

**BY LAWS OF THE DALLAS -FORT WORTH
CEA-HOW INTERGROUP**

ARTICLE 1 – OFFICES

SECTION 1. PRINCIPAL OFFICE

The Intergroup, for the transaction of its business is located at:

CEA-HOW Dallas Intergroup
P.O. Box 542105
Dallas TX 75334

SECTION 2. CHANGE OF ADDRESS

The county of the Intergroup’s principal office can be changed only by amendment of these Bylaws and not otherwise. The Officers, may, however, change the principal office from one location to another within the named county by noting the changed address and effective date below, and such changes of address shall not be deemed an amendment of these Bylaws:

_____ Dated _____

_____ Dated _____

SECTION 3. OTHER OFFICES

The Intergroup may also have offices at such other places within or without the State of Texas where it is qualified to do business as its business may require and as the Intergroup may from time to time, designate.

ARTICLE 2 – PURPOSE

- a) The specific aim and primary purpose of Compulsive Eaters Anonymous-HOW is to assist those persons who acknowledge their problem of eating compulsively and to aid them in the process of recovery from that disease. The general purpose and intent is to promote public and personal health and to work with and provide charitable and cultural assistance to those with the problems of compulsive eating and food addiction.
- b) The specific aim and primary purpose of the Intergroup is to provide support and assistance to the groups, to communicate with the groups, to provide retail sales of CEA-HOW literature to individuals and groups within its locale, and to send representatives to Area Assemblies.

ARTICLE 3 – MEMBERS

SECTION 1. NO MEMBERS

The Intergroup makes no provision for members. Any action which would otherwise under law require approval by a majority of all members or approval by the members, shall only require the approval of the Intergroup.

ARTICLE 4 – INTERGROUP MEETING

SECTION 1. REPRESENTATIVES

Each registered group shall be entitled to send one voting representative to the Intergroup meeting. The voting representatives shall elect the Officers of the Intergroup at the Annual Election Meeting of the Intergroup. (See Article 5, Section 27)

SECTION 2. MEETING PLACE AND TIME

This Intergroup shall have Monthly Meetings on the Third Saturday of each month at 12:15 at the Center for Spiritual Development or at such time and place as otherwise noted.

SECTION 3. CONDUCT OF MEETINGS

- a) The monthly meetings of the Intergroup shall be presided over by the Chair of the Intergroup, or, in the Chair's absence, by the Vice Chair of the Intergroup, or in the Vice Chair's absence, by the Secretary of the Intergroup, or in his or her absence, by the Treasurer of the Intergroup or, in the absence of each of these persons, by a Chair chosen by a majority of the voting representatives of registered groups present at the meeting. The Secretary of the Intergroup shall act as secretary of the Monthly

Meetings of the Intergroup. If the Secretary is absent, the presiding officer shall appoint another person to act as Secretary of the Monthly Meeting.

- b) The Monthly Meeting shall be governed by the latest edition of *Robert's Rules of Order Newly Revised*, as such rules may be revised from time to time, insofar as such rules are not inconsistent with or in conflict with these Bylaws, or with provisions of law.
- c) The Monthly Meetings will be open to CEA-HOW participants who may observe but may not vote unless the Intergroup specifically invites voting. Meetings may be closed for reasons of confidentiality.

SECTION 4. QUORUM

A quorum shall consist of at least one representative.

SECTION 5. OTHER MEETINGS

The Intergroup may have other meetings upon 14 days advance notice to all registered groups.

ARTICLE 5 – DFW INTERGROUP OFFICERS

SECTION 1. NUMBER

The Intergroup shall have 4 Officers and collectively they shall be known as the Officers of the Intergroup. The number of Officers may be changed by amendment of these Bylaws.

SECTION 2. CHARGE

The purpose of the Officers of the Intergroup of Compulsive Eaters Anonymous-HOW, is to provide educational outreach, literature distribution, and local group formation and support consistent with the Twelve Steps, Traditions, Concepts of Service, CEA-HOW Concept and Seven Tools, which constitute the recovery program upon which the Fellowship of CEA-HOW is founded.

