



COMPULSIVE EATERS ANONYMOUS-H.O.W.
BOARD OF DIRECTORS 2023-24 Meeting
April 27, 2024
Minutes

Aneisa, Chair, called the meeting to order at 7:04 am Pacific time with the Serenity Prayer. Jose read Tradition Two; Mary read "As Bill Sees It." page 332.

1. **ROLL CALL.** Directors present: Aneisa B. Chair; Donna T., Vice-Chair; Bryce M.; Gris M.; Adell P.; Mary Q.; Jose F.; Suzanne E.; Marcus F., Non-Participating Director. Corporate Officers present: Michael D., President; Susan M., Vice-President; David M., Secretary; Kevin C., Treasurer. Executive Director: Jana. Molly, Maria, and Oralia served as Spanish language translators with backup by Suzanne.
2. **APPROVAL OF MINUTES of January 17, 2024, meeting.** Bryce moved to approve the minutes of the last meeting, seconded by Susan. Motion passed unanimously.
3. **APPROVAL OF AGENDA.** Under New Business item 4b is removed (Change to Sponsor Guidelines to reducing the number of days to read the 7 Tools at a meeting). This was originally rejected by the Agenda Committee and had been placed back on the agenda, but the Chair realized it proposes a change to Conference Literature and had not been reviewed by the Conference Literature Committee. It should not have gone to the Agenda Committee without Literature Committee approval in the first place. Susan had an objection to removing this from discussion; she suggested that not having been reviewed by the Literature Committee should not be sufficient reason for not bringing this to Conference. The Chair acknowledged her objection. David said that one of the Bylaws Amendments approved the Board at its January meeting needs to also be approved by the Conference. This is the amendment to give editorial responsibility of the Bylaws to the Bylaws Committee. The Board has already approved this, but it needs to be placed on the Conference agenda. Susan asked that the Action Items list that was submitted to the Dropbox folder be considered rather than the Action Items on the agenda, some of which have already been completed. Bryce moved to accept the agenda as amended; seconded by Adell. Motion passed unanimously.
4. **OFFICER REPORTS**
 - a. **Chair's Report.** Aneisa reported that the Conference Agenda Committee received 12 policy motions. All were rejected except for the Literature Committee's motion to approve additional questions in the "Made a Decision" series based on "As Bill Sees It." Chair was asked to reconsider the committee's decision and she placed 6 policy motions on the agenda for the Board's consideration. A Bylaws amendment was submitted to her directly to raise the individual contribution limit.
 - b. **President's Report.** The Conference and Convention had to be moved to a new hotel because the original hotel is being remodeled. The website rebuild project requires more oversight time than Michael has, and we don't have anyone on the Board or WSO with the necessary time and expertise to manage this project. He suggested that it would be appropriate to bring this to the delegates' attention. In further discussion, it may be necessary to hire a more experienced consultant to be a



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project manager. While there is a desire to bring the issue to the Conference, it would be impractical to have 45 different stake holders work on development. But informing the Conference would be desirable.

[Action Item: Michael will look at the responses to the Upwork solicitation to see if a consultant can be identified.]

- c. **Executive Director's Report.** The Convention Committee reports 149 registrants as of 3/31. The new Conference and Convention venue will be the Hilton LAX. The Sonesta Hotel was cancelled because of renovations but they're willing to host us later in the year (and presumably in subsequent years.) A new deposit was made and room booking should be available shortly. Jana contacted everyone who had already booked rooms at the Sonesta and directed them to cancel their reservations. A new liability form was submitted to the Hilton and our AV company was informed about the change in venue. Jana has continued to review and update the office, website, conference, and service body procedures. Spanish translation of the Bylaws has been completed and is being sent to new meetings.
- d. **Treasurer's Report.** Kevin presented his report. Kevin thanked Jana's efforts to streamline office procedures and he apologized for getting the report to the Board at the last minute.
 - i. There was an all-time high receipt of contributions for the first quarter. \$39,000 up 70% over the previous year's first quarter. He suggested that at least initially our 7th tradition messaging has been working.
 - ii. He has put wording in the executive summary that would not be customary in standard SEC type quarterly reporting, such as expressing gratitude for the Fellowship's swift and generous response to our request to improve donations. Feedback was given to modify his report.

