

BYLAWS OF THE UPPER PENINSULA OF MICHIGAN INTERGROUP OF OVEREATERS ANONYMOUS

ARTICLE I – NAME

The name of this organization shall be the Upper Peninsula of Michigan Intergroup, hereinafter known as the U.P. Intergroup.

ARTICLE II – PURPOSE

Section 1 - Purpose

The primary purpose of this organization is to aid those with the problem of compulsive eating through the Twelve Steps of Overeaters Anonymous, and to serve and represent the OA groups from which the Intergroup is formed; 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).

Section 2 – The Twelve Steps

The Twelve Steps are suggested for recovery in the Fellowship of Overeaters Anonymous. The Twelve Steps 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.

Section 3 – The Twelve Traditions

1. Our common welfare should come first; personal recovery depends upon OA unity.

2. For our group purpose there is but one ultimate authority – a loving God as He may express Himself in our group conscience. Our leaders are but trusted servants; they do not govern.
3. The only requirement for OA membership is a desire to stop eating compulsively.
4. Each group should be autonomous except in matters affecting other groups or OA as a whole.
5. Each group has but one primary purpose – to carry its message to the compulsive overeater who still suffers.
6. An OA group ought never endorse, finance or lend the Overeaters Anonymous 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 Overeaters Anonymous name ought never be drawn into public controversy.
11. Our public relations policy is based on attraction rather than promotion; we need always maintain personal anonymity at the level of press, radio, films, television and other public media of communication.
12. Anonymity is the spiritual foundation of all these Traditions, ever reminding us to place principles before personalities.

Section 4 – The Twelve Concepts

The Twelve Concepts of OA Service are:

1. The ultimate responsibility and authority of 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 and 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 – Membership

Membership of the Intergroup shall consist of the following:

- A. The Intergroup Board.
- B. Intergroup representatives (IRs), which shall consist of up to two members from each group within the Upper Peninsula of Michigan. Visitors are welcome and are encouraged to participate in the discussion.
- C. Group members not acting as IRs but elected or appointed to carry out specific duties, e.g., Public Information Chair.

Section 2 – Qualifications

Qualifications of eligibility for membership in the Intergroup

- A. Those groups within the Upper Peninsula of Michigan that have formally registered with World Service Office and indicated their intention to belong to Intergroup may be considered members. An OA group is defined as the following:
 1. As a group, they meet together to practice the Twelve Steps and Twelve Traditions of OA.
 2. All who have a desire to stop eating compulsively are welcome in the group.
 3. No member is required to practice any actions in order to remain a member or have a voice (share at a meeting).
 4. As a group, they have no affiliation other than OA.

5. A group may be formed by two (2) or more persons meeting together as set forth in Article IV, Section 1 of Overeaters Anonymous, Inc., Bylaws Subpart B.

- B. Each group shall be entitled to a single vote from each of up to two of its selected IR(s).
- C. No group may be registered with another Intergroup.

Section 3 – Intergroup Representatives

- A. Intergroup representatives shall be selected by the group conscience of the group they represent. Each IR shall be selected by any method deemed appropriate by their group. These IRs shall serve for a period designated by their group, always subject to recall by the group they represent. Each group shall be free to designate an alternate delegate when the necessity arises.
- B. IRs should be selected for their willingness to serve and commitment to the Twelve Steps and Twelve Traditions of OA.
- C. The primary responsibility of the IR, or alternate, is to represent their group at all meetings of the Intergroup, to act as a liaison between this Intergroup and their group, to see that all communications pertaining to Intergroup are made available and, where requested, read aloud to the group.

Section 4 – Absences of Intergroup Representatives

The Intergroup secretary shall notify representative group of any IRs' absences.

Section 5- Membership with voice and no vote may be:

- A. In accordance with OA tradition and concepts of service all members, regardless of group affiliation, length of time in program, prior service, method of working the program, etc. are welcome at U.P. of MI Intergroup meetings. They have a voice (may state their views on any business being considered) in all U.P. Intergroup discussions but cannot vote on motions or bylaw changes. They may attend, participate and vote on any committee.
- B. Any employee of the Intergroup is welcome at meetings and may provide input, as needed, to aid in Intergroup discussions.