SECTION 3. COMPOSITION

The Intergroup Officers shall consist of 4 officers.

SECTION 4. POWERS

Subject to the provisions of the law and any limitations in the Bylaws relating to action required or permitted to be taken or approved by the members, if any, of this Intergroup,

the activities and affairs of this Intergroup shall be conducted and all powers shall be exercised by or under the direction of the Officers.

SECTION 5. DUTIES AND RESPONSIBILITIES

- a) Each officer shall serve and represent CEA-HOW as a whole. The Officers of the Intergroup are expected to exercise the powers vested in them in a manner consistent with the faith that permeates and guides the Fellowship of CEA-HOW, inspired by the Twelve Steps of CEA-HOW, in accordance with the Twelve Traditions, Twelve Concepts of Service and the Bylaws.
- b) Subject to the limitations of these Bylaws, all powers exercised by the Intergroup shall be controlled by the Officers. Without prejudice to such general powers but subject to the same limitations, it is hereby expressly declared that the Officers shall have the following powers:
 1. To act as the local guardians of the Twelve Steps, Twelve Traditions, Twelve Concepts of Service, the CEA-HOW Concept and Seven Tools, insuring that they are not altered in any way, except as specified in Article 11 of these Bylaws.
 2. To conduct, manage, and control the affairs and business of the Intergroup and to make such rules and regulations not inconsistent with law or these Bylaws.
 3. To manage in such a manner as they deem best all funds and real or personal property received and acquired by the Intergroup and to distribute, loan, or dispense with the same and the income.
 4. To call to the attention of any Individual or Group any violation of the Twelve Traditions, which, it believes the Individual or Group has made and to implement appropriate policies, if any, intended to deal with such violations.
 5. To provide for the retail distribution of CEA-HOW publications and translations.
 6. To furnish counsel and guidance to the member Groups.
 7. To support education and attraction efforts of CEA-HOW.
 8. To provide forums for the interchange of ideas and information among Groups and CEA-HOW service bodies.
 9. To be instrumental in carrying the CEA-HOW message of recovery to compulsive eaters.

10. To prepare an annual report and to make it available to member groups and the CEA-HOW General Service Office.

SECTION 6. FINANCE COMMITTEE

The Finance Committee shall review finances and report to the Intergroup Officers.

SECTION 7. OTHER COMMITTEES

The Intergroup may, by resolution adopted by a majority of the Officers then in office, provided that a quorum is present, create one or more committees, each of which shall be chaired by an officer or other member of the Intergroup, to serve at the pleasure of the Intergroup. Chairs of such committees shall be appointed by the Chair of the Intergroup, The Chair, Vice Chair and Treasurer shall be *ex officio* members of all such committees, entitled to voice and vote. Such other committees may consist of persons who are not also Officers of the Intergroup. Such committees shall not exercise the authority of the Intergroup.

SECTION 8. MEETINGS AND ACTION OF COMMITTEES

Meetings and action of committees shall be governed by, noticed, held and taken in accordance with the provisions of these Bylaws concerning meetings of the Intergroup, with such changes in the context of such Bylaws provisions as are necessary to substitute the committee and its members for the Intergroup and its members, except that the time for regular meetings of committees may be fixed by resolution of the Intergroup or by the committee. The time for special meetings of committees may also be fixed by the Intergroup. The Intergroup may also adopt rules and regulations pertaining to the conduct of meetings of committees to the extent that such rules and regulations are not inconsistent with the provisions of these Bylaws.

SECTION 9. TERM OF OFFICE

Officers shall be elected at the annual election meeting of the Intergroup for a period of 2 years. Officers may be elected at any time in order to fill the remaining term created by a vacancy except as specified in Section 28. Officers shall serve no more than 2 consecutive terms in the same office. No person shall serve in the same office for more than 4 consecutive years.

SECTION 10. COMPENSATION

Officers shall serve without compensation. They may, however, be allowed reasonable advancement or reimbursement of expenses incurred in the performance of their regular duties as specified in Section 5 of this Article. Officers may not be compensated for rendering services to the Intergroup.

