



World Service
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Compulsive Eaters Anonymous-HOW

BOARD OF DIRECTORS MEETING

April 22, 2023

1. **CALL TO ORDER:** Lorraine called the meeting to order at 7:00 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, Natalia, and Maria
4. **For the record:** Item 4 a, office manager's weekly hour increase was moved to New Business as 11 a because it had only been discussed by the Executive Committee and not the whole Board. It was noted for the record that the Board approved the revised Bylaws for the newly reformed Area 6 by email, 5 in favor, 1 no vote and 1 abstention.
5. **APPROVAL OF MINUTES January 28, 2023, Meeting of the Board:** Bryce moved to approve the minutes as presented, Donna seconded, unanimously approved.
6. **APPROVAL OF THE AGENDA:** Lorraine noted a request for Waiver of Delegate Qualification for Area 3,4,5 be added after item '11 d.' She also observed that the first item of New Business will be the office manager's increase in weekly hours worked, so '11 a.' Mary noted the date of the meeting was missing from the beginning of the agenda. Item 11 c. Convention early bird pricing was modified to include a discussion of passing the basket at Convention meetings. David noted that Items 11 g vi, vii, vii, ix should be Bylaws 'amendment' not 'motion'. Motion to approve the agenda as amended moved by Bryce, seconded by Donna. Passed unanimously.
7. **OFFICER REPORTS**
 - a. **Chair:** Lorraine reported that she worked with the Spanish Translation Committee and the members of the newly re-formed Area 6 to finalize their Bylaws. She visited the Education Committee and was encouraged that they will be working on questions related to the 12 Concepts of CEA-HOW Service. She also participated in interviews for the new Executive Director of WSO.

- b. **President:** Michael reported that we are hiring a new Executive Director to replace Ellie once she retires at the end of WSBC and Convention 2023. Jana has accepted our offer at \$33 per hour, 20 hours per week starting in June. Ellie will be training her for at least the first 4 weeks, which the Board has already approved. Ellie may recommend some additional training after the initial period. Michael also briefly addressed the issue of decreased revenue that will be discussed later in the agenda. A question was asked whether a manual could be written about running the office. Michael noted that one had already been created by Pamela who began work on it two years before she retired. Ellie mentioned that there are some sections of the manual that she will be updating in the next two months.
- c. **Executive Director:** New hours for Almarosa were approved by the Executive Committee and began at the beginning of April. Spanish translation work is moving forward. All literature has been updated to have the correct version of the CEA-HOW Concept. There are 26 delegates for WSBC (perhaps an additional one will be approved based on a pending waiver request.) The cost of the AV contract for this coming WSBC and Convention is increased by approximately 6%.
- d. **Treasurer:** Kevin presented his report and discussed the first quarter profit and loss. Contributions are down approximately 29% compared to the first quarter of last year. Expenses are up because of payroll increases. Literature sales are up considerably. Overall, we had a \$3000 net loss during the quarter as opposed to a \$9000 surplus in the first quarter of last year. He has not yet received a new lease proposal from the landlord for the office. Convention registrations are way down over this time last year. Discussion revolved around the need for 7th tradition contributions, including considering options for frictionless donations, utilizing social media and updating the 7th Tradition pitch at meetings. It was noted that the difference in contributions year over year in the first quarter could be explained by a one-time contribution from the LA intergroup. It was also noted that the reason for the payroll cost increase was because we had not been paying market rates for staff. It will be very important how the Board communicates with the fellowship on what the financial needs are.

8. Committee/Liaison Reports

- a. **Finance Committee:** There is no report. Kevin stated that the Finance committee will not meet until WSBC.
- b. **Policy manual:** Adell reported that Susan M. completed the updates to the Policy manual and thanked her for her work.
- c. **Sponsorship Committee:** Bryce reported that the committee is active, and all members have been participating.
- d. **Education Committee:** Aneisa reported the Education Committee is going to start working on questions about the 12 Concepts of CEA-HOW World Service.
- e. **Convention Committee:** Adell and Jose reported that the planning meetings have been going well. There are 3 or 4 open chair positions and several open co-chair vacancies. They still need more volunteers to do service. There have been issues with transitions from year to year, despite new committees having access to the previous year's minutes and emails.