ARTICLE IV – THE INTERGROUP BOARD

Section I – The Intergroup Board

- A. The Board shall consist of the Chair, Vice Chair, Secretary and Treasurer.
- B. The immediate past Chair, Vice Chair, Secretary and Treasurer may serve as an ex-officio, nonvoting member of the Intergroup Board for up to six months following the election of new officers, if requested. The Intergroup Board may also include other positions such as the World Service Business Conference delegate(s), committee chair(s)/regional representative(s). Their

duties shall be set by policy adopted by the Intergroup and contained in the Intergroup job descriptions.

- C. This Intergroup Board shall serve as the Executive Board. In the event the Chair of the Board should be unable to attend any meeting of the board, the next highest –ranking executive officer in attendance shall serve as chair for that meeting. The ranking of these officers shall serve as follows:
 - 1. Vice chairman
 - 2. Treasurer
 - 3. Secretary

Section 2 – Nominations to the Intergroup Board

Nominations to the board may be made from the floor at the time of election. A nominating committee may also be formed, at the discretion of the Intergroup.

Section 3 – Qualifications for The Intergroup Board

- A. Working the Twelve Steps of OA for and regular attendance at an active OA group for a minimum of one year prior to their nomination for office.
- B. Familiarity with the Twelve Traditions of OA.
- C. Familiarity with the Twelve Concepts of OA Service.
- D. Maintaining Six (6) months of current abstinence as defined in the Overeaters Anonymous, World Service Business Conference Policy Manual Continuing Effect Motion, 1988b.
- E. Service as an IR for at least three (3) months.
- F. The World Service Business Conference Delegate/Alternate shall have at least one (1) year of current abstinence and meet qualifications and requirements as outlined and defined in the Overeaters Anonymous, Inc. Bylaws, Subpart B, Article X, Section 3, and as required for election to the Board by Article IV, Section 4, of these bylaws.
- G. The regional representative/alternate (whether or not a member of the Intergroup Board) shall meet qualifications and requirements as outlined and defined in the Region V Bylaws, and as required for election to the board by Article IV, Section 4, of these bylaws.

Section 4 – Method of Election

- A. Elections shall be held annually at a meeting specified for that purpose.
- B. To be eligible for election to the board, nominee must:
 - 1) Meet all qualifications as defined in Article IV, Section 3.
 - 2) Understand responsibilities of the position as defined in Article IV, Section 6, and as defined in the Intergroup job descriptions.
- C. In order to be elected to membership on the Intergroup Board, a nominee must be present at the election meetings and must receive a majority vote of the IRs present and voting.

Section 5- Term of Office

- A. Board members shall be elected to serve for a period of one year.
 - 1) On even-numbered years, President and Secretary shall be elected.
 - 2) On odd-numbered years, Vice- chair and Treasurer shall be elected.
 - 3) Newly elected officers shall begin service at the Intergroup meeting following their election.
- B. Board members shall serve no more than two consecutive terms in the same office and shall serve no more than four consecutive years as a board member.
- C. After an interval of two years a member may again be eligible for election to their prior office.
- D. Upon election to the board, members shall cease to be a representative of their group and that group shall elect a new Intergroup Representative.

Section 6 – Responsibilities of the Intergroup Board

- A. Chair
 - 1. Shall preside at all regular and special meetings of the Intergroup and Intergroup Board.
 - 2. Shall be responsible for establishing the agenda for all Intergroup meetings.
 - 3. May cast the deciding vote to make or break a tie and may participate in a ballot vote.
 - 4. May attend all standing committee meetings.
 - 5. Shall ensure that all accounts of the UP of MI Intergroup are audited annually and that the results of the audit are reported at the annual meeting (Webster dictionary: audit verb: to examine with intent to verify.) the general account of the Intergroup be audited annually.
 - 6. May appoint another member of UP of MI Intergroup to be delegate to Region 5 and World Service in the event that the Representative or Alternate are unable to attend according to the following order:
 - 1. A designated Alternate
 - 2. An UP of MI Intergroup Officer
 - 3. An UP of MI Intergroup member-at-large
 - 7. Communicates with Region 5 Board if there are questions about tradition breaks, etc.
 - 8. Shall be open and available to talk with members about concerns or dissatisfactions.
 - 9. In case of emergency the Chair may speak in the name of UP of MI Intergroup.
 - 10. Serve as liaison to the Convention Committee
 - 11. Shall perform all other duties as prescribed in the intergroup policy for job descriptions.
- B. Vice Chair:
 - 1. Shall serve in the absence of the chair. When acting in the place of the Chair, the Vice Chair shall assume all the duties, responsibilities, privileges, and voting guidelines of the Chair.
 - 2. May head a standing committee.
 - 3. Shall orient new IRs and Alternates about their duties.
 - 4. Shall review and audit bank accounts quarterly and provide a written and verbal report at the UP of MI Intergroup Board or Steering Committee meetings.