SECTION 11. CHAIR OF THE INTERGROUP

The Members of the Intergroup shall elect a Chairman of the Intergroup at the Annual Election Meeting that occurs on even numbered years of the Intergroup. The Chairman shall preside over meetings of the Intergroup, shall set the agenda of meetings of the Intergroup, and may call special meetings of the Intergroup. No one may serve as Chairman for more than two consecutive terms.

SECTION 12. VICE CHAIR OF THE INTERGROUP

Members of the Intergroup shall elect a Vice Chair of the Intergroup at the Annual Election Meeting that occurs on odd numbered years of the Intergroup. The Vice Chair of the Intergroup shall preside over meetings of the Intergroup in the absence of the Chair, shall set the agenda of meetings of the Intergroup in the absence of the Chair, and may call special meetings of the Intergroup. No one may serve as Vice Chair of the Intergroup for more than 2 consecutive terms.

SECTION 13. SECRETARY OF THE INTERGROUP

The Members of the Intergroup shall elect a Secretary of the Intergroup at the Annual Election Meeting that occurs on even numbered years of the Intergroup. The Secretary shall keep minutes of meetings of the Intergroup, shall send notices of special meetings of the Intergroup and shall resolve questions of parliamentary procedure in the absence of a parliamentarian. The Secretary of Intergroup shall serve for one year. No one may serve as Secretary of the Intergroup for more than two consecutive terms.

SECTION 14. TREASURER OF THE INTERGROUP

The members of the Intergroup shall elect a Treasurer that occurs on odd numbered years of the Intergroup at the Annual election Meeting of the Intergroup. The Treasurer of the Intergroup shall have custody of all funds of the Intergroup, maintain an adequate accounting of the Intergroup's receipts, disbursements and business transactions, prepare monthly financial statements, and present an account of the financial condition of the Intergroup at its monthly meetings. The Treasurer of the Intergroup shall serve for no more than two consecutive terms.

SECTION 15. QUALIFICATIONS

Qualifications for the Chair of the Intergroup and the Treasurer of the Intergroup shall be 12 months of continuous recovery in CEA-HOW as evidenced by 12 months continuous abstinence. Qualifications of the Vice Chair of the Intergroup and Secretary of the Intergroup shall be 12 months continuous recovery in CEA-HOW as evidenced by 12 months continuous abstinence. Officers should visibly reflect the ideals of CEA-HOW in order to serve as a role model to others. Officer nominees must also have given away a Fourth Step Inventory, must share an active relationship with their sponsor, declared themselves as practicing the Twelve Steps, CEA-HOW Concept and Seven Tools to the

best of their ability and as committed to the Twelve Traditions and Concepts of Service of CEA-HOW, to be affirmed, upon election, by signing a statement agreeing to make a commitment of adherence to the Twelve Steps, Twelve Traditions, Twelve Concepts of Service, CEA-HOW Concept, Seven Tools and continual recovery, including abstinence and that he or she agrees to comply with and be bound by all the terms and provisions of the prevailing Bylaws of this Intergroup.

SECTION 16. RESIGNATION AND REMOVAL OF OFFICERS

- a) Any Officer may resign effective upon giving written notice to the Chair or the Secretary of the Intergroup, unless the notice specifies a later time for effectiveness of such resignation, in which case such resignation shall be effective at the time specified. Unless such resignation specifies otherwise, its acceptance by the Intergroup shall not be necessary to make it effective. Any officer who advises the Intergroup that he has returned to compulsive overeating will be deemed to have resigned as of the time of receipt of such notice by the Intergroup. If an officer shall fail to attend two meetings of the Intergroup without prior notification to any officer without good cause, hers/his office may be declared vacant by a vote of a majority of all Officers and she/he may be removed by a two-thirds (2/3) majority vote of the Officers and Representatives present and voting at a meeting.
- b) Any officer may be removed by a two-thirds (2/3) majority vote of the Intergroup for just cause.
- c) Any officer may be removed by a two-thirds (2/3) majority vote of the Representatives present and voting at a meeting, for just cause.

