shall ever inure to be or be used for benefit of, or be distributed to its members, trustees, officers, or other private person, except that the association shall be empowered to pay reasonable compensation for services rendered and to make payment and distribution in furtherance of the expressed purpose for which it was formed.

Chair, Central New Mexico Intergroup	Date
--------------------------------------	------

Secretary, Central New Mexico Intergroup	Date
--	------