- f. **Special Needs Committee:** Mary reported that the committee completed work on its set of questions and sent them to the Literature Committee.
- g. **Literature Committee:** Donna reported that the committee has been meeting monthly. It has submitted four pieces of literature to the Agenda Committee: the group inventory questions, aging in CEA-HOW pamphlet, coloring book and the questions from the Special Needs Committee.
- h. **Website Committee:** Michael reported that the committee is still waiting to have the changes that the Board previously approved implemented. Despite the delay, their work this year will greatly improve users' experience on the website.
- i. **Public Information:** Bryce reported that the committee is currently inactive and needs additional members.
- j. **Spanish Literature Committee/Translation Committee:** Gris reported that the committee has met monthly. They are looking for additional volunteers to help with the work. Also working to cover Conference and Convention translation needs. Spanish Literature Committee finished the Daily Reflections questions but have had several resignations and will not be meeting until WSBC.

9. OLD BUSINESS

- a. **Board Action items review.**
 - i. **Review of bylaws on file for Areas and Intergroups:** All Areas have bylaws available. 7 intergroups have posted bylaws, 8 have bylaws but are not yet posted. There are 6 intergroups for which WSO does not have a copy of their bylaws. Review of bylaws is completed, WSO will work to complete posting and acquiring missing bylaws documents.
 - ii. **Regarding new electronic meetings affiliation:** Still ongoing. If the Bylaws amendment regarding this matter passes at WSBC this will be removed.
 - iii. **Area 6 new bylaws:** completed.
 - iv. **Convention 2022 financial outcomes review:** completed.
 - v. **Work with Fiver to get Convention files edited:** still in process.
 - vi. **Board members communicate with WSO if contact cannot make contact with Intergroup:** ongoing.
 - vii. **Update the WSBC policy manual:** completed.
 - viii. **Put Spanish language meeting format of the website:** in process. Work has been done but need to check if website vendor has put it on the website.
 - ix. **Get missing P&L details for Convention 2022:** this was combined with item 4 and completed.
 - x. **Prepare Convention pricing structure for 2024:** ongoing.
 - xi. **Motion to establish a working group on the CEA-HOW Bylaws:** deferred until after the current WSBC.

[Board paused for a 5-minute break at 8:25 am Pacific and resumed at 8:30]

- b. **Convention 2023:** Ellie reported that there are 118 Convention registrations and

128 hotel room night reservations. We need to continue to promote the event so we can increase member participation. It was noted that there had been several cancellations, and the question was asked whether this is normal. Michael responded that this is part of the normal process.

- c. **Service Month:** Susan reported that a WSO sponsored service workshop will be June 11 from 10 am to Noon Pacific. The topic is healthy meetings. She would love to have Board participation.

Intergroup reports: **Lorraine** reported Northern Colorado Intergroup is struggling to fill officer positions; Dallas TX intergroup is working on their Bylaws. The UK Intergroup is still working on establishing themselves as a non-profit organization which is more complex than in the US. **Adell** has had contact with her three intergroups: Southern California, Las Vegas and San Bernadino. Las Vegas is planning on providing scholarship for Convention 2023 and San Bernadino cancelled their annual anniversary celebration and are going to put publicity in local newspapers. **Bryce** reported Northern California-Central Coast is active. **Aneisa** contacted San Diego, Michiana, Utah/Idaho. Concerns were expressed for meetings that might need to change affiliation to the Electronic Intergroup if they remained on Zoom. **Jose:** Arizona, Spanish phone bridge and Spanish electronic intergroups, issues with the 7th tradition split. **Mary** Northwest intergroup and Oklahoma have appreciated contact from the Board. **Donna** reported that Phone bridge is very active. She had no success contacting the Sierra Nevada or North Texas intergroups. **Gris** has gone to the Guanajuato Intergroup. They are grateful for the help with their bylaws from WSO. There are three new groups that left the old intergroup no longer affiliated with CEA-HOW. She has also attended the Electronic Intergroup in Spanish. They mentioned they had not received receipts for contributions in WSO.