5. Serve as liaison to the Outreach Committee and Public Information Committees.
 6. Shall perform all other duties as prescribed in the Intergroup policy for job descriptions.
- C. Secretary:
1. Shall see that minutes are kept of all Intergroup and Intergroup Board meetings and that a copy of the Intergroup minutes is printed and/or emailed to each Intergroup representative. As a cooperative gesture, a copy of the minutes may be sent to the regional trustee.
 2. Shall maintain a file of all minutes of past meetings.
 3. Shall be responsible for the correspondence of UP of MI Intergroup.
 4. Serve as liaison to the Website Coordinator, Registrar and Newsletter Editor.
 5. Shall perform all other duties as prescribe in the Intergroup Policy.
- D. Treasurer:
1. Shall maintain a checking and if necessary a savings account for dispersal of UP of MI Intergroup funds with signatories being the Treasurer, the Chair and other board member(s) or other board appointee(s) as designated by the Chair.
 2. Shall present a written and verbal report of all bank accounts associated with UP of MI Intergroup at the monthly Intergroup Board and representative meetings.
 3. Shall disburse funds following written request and/or submission of bills for which the UP of MI Intergroup has approved reimbursement.
 4. Shall reconcile all bank accounts on a monthly basis and present to the Vice Chair for a quarterly audit and report.
 5. Submit a proposed budget annually to the Intergroup Board and representative meetings.
 6. Shall make available on an annual basis UP of MI Intergroup's financial records to an auditor chosen by the Board.
 7. Shall receive, deposit acknowledge, and record on Up of MI financial reports all donations.
 8. Serve as liaison to the Ways and Means/Finance Committee and manage Delegate/Scholarship Funding.
 9. Annually send the State of Michigan nonprofit tax exempt status form.
 10. Retiring Treasurer will complete the annual financial report, update signature cards for UP of MI Intergroup held accounts, turn over check books and all records to the new Treasurer.
 11. Shall perform all other duties as prescribed in the Intergroup policy for job descriptions.
- E. The Intergroup Board shall provide a means of conducting the Intergroup business in the case of emergencies and/or between meetings of the Intergroup.

Section 7 – Vacancies and Resignations

- A. If a member of the Intergroup Board fails to attend two consecutive meetings without prior notice, his/her office may be declared vacant by a majority of those Members present and voting.

- B. Any board member may resign at any time for any reason by giving the chair of the Intergroup written notice.
- C. Any board member of the Intergroup may be removed from office for due cause by a two-thirds (2/3) vote of the IRs and Group Members at a special meeting announced for that purpose. Due cause includes but is not limited to: loss of abstinence, nonattendance a meetings, violation of traditions, or any other activity which threatens the unity of the Intergroup or OA as a whole.

Section 8 – Filling of Vacancies

- A. Vacancies shall be filled by a majority vote at that meeting in which the vacancy occurred, or at the next meeting or special meeting of the Intergroup. Such persons chosen to fill said vacancies shall serve of the unexpired term.
- B. A person chosen to fill any vacancy on the board shall meet the qualifications as defined in Article IV, Section 3, and be aware of all responsibilities of that position as described and defined in Article IV.

ARTICLE V – MEETINGS

Section 1 – Regular Meetings

The Intergroup shall meet monthly at a time and place designated by a majority of the voting members.

Section 2 – Annual Meetings

The annual meeting shall be held in the month of May for the election of officers. (select a month and day that is at least 120 days prior to the World Service Business Conference (WSBC) allowing adequate time for election of the WSBC Deleat(s). April 26- May 1, 2010 in New Mexico

Section 3 – Special Meetings

A special meeting may be called at any time by a majority vote of the Intergroup Board, or by petition of five (5) Intergroup members, by giving notice as prescribed in Article 5, Section 4.

Section 4 – Method of Notification

Notification of all meetings shall consist of notices prepared by the Intergroup secretary and distributed to each group secretary and/or IR 30 days prior to the date of the meeting. Placing an announcement in the Intergroup newsletter, if any, or by mail, or email, and at the prior Intergroup meeting is also considered proper notification.

