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Compulsive Eaters Anonymous-HOW

BOARD OF DIRECTORS MEETING

January 28, 2023

1. **CALL TO ORDER:** Lorraine called the meeting to order at 7:01 am Pacific.
2. **SERENITY PRAYER, TRADITION TWO, AS BILL SEES IT (PAGE 332)**
3. **Roll Call: Board:** Lorraine S. (Chair), Aneisa B. (Vice-Chair); Adell P. (Director), Bryce M. (Director), Donna T. (Director), Gris M. (Director), Jose F. (Director), Mary Q. (Director); Marcus F. (Non-Participating Director).
Corporate Officers: Michael D. (President), Kevin C. (Treasurer), Susan M. (Vice-President), David M. (Secretary). **Executive Director:** Ellie M.
Interpreters: Suzanne, Molly & Lola; **Guest:** Natalia
4. **APPROVAL OF MINUTES October 22, 2022, Meeting of the Board:** Adell moved to approve the minutes as presented, Bryce seconded, unanimously approved.
5. **APPROVAL OF MINUTES December 10, 2022, Special Board Meeting:** Donna moved to approve the minutes as presented, Adell seconded, unanimously approved.
6. **APPROVAL OF THE AGENDA:** Susan noted item '7 d.' should not be Treasurer and Finance committee report. Item 7 d. is changed to Treasurer; subsection e. Committees now begins with "i. Finance," and followed by "ii. Policy Manual," etc. Aneisa moved to approve the agenda as amended, second by Bryce. Passed unanimously.
7. **OFFICER REPORTS**
 - a. **Chair:** [Written report provided in advance]. Lorraine reported progress has been made with the new Area 6 bylaws. It is her hope that they can be approved in time to seat a delegate for WSBC 2023. She may need to call a special Board meeting before the regular April 2023 meeting.
 - b. **President:** Michael reported that Ellie would be retiring from her position as Executive director at the conclusion of WSBC/Global Convention 2023. There will likely be a training period when Ellie trains the new Executive director that will cost approximately \$3000.
 - c. **Executive Director:** [Written report provided in advance]. All new literature approved at WSBC 2022 is available for purchase in English. The office is working to update all literature to print the correct version of the CEA-HOW Concept as set forth in our

Bylaws. The WSO office lease expires in March 2023. Ellie will send the new lease to the Executive committee when she receives it. The CEA-HOW trademark will expire at the end of calendar 2023 and needs to be renewed. She has received an AV proposal from our vendor for Conference and Convention with some minor cost increases because of labor. She's been drafting a job description for her position which she will share with the Board for its input.

- d. Treasurer:** [Written report provided in advance]. Kevin compared 2022 to 2021 and 2022 to 2019 which was the last whole pre-pandemic year. Gross income in 2022 was \$199,894 which was 27% above 2021 and 12% above 2019. Total expenses in 2022 were \$184,763 which was nearly double 2021 and 27% above 2019. Net income for 2022 was \$15,130 which was down 76% from 2021 and 53% less than 2019. Contributions and Convention were the main drivers of the 2022 bottom line. Conference, literature, and operations income were flat. As far as expenses, contribution and literature expenses have been flat for the last four years. Three main points that Kevin emphasized were: Contributions were way down from the previous year; Conference and Convention net income for 2022 was flat compared to 2019; and Operations expenses were up over \$20,000 from the previous year and \$26,000 from 2019 largely from previously approved payroll rate increases to stay in line with the labor market. During 2021 and 2020 there were contributions from Areas that did not have the expense of sending delegate to an person Conference. We need to emphasize the importance of contributions to our ongoing operations. The Board discussed ways to encourage contributions.