10. NEW BUSINES

- a. **Office manager's hours:** Aneisa moved to set the office manager's hours to 35 hours per week. Mary seconded. Additional work on social media and Spanish language content for the website are needed. Additional salary cost per year will be about \$19,000 per year. Motion carried unanimously.

- b. **Cross talk article on the website:** Aneisa brought to the Board's attention that some members believe that cross talk in meetings is not allowed because of the article on the website. It has not been passed by the Conference, nor does it seem to be the response to a director of the month query. Michael made a motion to remove the article on cross talk and to change the display on the website to the following:

'Crosstalk is just one member's response to another member's share, and common sense and respectful behavior are suggested. We respect our fellows' right to share in a safe environment, and we do not interrupt or draw attention to ourselves during a fellow's share.

Each group determines its guidelines for crosstalk. Keep in mind our Fourth Tradition which reminds us that "Each Group should be autonomous except in matters affect other Groups or CEA-HOW as a whole."

Aneisa seconded. Five in favor, one opposed. Minority opinion was solicited, and no additional remarks were made.

ACTION ITEM: Remove reference/link to Crosstalk article on the website:

Meetings>Other Reading Material

Members>Common Member Questions>What is Crosstalk?

- c. **7th tradition appeal discussion.** Michael asked to withdraw the motion from discussion as it is more appropriate for WSBC. Lorraine said she was planning to make it a forum discussion at one of the conference sessions. Without objection, the item was withdrawn.
- d. **Convention 2024 Early bird pricing and location:** Discussion was entertained about changing venue for Conference and Convention for 2024 and beyond. Michael made a motion to keep Conference and Convention 2024 at the Sonesta Hotel at LAX and to announce at WSBC and Convention 2023 that we are looking for host cities and intergroups for other venues for 2025 and 2026. Adell seconded. Motion passed unanimously. Ellie will get pricing from the hotel for 2024. Adell asked whether a basket being at meetings at the Convention was allowed. Opinion was this was a decision delegated to the Convention committee and not a call by the Board.

[Board recessed for 5 minutes and resumed at 10:05 am]

- e. **Request for Waiver of Delegate Qualifications and financial assistance from Area 7:** It was determined that Area 7 is only entitled to one delegate. Further it was decided that since one delegate received a waiver last year and is now a sitting delegate, an additional waiver is not required. Bryce moved to fund support for Area 7 up to \$750 pending receipts received. Adell seconded. Six were in favor, none were opposed. Motion carried.

- f. **Request for Waiver of Delegate Qualifications from Area 3,4,5:** Discussion focused on concerns that only two months of service above the meeting level in CEA-HOW and not having attended an Area assembly were not sufficient to be able to participate in the group conscious for the fellowship as a whole. No motion was made to grant the waiver.
- g. **Board Literature Committee:** Susan M. said that the Board literature Committee should be activated, and she was willing to be chair. A question was asked whether Susan, as a corporate officer, could serve as a chair of a Board committee. The Bylaws do not specify requirements for Board Committee membership. The Board agreed that Susan should be chair.
- h. **Policy Motions and Bylaws Amendments for WSBC:** Lorraine reminded the Board of the guidelines for whether a motion is appropriate for WSBC (i.e. Does the motion fulfill an expressed need of the Fellowship; does it fall within the CEA-HOW program philosophy (12 Steps, 12 Traditions, 7 Tools, CEA-HOW Concept and/or the 12 Concepts of World Service); is it a matter appropriate for WSBC and not some local matter; is it not frivolous; is it clear; is it not the same as a motion brought to WSBC last year and defeat.) She suggested that the Agenda Committee may not have followed these guidelines as rigorously as they might have

i) Policy Motion #1: To publish the attached group inventory questions by posting them on the CEA-HOW website for groups/meetings to adapt and implement as they see fit.