Section 5 – Quorum

Those voting members present at any meeting of this Intergroup shall constitute a quorum for all proceedings of the Intergroup.

Section 6 – Meeting Procedure

It is suggested that at the beginning of every meeting, OA's Twelve Steps and Twelve Traditions be read. In addition, it is requested that the Twelve Concepts of OA Service be read. Section 6 omitted from Unity bylaws.

ARTICLE VI – COMMITTEES

Section 1 – Standing Committees

The following standing committees are established to carry out the purposes and duties of UP of MI Intergroup in the most effective and efficient manner. Standing committees include but are not limited to:

- A. Newsletter
- B. Public Information
- C. Outreach
- D. Retreats
- E. Bylaws
- F. Finance Committee
- G. Other committees deemed necessary to carry on Intergroup work

Section 2- Special Committees

The board shall designate such special committees as are deemed necessary for the welfare and operation of the Intergroup.

Section 3 – Committee Appointments

(The chair shall appoint a committee chair from those IRs present who meet IR qualifications. Omitted by UI) A board member or any OA member present meeting IR qualifications maintaining ninety (90) days of continuous abstinence, defined in the Overeaters Anonymous, World Service Business Conference Policy Manual Continuing Effect Motion, 1988b, may be appointed to chair a standing or special committee with approval of the majority of the members present and voting.

Section 4 – Committee Procedures

Each standing or special committee shall be responsible for calling and holding meetings, and establishing its method of procedures, subject to the approval of the Intergroup Board and the guidelines of the Twelve Traditions of OA.

Section 5 – Committee Responsibility

Any committee decision and/or vote which establishes or changes a policy, sets a procedural plan for a special event, or expends funds in excess of the approved budget, shall require approval by the Intergroup prior to implementation. Each standing committee chair shall submit a written report to the Intergroup within 60 days of the end of any specific event coordinated by that committee. If any monies

are expended from an approved budget, a detailed and itemized report shall be included with the committee report.

Section 6 – Nominating Committee

The Intergroup may have a nominating committee of three to five Members to recommend persons to serve as officers, Regional Representatives, and World Service Business Conference delegates and persons to fill vacancies and to serve on the next nominating committee. The Chair of the Intergroup shall not serve on the committee, but may provide background information and input as requested by the committee.

Section 7 – Ex-officio Members

- A. Past committee chairs may serve in an ex-officio, non-voting capacity in their respective committees.
- B. The Intergroup Chair is an ex-officio Member of all committees except the Nominating Committee.

Section 8 – Committee Bank Account

- A. If it is deemed necessary by the board that a committee shall open a bank account, the following procedure shall be followed.
 - 1) The committee chair and the treasurer of intergroup shall be cosigners on the account. Two signatures shall be required on all checks.
 - 2) The committee chair shall keep all financial records and shall present a detailed, itemized report of transaction, and transfer funds, as required, to the intergroup with 60 days following any event for which monies were expended or received.
 - 3) The committee chair shall arrange for an audit of the committee account during the final month of each year. The audit shall take place at the same time as the audit for the general account of the intergroup.

Section 9 – Vacancies

Should a vacancy, resignation, or removal of a committee chair occur, all pertinent information shall be turned over to the intergroup chair. The committee members shall then elect a new committee chair to serve the remainder for the unexpired term.

Section 10 – Removal of Committee Chair

A committee chair may be removed from office for due cause by a two-thirds (2/3) vote of the Intergroup Board. Due cause includes but is not limited to: loss of abstinence, nonattendance at meetings, violation of traditions, or any other activity which threatens the unity of the Intergroup or OA as a whole.

ARTICLE VII - ELECTION AND ELIGIBILITY OF REGION V ASSEMBLY AND WORLD SERVICE BUSINESS CONFERENCE DELEGATES AND THEIR ALTERNATES.