SECTION 17. PLACE OF MEETINGS

Meetings shall be held at the Center for Spiritual Development unless otherwise provided by the Intergroup or at such place, which has been designated from time to time by resolution of the Intergroup. In the absence of such designation, any meeting not held at the Center for Spiritual Development, shall be valid only if held on the oral or written consent of all Officers, given either before or after the meeting and filed with the Secretary of the Intergroup or after all Officers have been given written notice of the meeting, as hereinafter provided for special meetings of the Intergroup. Any meeting, regular or special, may be held by conference telephone or similar communications equipment, so as long as all Officers participating in such meeting can hear one another.

SECTION 18. REGULAR AND ANNUAL MEETINGS

The annual election meeting of the DFW CEA-HOW Intergroup shall be on the 3rd Saturday in March at 12:30 p.m., at the Center for Spiritual Development.

SECTION 19. SPECIAL MEETINGS

Special meetings of the Intergroup may be called by the Chair of the Intergroup, the Vice Chair, or by any two Intergroup Representatives, and such meetings shall be held at the place designated by the person or persons calling the meeting, and in the absence of such designation, at the Center for Spiritual Development.

SECTION 20. NOTICE OF MEETINGS

Regular meetings of the Intergroup may be held without notice. Special meetings of the Intergroup shall be held upon four (4) days' notice by first class mail or forty-eight (48) hours' notice delivered personally or by telephone or postmarked date. Such notices shall be addressed to each officer at his or her address as shown on the books of the Intergroup. Notice of the time and place of holding an adjourned meeting need not be given to absent Officers, if the time and place of the adjourned meeting are fixed at the meeting adjourned and if such adjourned meeting is held no more than twenty-four (24) hours from the time of the original meeting. Notice shall be given of any adjourned regular or special meeting to Officers absent from the original meeting if the adjourned meeting is held more than twenty-four (24) hours from the time of the original meeting.

SECTION 21. CONTENTS OF NOTICE

Notice of meetings not herein dispensed with shall specify the place, day and hour of the meeting. The purpose of any Intergroup meeting need not be specified in the notice.

SECTION 22. WAIVER OF NOTICE AND CONSENT TO HOLD MEETINGS

The transactions of any meeting of the Intergroup, however called and noticed or wherever held, are as valid as though the meeting had been duly held after proper call and notice, provided a quorum, as hereinafter defined, is present.

SECTION 23. QUORUM FOR MEETINGS

- a) A quorum shall consist of two Officers.
- b) Except as otherwise provided in the Bylaws of the Intergroup, or by law, no business shall be considered by the Intergroup at any meeting at which a quorum, as hereinafter defined, is not present, and the only motion which the Chair shall entertain at such meeting is a motion to adjourn. However, a majority of the Officers present at such meeting may adjourn from time to time until the time fixed for the next regular meeting of the Intergroup.

SECTION 24. PROXY VOTING

Officers entitled to vote shall have the right to vote either in person or by a written proxy executed by such person or by his or her duly authorized agent and filed with the Secretary of the Intergroup. The proxy shall also provide that when the person solicited specifies a choice with respect to any such matter, the vote shall be cast in accordance therewith.

SECTION 25. MEETINGS

- a) Meetings of the Intergroup shall be presided over by the Chair of the Intergroup, or in the Chair's absence, by the Vice Chair of the Intergroup, or in the Vice Chair's absence, by the Secretary of the Intergroup or, in his or her absence, by the Treasurer of the Intergroup. The Secretary of the Intergroup shall act as secretary of all meetings of the Intergroup. If the Secretary is absent, the presiding officer shall appoint another person to act as Secretary of the Meeting.
- b) Meetings shall be governed by the latest edition of *Robert's Rules of Order Newly Revised*, as such rules may be revised from time to time, insofar as such rules are not inconsistent with or in conflict with the Bylaws of this Intergroup or with provisions of law.
- c) Meetings will be open to CEA-HOW participants who may observe but may not vote unless the Intergroup specifically invites voting. Meetings may be closed for confidential reasons.