Discussion suggested that the questions needed more work and that there didn't seem to be a stated need for them. Questions were raised about if this was intended to support Intergroups, especially those that didn't seem to be particularly active. It might be more of a burden to them rather than support. Michael made a motion not to send this motion to WSBC. Bryce seconded. 6 in favor, none were opposed. Policy motion will not be sent to WSBC.

ii) Policy Motion #2: The Daily Reflections Workbook II for CEA-HOW members with challenges is submitted for approval to publish and distribute to the fellowship, subject to editing for spelling, grammar, and typography.

Bryce made a motion to send this motion to WSBC, Adell seconded.

Discussion wondered why additional questions were needed on Daily Reflections and whether this was a prudent use of CEA-HOW resources. 7 in favor, none opposed. Motion will be sent to WSBC.

iii) Policy Motion #3: The Aging in CEA-HOW Trifold is submitted for approval to publish and distribute to the fellowship subject to editing for spelling, grammar, and typography

Discussion suggested this material is not ready for publication and that it is full of outside issues. It makes unsubstantiated health claims, and Forever Abstinent covers the relevant content already and that it is frivolous.

Michael moved that this not be sent to WSBC. Bryce seconded. 7 in favor, none opposed. Motion will not be sent to WSBC.

iv) Policy Motion #4: The attached piece of literature, "The CEA-HOW Coloring Book", is approved for publication and distribution to the Fellowship, subject to editing for spelling, grammar and typography

[Marcus F, our non-participating director was obliged to leave the meeting because of another commitment.]

Discussion was concerned about this is being an appropriate use of the fellowship's resources. Michael moved to not send this to WSBC. Bryce seconded. 7 in favor, none opposed. Motion is not sent to WSBC.

v) Bylaws Amendment #1: To amend Article 23 Conference Committees, Section 8 Policy Manual Committee—decommission the Policy Manual Committee.

Updating the WSBC Policy Manual is a technical activity and is better handled by corporate officers rather than delegates.

It was suggested that for clarity's sake the title of the Amendment includes WSBC. Adell moved to send the modified amendment to WSBC. Mary seconded. 7 were in favor, none were opposed. Amendment is sent to WSBC.

vi) Bylaws Amendment #2: Clarifying Group and Intergroup affiliation. To Amend: Article 19, Sections 1, 4a, 5b; Article 20 Sections 1 a., b., c., and d.; Article 21 Section 2; Article 22 Section 3.

Donna moves to send this amendment to WSBC. Adell seconded. 7 in favor, none opposed.

vii) Bylaws Amendment #3: Changing the Annual World Service Business Conference to a Hybrid format. Article 22, Section 1 b.

Discussion covered concerns about the expense of doing a hybrid format well, getting full participation and attention from delegates as well as concerns about unity. But it was felt that this should be a decision of the Conference.

Donna moved to not send it forward. Adell seconded. 4 in favor, 2 opposed. Minority opinion was solicited. It was suggested that this is an appropriate matter for WSBC, but costs need to be more accurately developed. Writers of the amendment were inaccurate or incomplete in their cost impact development. Needs to consider cost to Conference and Convention as well as the Area. This is incomplete in order to have an informed group conscious. The vote for reconsideration failed. Bylaws Amendment #3 does not go forward. Amendment will be sent back to the maker for more detailed financial impact. There is not sufficient information for WSBC to make an informed group conscious. Consideration should also take inflation into account.

viii) Bylaws Amendment #4: Clarifying meetings and groups in Article 19.

Aneisa moved to send this to WSBC, Adell seconded. Unanimously approved. Amendment will go forward to Conference.

Michael moved to adjourn. Mary seconded.

Meeting adjourned at 11:59 am Pacific with the Serenity Prayer.

Next Quarterly Board of Directors Meeting will be at the conclusion of WSBC 2023 in July.