Contributions that have been made recently will not be in the first quarter report. The Board was informed that the office does cash accounting not accrual accounting, so there will be a lag in reporting donations until the funds are cleared in our account. Jana reminded everyone about the importance of documenting the purpose of donations, especially if it is an Intergroup or Area donation paid by a personal check, by personal PayPal or similar account. Monthly information needs to be sent to Area as well as Intergroup chairs because of the increased number of meetings not affiliated with an intergroup.

5. COMMITTEE REPORTS

- a. **Spanish Literature.** Gris reported there were two meetings, one in February and one in April. They finished Musts and Miracles and sent a pamphlet on spirituality to the translation committee. In response to a question, Gris said the Conference Spanish Literature Committee reviews and edits the work of the volunteer Translation Committee.



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- b. **Finance.** No additional report. The Conference Finance Committee has not met since WSBC 2023. Kevin suggested they might consider the need for spending on website development. In the past, the Finance Committee has worked on training for treasurers throughout the service structure. They might also have some input on the proposed internal WSO audit later on the current agenda.
- c. **Sponsorship.** Mary said the committee hasn't been active.
- d. **Education.** Jose reported that the Committee has been meeting. They are working on a pamphlet for all members about service in the program. Jose believes this may be ready for WSBC 2025.
- e. **Bylaws.** David reported that the Bylaws Committee has met and reviewed Part C of the Bylaws. Several corrections were found, but all were editorial in nature. The committee decided to defer action pending the outcome of approval of the Bylaws Amendment to give editorial responsibility to the Bylaws Committee at this coming WSBC.
- f. **Nominating.** Marcus reported the Committee has been meeting regularly. There is a motion on the agenda later to have a workshop at this coming WSBC on Non-participating directors and participation from outside the Fellowship. The committee does not expect to have candidates to present to the Board by the end of the Conference. It has become apparent that the role of these service positions is not well understood and what the responsibility of the members of the Fellowship is in submitting candidates for these roles. They are working on developing a process that maintains confidentiality but has transparency in the review and selection process.
- g. **Convention.** Adell reported members of the Convention Committee expressed concerns about the change of hotel venue and the need for site walkthroughs as soon as possible. She mentioned concerns were raised that costs (e.g. parking) at the new hotel may be more. Suzanne said the number of registrations at this time of year is not at the same level as last year. They are holding a Spanish Language workshop to encourage participation. They still need Speaker and Raffle Chairs. The Convention Chair and Co-Chair are filling in. The Convention Co-Chair has agreed to be Chair for next year. The first hotel walkthrough will be on May 14.
- h. **Special needs.** The Committee meets monthly. Suzanne said they have been working on new stories for the website. Accessibility at face-to-face meetings and how to inform members about meeting accessibility is an ongoing concern.
- i. **Literature.** The Committee is very active. The Committee has done excellent worked editing the two "Made a Decision" workbooks, questions on "As Bill Sees It." The Committee received a pamphlet called Meeting in a Pocket. It has pieces of AA literature, and apparently AA literature copyright policy is that AA literature is not reproduceable for non-AA purposes. Susan expected the Chair to report on further investigation into this at WSBC.
- j. **Board Literature.** There are two members in addition to Susan now on the Board Literature Committee. They agreed to create policy motions to remove five of the



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eight pamphlets from the CEA-HOW Literature Store: Overview of the Twelve Steps; CEA-HOW Concept and What It Means; the Meaning of Abstinence; Am I a Compulsive Eater; and What is Food Addiction. These were created during the early years of the Fellowship and the committee believes the information in these pamphlets no longer reflects the language and messaging of CEA-HOW. The remaining three pamphlets: Welcome Newcomer; A View of Medical Abstinence; and Weighting and Measuring in CEA-HOW provide necessary information for new and potential members. The new meeting packet which has needed revision for some time has been completed, sent to WSO and is being distributed to new meetings. The Committee has completed its review of the 12 Traditions Study Guide and is now in the process of reviewing the Daily Reflections Workbooks.

- k. **Website.** The Committee hasn't met.
- l. **Public Information.** Donna reported that the Committee has reached out to several organizations to ask if information can be sent to them about CEA-HOW without success. A member will be speaking at a conference of doctors focused on eating problems.