SECTION 26. NOMINATION OF OFFICERS

The voting representatives of the registered groups shall make the nominations of Officers to the Intergroup meeting. (See Article 4 Section 1.)

SECTION 27. ELECTION OF OFFICERS

- a) To be eligible for election, each nominee must be qualified and must appear before the voting representatives of the registered groups at the annual Intergroup Meeting.
- b) To be elected, each Officer nominee must receive a majority vote of the voting representatives of the registered groups present at the time of the election.
- c) The newly elected Officers shall take office immediately at the conclusion of the meeting at which they were elected.
- d) The Secretary and Chair will be elected on even numbered years and the Vice Chair and Treasurer on odd numbered years.

SECTION 28. VACANCIES

The Officers' vacancies shall be filled by a vote of the Intergroup at the next scheduled meeting.

SECTION 29. NON-LIABILITY OF OFFICERS

The Officers shall not be personally liable for the debts, liabilities, or other obligations of the Intergroup.

SECTION 30. INDEMNIFICATION BY INTERGROUP OFFICERS, REPRESENTATIVES, AND OTHER OFFICERS

- a) To the extent that a person who is, or was an officer, representative, or other agent of this Intergroup has been successful on the merits in defense of any civil, criminal, administrative or investigative proceeding brought to procure a judgement against such person by reason of the fact that he or she is, or was, an agent of the Intergroup, or has been successful in defense of any claim, issue or matter, therein, such person shall be indemnified against expenses actually and reasonably incurred by the person in connection with such proceeding.
- b) If such person either settles any such claim or sustains a judgement against him or her, then indemnification against expenses, judgements, fines, settlements and other amounts reasonably incurred in connection with such proceedings shall be provided by this Intergroup but only to the extent allowed by, and in accordance with the requirements of the law.

ARTICLE 6 – REPRESENTATIVES

SECTION 1. NUMBER OF REPRESENTATIVES

The representatives of the Intergroup shall be determined by an election in each local CEA-HOW group. One representative may be elected from each local CEA-HOW group.

SECTION 2. QUALIFICATION, ELECTION AND TERM OF OFFICE

Any abstinent person in a local CEA-HOW group may serve as a representative of Intergroup provided they have met the abstinence requirement that has been established by that local group. Representatives shall hold office for one year or until he, she resigns, is removed or is otherwise disqualified to serve, or until his or her successor shall be elected, whichever occurs first. No representative shall visibly conflict with the ideals of CEA-HOW.

SECTION 3. REMOVAL AND RESIGNATION

Any representative may be removed by the Intergroup Officers or any representative may resign at any time, by giving written notice to the Intergroup Officers. Any such resignation shall take effect at the date of the receipt of such notice or any later date specified therein, and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

SECTION 4. VACANCIES

Any vacancy caused by the death, resignation, removal, disqualification, or otherwise, of any Representative shall be filled by a called election in the local CEA-HOW group.

ARTICLE 7 – EXECUTION OF INSTRUMENTS, DEPOSITS AND FUNDS

SECTION 1. EXECUTION OF INSTRUMENTS

The Intergroup Officers, except as otherwise provided in these Bylaws, may by resolution authorize any officer or agent of the Intergroup to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Intergroup, and such authority may be general or confined to specific instances. Unless so authorized, no officer, agent or employee shall have any power or authority by any contract or engagement or to pledge its credit or to render it liable monetarily for any purpose or in any amount.

SECTION 2. CHECKS AND NOTES

Except as otherwise specifically determined by resolution of the officers of the Intergroup or as otherwise required by law, checks, drafts, promissory notes, orders for the payment of money, and other evidence of indebtedness of the Intergroup shall be signed by the Treasurer and one other officer of the Intergroup.

SECTION 3. DEPOSITS

All funds of the Intergroup shall be deposited from time to time to the credit of the Intergroup in such banks; trust companies or other depositories as the Officers may select.

SECTION 4. GIFTS

The Officers may accept on behalf of the Intergroup unrestricted contributions up to one thousand dollars (\$1,000) per year from individuals who have been participants in CEA-HOW. Contributions will not be publicly recognized.