e. Committee/Liaison Reports

- i. Finance Committee:** [Written report provided in advance]. Susan spoke on the Finance committee report. The treasurer's manual is available on the website. The Finance committee recommends that funds be made available for Public Information, Website, Translation and Spanish literature in the coming year. The committee will not be holding a treasurer's workshop.
- ii. Policy manual:** There was some work on the policy manual and a Spanish language translation of the manual was made available, but additional work is needed to format and alphabetize the latest version which committee members were not able to do.
- iii. Sponsorship Committee/Public Information Committee:** [Written report provided in advance] Bryce M. reported the committee is active and working on a set of stories about sponsorship. Public Information hasn't been active.
- iv. Education Committee:** [Written report provided in advance]. Aneisa reported that the committee has submitted a pamphlet on aging in CEA-HOW to the Conference Literature committee. They are exploring developing a pamphlet on the Twelve Concepts of Service.
- v. Convention Committee:** [Written report provided in advance]. There are 14 chair positions filled, 9 vacancies. They need more volunteers to do service.

[Board meeting paused for 5 minutes from 8:03 pacific until 8:08]

Susan made a motion that the Board review the WSBC policy manual and correct or reorganize it as necessary to reflect the actions of the Conference. Said review will be completed by the April 2023 quarterly Board meeting. Seconded by Adell. Motion passed unanimously.

ACTION ITEM: Susan will work with Mary and Adell to update the WSBC Policy Manual to be completed for the regular quarterly April 2023 Board meeting.

- vi. **Special Needs Committee:** [Written report provided in advance]. During the preceding quarter, Mary reported they worked on the wording of questions for their literature project. The committee has sent the question book to the Conference Literature committee for consideration by the Conference. The chair who volunteered at the Conference has not shown up to the meetings. The committee elected a replacement Chair. They will inform the World Service office of the new committee positions.
- vii. **Literature Committee:** [Written report provided in advance]. Donna reported that the committee has been meeting monthly. They've finished the Kaleidoscope questions and have received the Special needs focus on Daily Reflections. They're working on a coloring book and are considering a few other pieces of literature.
- viii. **Website Committee:** Michael reported that the committee is reviewing the website to streamline and simplify navigation. No content will be removed. The left side gutter will be removed. The meeting finder will be simplified and moved up on the page. Member Jason A., who has web development experience, has volunteered to assist the committee as a consultant.
- ix. **Spanish Literature Committee/Translation Committee:** [Written report provided in advance]. The committee has met a few times in the last quarter. Mari S. is the new Chair. They are working on the translation of the Daily Reflections questions. The translation committee has been planning for translation coverage for upcoming events. They appreciate that the Board policy manual has been translated into Spanish.

The Chair observed that the Board Intergroup liaison reports had been left off the agenda. David moved that Intergroup liaison reports be placed as item 8 b under old business, and succeeding items be renumbered accordingly. Seconded by Bryce. Motion carried unanimously.

8. OLD BUSINESS

- a. **Area 6 Bylaws.** WSO received the first draft of the newly reformed Area 6 Bylaws. Rureth translated and compared it to the Area bylaws templates. Lorraine noted that they omitted a provision for appointing a parliamentarian, meeting quorum and the qualifications and removal of officers. Representatives of Area 6 weren't sure that these items applied to them. The translation committee provided sample sections in Spanish to clarify what the WSO Board was looking for and asked them to review and respond by 2/15/2023, so they may be able to participate in this year's conference. More discussion continued about getting participation from Area 6 this year

including the required timeline and possible waivers from the Board and the necessity of potential delegates needing to get a visa to travel to the US.

b. Intergroup reports:

- i. Lorraine reported that the UK intergroup is working on establishing themselves as a non-profit organization which is a different process than in the US; Dallas intergroup is having success with hybrid meetings and the Northern Colorado Intergroup is having difficulty finding Intergroup Board members and they have only one or two face to face meetings.
- ii. Donna reported that Phone bridge is putting on a workshop and participating in the Area 10 assembly. She had no success contacting the Sierra Nevada or North Texas intergroups.
- iii. Jose visited the Spanish Electronic Intergroup; they will be electing new officers at their next meeting. He also visited Spanish Phone bridge and the Arizona Intergroup who are both doing well.
- iv. Adell reported that the Southern California intergroup had a fashion show; San Bernadino/Riverside had a fall marathon; Nevada is working on a motion for Conference.
- v. Aneisa contacted the Utah/Idaho intergroup who had a new Chair; San Diego Intergroup has started a new face to face meeting; Michiana was also concerned about the electronic meetings being able to affiliate with the local intergroup.
- vi. Bryce contacted the Central Coast Intergroup and New Mexico reconstructing. He also contacted Area 1.
- vii. Mary reached out to her groups but had nothing new to report.
- viii. Gris has gone to the Bugambillas Intergroup in Guanajuato. They asked for a written response to the old Intergroup that was delisted from membership to the fellowship. They would like to have a written letter from WSO. They are also having questions about the Forever abstinent food plan. Electronic Intergroup Spanish requests an easier way to buy literature. They also asked for clarity on issues with sharing recipes and talking about food in meetings.

ACTION ITEM: Put a Spanish language meeting format on the website [Ellie and Jose].

The Board discussed communication with the old group (CCA-HOW) and the new Area 6 Board. Discussion reiterated the need for Area 6 to always refer to our program as CEA-HOW. There were also questions about members being sponsored members in the other group. Questions were also raised about not letting the other group use CEA-HOW literature and it was pointed out that our trademark was only a US trademark and not enforceable in Mexico.

c. Memorialize Convention registration pricing.

January 1 – March 31: \$331 with monthly installment payment plan available.

April 1 – June 30: \$348 with no monthly installment

July 1 – July 20: \$365 with no monthly installment

July 21 and on \$393.

d. Convention Profit and Loss final results.

Lorraine will need to follow up with Rureth because some cost figures are missing.

Lorraine reported the following sales numbers: Boutique sales, \$2,763.81; Literature sales, \$1,796.89; CEA-HOW Store sales, \$491.11; Raffle (not including 50/50 payout) \$2,153.00. She still needed to get the registration sales numbers.

ACTION ITEM: Lorraine will follow up with Rureth to get the missing P&L details for the Convention 2022.

[Board took a break, reconvening at 9:39 pacific]

9. NEW BUSINESS

- a. **Registration fee for Convention 2024:** Kevin was not able to provide these numbers because of his recent appointment and because the Convention P & L details from 2023 were not available. Item is tabled to the April Board meeting.

ACTION ITEM: Kevin and Michael will work on this for the next Executive committee meeting

- b. **Discussion about improving communication with the Fellowship:** We all need to do a better job. Discussion also revolved around the changing nature of the Fellowship because of the influence of the Internet. Structural change may be required to address communication issues. A small percentage of individuals seem to do most of the service. The role and function of the intergroup may need to be reconsidered.

Discussion proceeded about studying the bylaws and potentially preparing one or more bylaws amendments. Pamela K. is willing to be a consultant to such a working group. At issue is how meetings affiliate with intergroups, whether they are digital, hybrid or face to face, what happens when they change format. A motion to form such a working group may be forthcoming for the Board's consideration if necessary.

ACTION ITEM: David will draft a motion for the Board's consideration to establish a working group to study the CEA-HOW Bylaws.

- c. **Parliamentarian reimbursement:** Susan moved to change the Board policy to allow for 2 nights at the Conference Hotel at the single occupancy rate and up to \$30 for dinner on Wednesday and Thursday evening. Seconded by Donna. Motion carried unanimously.
- d. **Ideas for inspiring delegates:** Concern was raised about Conference committee participation and communication between Conference meetings. More discussion at a forum about committee participation.
- e. **Conference Committees need to inform WSO if members leave or officers change.** Discussion arose around a shortage of members on the new Spanish language committee.

Bryce moved to adjourn. Adell seconded.

**Meeting adjourned at 10:32 am Pacific with the Serenity Prayer.
Next Quarterly Board of Directors Meeting is April 22, 2023.**