6. OLD BUSINESS

- a. **Action Items.** Board Action Items were reviewed:
 - i. Work with Fiverr to get Convention audio files edited and put on the website. Completed
 - ii. Revise the 7th Tradition flyer and circulate it to the Board for approval. Completed.
 - iii. Draft a revised Board Literature policy on editing and correcting existing literature. Completed.
 - iv. Update the Bylaws on the Website with changes passed at WSBC 2023. Completed.
 - v. Send ideas for qualifications and potential candidates for Non-Participating Directors to the Nominating Committee. Ongoing.
 - vi. Send concerns and ideas regarding Bylaws to the Bylaws Committee. Ongoing.
 - vii. Identify and retain a qualified website consultant to wireframe the existing website and to develop a proposal to build a new/revised website. Completed and replaced with x. below.
 - viii. The Spanish Language Literature Committee will look at Spanish Language Literature for any incorrect [translated] identification of our organization (Compulsive Eaters Anonymous-HOW). In Process.
 - ix. Include the Treasurer's Executive Summary as well as supporting report as part of the regular IG/Area monthly email. Completed.
 - x. Put out a request for proposal on Upwork for a consultant to rebuild the WSO website and present the Board with the best 3 proposals. Ongoing



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- xi. Contact the Public Information Committee and prepare a motion to create a "Carry the Message" month. In process.
- xii. Include a reminder in the IG/Area email that only CEA-HOW and AA Conference-approved literature are to be used at CEA-HOW meetings. Completed.

b. Intergroup Liaison Reports

- i. Aneisa reported the Utah and San Diego Intergroups are doing well. Utah sent in a onetime \$2000 donation. Utah had a workshop that was well attended and most of their meetings are in-person. They were encouraged to put their special events on the CEA-HOW website.
- ii. Bryce reported Central Coast is still functioning.
- iii. Adell said San Bernadino/Riverside had a well-attended 20th anniversary celebration and are planning on donating money to the Convention. Southern California Intergroup is weighing reinstating their public information efforts considering costs and whether campaigns would be in Spanish and English. Las Vegas Intergroup has some advertisements on their website for commercial products as well as an article about the difference between CEA-HOW and another specific 12 Step food program. Jana will look at their website for concerns about outside endorsements and notify them if appropriate.
- iv. Mary reported that Oklahoma intergroup is doing ok. They have hybrid and face to face meetings. Some members participated in the Area 2 assembly and are planning on attending the Global Convention. Northwest Intergroup hold intergroup meetings on an informal basis. LA Intergroup is thriving and has transparency about their operations.
- v. Jose has been attending Spanish Phone Bridge Intergroup meetings. There are concerns about how they are forwarding contributions from meetings. An issue arose in discussion that Phone Bridge and electronic intergroups may in fact function as groups rather than intergroups as far as the 7th Tradition and meeting finances are concerned. [Action Item: The Bylaws committee will investigate the issue of the 7th tradition and Phone Bridge and Electronic Intergroups.] The Phoenix Intergroup was doing well and participating in outreach activities.
- vi. Suzanne reported the UK Intergroup had a change in their Chair and most of the Board. UK Intergroup and Area 7 are having growing pains. Suzanne attended Dalla/Fort Worth and Colorado Ingroup meetings. Both are small but active. She did connect with the new Pennsylvania Intergroup Chair who has not been getting flyers.



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- vii. Donna was in contact with Sierra Nevada and the Phone Bridge Intergrroups and they are doing well.

[The meeting took a break from 8:51 to 8:57]

- viii. Gris was in contact with the Electronic Spanish Intergrroup. They are Skype meetings. They meet the last Saturday of the month, they're revising their bylaws and are sending two delegates to the Business Conference. They have 14 open meetings. She also was in touch with the Bugambillas Intergrroup. They meet the first Thursday of the month and have had a change in their chair and treasurer. They have two delegates who will attend the Business Conference. Two new meetings have recently been registered, one in Mexicali and one in Guanajuato.