ARTICLE 8 – INTERGROUP RECORDS, REPORTS AND SEAL

SECTION 1. MAINTENANCE OF INTERGROUP RECORDS

The Intergroup shall keep at its principal office in the State of Texas:

- 1) Minutes of all meetings of Officers and committees of the Intergroup, indicating the time and place of holding such meetings, whether regular or special, how called, the notice given, and the names of those present and the proceedings thereof;
- 2) Adequate and correct books and records of account, including accounts of its properties and business transactions and accounts of its assets, liabilities, receipts, disbursements, gains and losses;
- 3) A copy of the Intergroup's Bylaws as amended to date, which shall be open to inspection at reasonable times.

SECTION 2. INTERGROUP SEAL

The Officers of the Intergroup may adopt, use and at will alter a Intergroup seal. Such seal shall be kept at the principal office of the Intergroup. Failure to affix the seal to Intergroup instruments, however, shall not affect the validity of any such instrument.

SECTION 3. OFFICERS INSPECTION RIGHT

Every Officer shall have the absolute right at any reasonable time to inspect and copy all books, records and documents of every kind and to inspect the physical properties of the Intergroup.

SECTION 4. RIGHT TO COPY AND MAKE EXTRACTS

Any inspection under the provisions of this Article may be made in person or by agent or attorney and the right to inspection includes the right to copy and make extracts. The Intergroup may charge anyone who requests a copy of any record open to inspection. The Intergroup may decline to provide a copy.

SECTION 5. ANNUAL REPORT

- a) The Intergroup shall cause an annual report to be furnished not later than one hundred and twenty (120) days after the close of the Intergroup's fiscal year to all Intergroup members. Such report shall contain the following information in appropriate detail.

- 1) The assets and liabilities, including trust funds, of the Intergroup as of the end of the fiscal year;
 - 2) The principal changes in assets and liabilities, including trust funds, during the fiscal year;
 - 3) The revenue or receipts of the Intergroup, both unrestricted and restricted to particular purposes, for the fiscal year;
 - 4) The expenses or disbursements of the Intergroup, for both general and restricted purposes, during the fiscal year;
- b) The annual report shall be accompanied by any report thereon of independent accountants, or, if there is no such report, the certificate of an authorized officer of the Intergroup that such statements were prepared without audit from the books and records of the Intergroup.

ARTICLE 9 – FISCAL YEAR

SECTION 1. FISCAL YEAR OF THE INTERGROUP

The fiscal year of the Intergroup shall begin on the 1st day of April and end on the 31st day of March.

ARTICLE 10 – FINANCES

SECTION 1. PROCEDURE

- a) Accounting procedures shall follow all general accepted accounting principals.
- b) Financial statements provided to the Officers shall be clear and easy to understand to prevent confusion and misinterpretations.
- c) Any member is entitled to examine the accounting records of the DFW Intergroup at the Intergroup's Office and any question concerning the finances is to be answered promptly by staff or officer.

Optional

- d) Financial statements may be audited annually by an independent certified public accountant (CPA).

SECTION 2. INTERGROUP ASSETS

No participant of any local CEA-HOW group and no officer or member of a committee or person connected with the Intergroup, or any other private individual shall receive at any time any earnings or pecuniary profit from the operations of the Intergroup; provided that this shall not prevent payment to any such person of reasonable compensation for services rendered to or for the Intergroup in effecting any of its purposes as shall be fixed by the officers of the Intergroup and no such person or persons shall be entitled to share in the distribution of any of the assets upon the dissolution of the Intergroup. All participants of local CEA-HOW Groups which are associated with CEA-HOW shall be deemed to have expressly consented and agreed that, upon such dissolution or winding up of the affairs of the Intergroup, whether voluntary or involuntary, the assets of the Intergroup then remaining in the hands of the Officers of the Intergroup after all debts have been paid, shall be contributed to CEA-HOW World Service Office.

ARTICLE 11 – BYLAW AMENDMENTS

SECTION 1. PROCEDURE

- a) Any Amendments to these Bylaws may be adopted by 2/3-majority vote of the Intergroup Representatives.
- b) Amendments to these Bylaws shall be effective at the close of the fiscal year except as otherwise specified.