- A. Region representatives shall be elected on the basis of the following qualifications:
1. Prior or current service at the intergroup level.
 2. The delegate shall be selected for judgment, experience, stability, willingness, faithful adherence to the program of Overeaters Anonymous and service to the Intergroup.
 3. The regional representative/alternate (whether or not a member of the intergroup board) shall meet qualifications and requirements as outlined and defined in the Region V Bylaws and as required for election to the board by Article IV, Section 4, of these bylaws.
 4. The term of service as region representative shall be two years.
 5. The number of representatives sent to Region V assemblies is determined by Region V guidelines.
 6. Delegates shall not be elected for more than two consecutive terms.
 7. A delegate who resigns shall notify the chairperson in writing, and his/her alternate shall assume the vacant position.
- B. WSBC delegates/alternates will be elected on the basis of the following qualifications:
1. Prior or current service as Region Assembly representative.
 2. Judgment, experience, stability, willingness, faithful adherence to the program of Overeaters Anonymous and service to the Intergroup.
 3. Qualification to WSBC as given in OA, Inc. Bylaws Subpart B, Article X.
 4. The term of service as WSBC delegate shall be for two years.
 5. Delegates and alternates may be selected at any regular or special meeting.
 6. Delegates shall not be elected for more than two consecutive terms.
 7. Selection of delegates when Intergroup is eligible for more than one shall be in alternate years, for more continuity of service so that there will always be at least one delegate with one year of experience.
 8. A delegate who resigns shall notify the chairperson in writing and his/her alternate shall assume the vacant position.

What are the duties of a representative or delegate?

ARTICLE VIII – SOURCE OF FUNDS

Section 1 – Source of Funds

- A. Voluntary contributions of the member groups shall be the primary source of funds.
- B. Secondary source of income may be such occasional projects or activities as may be authorized by the Intergroup according to Tradition Six.
- C. The Intergroup may accept donations from OA members, conforming to the general practice of OA.
- D. The maximum allowable annual donation to the Intergroup by OA members is to be limited to an amount set by vote of the Intergroup and listed in the Intergroup Policy Manual. (note: the limit for WSO is currently five thousand (\$5,000), subject to change by the Board of Trustees.)
- E. The acceptance of bequests or donations from any outside source is prohibited.
- F. The maximum allowable bequest to the intergroup by OA members is to be limited to an amount set by vote of the Intergroup and listed in the Intergroup Policy Manual. (note: the

bequest limit for WSO is currently one hundred thousand dollars (\$100,000), subject to change by the Board of Trustees.)

- G. The Intergroup shall not accept the responsibility for trusteeship over, or enter into the distribution or allocation of, funds set up outside of Overeaters Anonymous.

Section 2 – Prudent Reserve

There shall be no accumulation of funds beyond current necessities, with retention of only a prudent reserve for contingencies. Funds in excess shall be donated to Region V and the World Service Office annually as budgeted and directed by the intergroup.

ARTICLE IX – PARLIAMENTARY AUTHORITY

Section 1 – 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 inconsistent with these bylaws, the Twelve Traditions, in compliance with Overeaters Anonymous, Inc . Bylaws or any special rules of order this Intergroup may adopt.

ARTICLE X – AMENDMENTS TO THE BYLAWS

Section 1 – Amendments to these Bylaws

These bylaws, with the exception of Article II, Sections 2, 3, and 4, may be amended at any time by a two-thirds (2/3) vote of the IRs and board members present at any regular or special meetings of the Intergroup, provided a copy of the proposed amendment has been mailed to each Registered Group Secretary and/or IR on our mailing list or email at least 30 days prior to the date of the meeting at which action is to be taken on the amendment. Notification may also be made by placing an announcement in the Intergroup Newsletter, if any, or by including the proposed change in the regular meeting minutes.

ARTICLE XI – MAJOR POLICY MATTERS

Section 1

- A. Matters that affect this Intergroup and/or groups within its service area shall be referred to the board of this Intergroup.
- B. Matters, which relate to Overeaters Anonymous as a whole, which affect Subpart A of the Bylaws of Overeaters Anonymous, Inc., shall be referred to the Board of Trustees.
- C. Matters which affect Subpart B of the Bylaws of Overeaters Anonymous, Inc., or which relate to the Twelve Steps, Twelve Traditions and Twelve Concepts shall be referred to the World Service Business Conference.

ARTICLE XII – DISSOLUTION

Section 1

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 according to Tradition Six, which guides us to disperse funds only to other OA service bodies. Such distribution shall be made to the World Service Office of Overeaters Anonymous, and/or Region 5, and/or another registered OA service body. If no registered OA service body exists to which the assets can be transferred, distribution shall be made to a non-profit fund, association, foundation or corporation, which is organized and operated exclusively for charitable, education, religious and/or scientific purposes and which complies with applicable laws. For example, such organizations or entities within the USA must comply with Section 501(c)(3) of the Internal Revenue Code.

Section 2

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