ARTICLE 12 – PHILOSOPHY

SECTION 1. PHILOSOPHY

This Intergroup subscribes to the Philosophy of CEA-HOW, as set forth in the CEA-HOW, Bylaws, Part B, Philosophy (as amended in the future) consisting of the Twelve Steps, the Twelve Traditions, the Twelve Concepts of Service, the CEA-HOW Concept, and the Seven Tools.

ARTICLE 13 – ORGANIZATIONAL STRUCTURE

SECTION 1. ROLE

This Intergroup agrees to fulfill the roles of a CEA-HOW Intergroup and to abide by the rules and expectations of a CEA-HOW Intergroup as provided in the CEA-HOW, Bylaws, Part C, Organizational Structure.

SECTION 2. DUTIES

This Intergroup understands that failure to make a good faith effort to comply with the CEA-HOW philosophy or that any attempt to modify the CEA-HOW philosophy may be unregistered by a majority vote of the local CEA-HOW groups.

SECTION 3. RESONSIBILITY

- a) This Intergroup understands that CEA-HOW, is not responsible for any act, omission or debt of this Intergroup.
- b) This Intergroup understands that CEA-HOW, is not responsible for oversight, discipline or management of this Intergroup. CEA-HOW, (through a request made by the Board of directors or any duly authorized officer or employee) may require a report, explanation, accounting or formal audit of any aspect of any operation of this Intergroup.

SECTION 4. COMMENTS

- a) Any officer or representative of CEA-HOW, may attend any meeting of this Intergroup, and any local CEA-HOW group member may attend to observe and to comment but not to vote.
- b) This Intergroup understands that CEA-HOW, may comment or make a recommendation with respect to any aspect of the operation of this Intergroup including the performance, action or status of any officer or employee of this Intergroup. Such comment or recommendation may be oral or written and may be made to the leadership of this Intergroup, to any employee of this Intergroup, to any member group of this Intergroup, to the Area or other organization to which this Intergroup belongs, to any other CEA-HOW Group, Intergroup, Area, or other CEA-HOW organization, to any other interested party, to any appropriate regulatory authority, or to the public as may be advisable in CEA-HOW's sole discretion without any liability on behalf of CEA-HOW, Any individual associated with CEA-HOW, who wrongfully, intentionally, and maliciously abuses this right to comment and make recommendations, shall be solely liable as an individual under the law. Any comment or recommendation made in good faith to remedy a perceived problem or to prevent any possible harm or problem shall not be grounds for liability.

SECTION 5. LIABILITY

If this Intergroup involves CEA-HOW, in any dispute, legal process, or litigation, it will reimburse CEA-HOW, for any legal expenses incurred, any damages incurred or any settlements or awards paid.

SECTION 6. AREA ASSEMBLY

- a) This Intergroup shall select Assembly Representatives (AR's) for the Area Assembly. Qualifications for selection of AR's and alternates for this Intergroup shall be set by the Area containing this Intergroup.
- b) AR's and alternates should be selected at least one hundred twenty (120) days before the Area Assembly and the names forwarded immediately upon selection to the Area Chair.
- c) Qualifications for Delegates to the CEA-HOW General Service Business Conference are set by CEA-HOW.

WRITTEN CONSENT OF OFFICERS ADOPTING BYLAWS

We the undersigned, are all of the persons named as the Officers of the Dallas-Fort Worth CEA-HOW Intergroup, and pursuant to the authority granted to the Officers by these Bylaws to take action by unanimous written consent without a meeting, consent to, and hereby do, adopt the foregoing Bylaws consisting of 17 pages, including this page, as the Bylaws of the Intergroup.

_____ Officer

_____ Officer

_____ Officer

_____ Officer

_____ Officer

_____ Officer

_____ Officer

CERTIFICATE

This is to certify that the foregoing is a true and correct copy of the Bylaws of the Intergroup named in the title thereto and that such Bylaws were duly adopted by the Officers of the DFW CEA-HOW Intergroup.

Dated: _____ Secretary