7. NEW BUSINESS

- a. **New laptop for the WSO office.** Michael stated the laptop that the office has is quite old and impacts workflow and office productivity. Michael moved to purchase a new laptop for \$699.99 plus tax and delivery. Donna seconded the motion. Motion passed unanimously. The body was reminded that purchases over \$500 require Board approval.
- b. **Convention 2025.** Kevin reminded the Board that early bird sign up is available at the current Convention for the following year, so we need to determine where Convention 2025 will be and pricing. Michael moved that Convention 2025 be priced as though we're going back to the Sonesta or the Hilton in LA. David seconded the motion. Discussion suggested that the minimum lead time for a new city location should be 18 months and better 3 years. Discussion noted the challenges of selecting a hotel that would accommodate us as well as a local service structure to support the Convention. Restated motion was to hold Conference and Convention 2025 at the Sonesta Hotel in Los Angeles, registration price to be determined. Motion passed unanimously. [Action Item: Kevin will work with Jana to get a quote from the Sonesta.]
- c. **Policy Motions and Bylaws Amendments for WSBC 2024**
 - i. **Increasing individual contribution limit from \$10,000 to \$50,000.**
Approved to go to WSBC 2024 without objection.
 - ii. **Giving Editorial responsibility of the Bylaws to the Bylaws Committee.**

Article 13. Section 1. Subsection e.) (Giving Editorial authority to the Bylaws Committee. Must be approved by the Board and then WSBC to be effective.)

EXISTING

Each Director must be notified of any editorial changes to these Bylaws by the Parliamentarian. Such editorial changes shall be effective thirty days after mailing of such notice unless an objection is received in



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writing from three Directors by the Secretary.

PROPOSED

Each Director must be notified of any editorial changes to these Bylaws by the Parliamentarian or the Bylaws Committee. Such editorial changes shall be effective thirty days after mailing of such notice unless an objection is received in writing from three Directors by the Secretary. Any editorial changes made to these Bylaws shall be reported to the World Service Business Conference annually.

Approved to go to WSBC 2024 without objection.

- iii. **Policy motion to approve “Made a Decision” workbooks parts 3 and 4 based on “As Bill Sees It” for use by the Fellowship.** Approved for the WSBC 2024 agenda without objection.
- iv. **Policy motion to discontinue sale of “Am I a Compulsive Eater?” pamphlet and remove from CEA-HOW literature list.** Approved for the WSBC 2024 agenda without objection.
- v. **Policy motion to discontinue sale of “The CEA-HOW Concept--What It Means” pamphlet and remove from CEA-HOW literature list.** Approved for the WSBC 2024 agenda without objection.
- vi. **Policy motion to discontinue sale of “Overview of the 12 Step Recovery Plan” pamphlet and remove from CEA-HOW literature list.** Approved for the WSBC 2024 agenda without objection.
- vii. **Policy motion to discontinue sale of “The Meaning of Abstinence--Weight Loss in CEA-HOW” pamphlet and remove from CEA-HOW literature list.** Approved for the WSBC 2024 agenda without objection.
- viii. **Policy motion to discontinue sale of “What Is Food Addiction?” pamphlet and remove from CEA-HOW literature list.** Approved for the WSBC 2024 agenda without objection.
- ix. **Policy motion to discontinue sale of “CEA-HOW Pamphlets (compilation)” and remove from CEA-HOW literature list.** Approved for the WSBC 2024 agenda without objection.
- d. **Area requests for financial support**
 - i. Area 345 requests \$815.50 to assist sending 3 delegates. David moved to approve the area assistance request. Donna seconded. Approved unanimously.
 - ii. Area 6 requests \$150 to assist registration of 1 delegate. Mary moves to approve the area assistance request. Donna seconded. Approved unanimously.
- e. **Nominating Committee workshop at WSBC 2024.** The Committee believes more information needs to be provided to the delegates and the entire Fellowship about what the Board is, who the Directors are and the role that Non-Participating Directors play and who we’re looking for. Members, not necessarily Board members, are responsible for identifying friends of CEA-HOW who can serve. A 45-minute workshop is proposed, probably on day two of Conference. They envision a brief presentation and then breakout groups of 6 or so, with at least one Director or



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Officer per group. Each group will report back and then time for an open mic for ideas and/or questions and answers. Marcus moved that WSBC holds a 45-minute workshop with a working title of “World Service Directors, Our Collective Responsibility.” Bryce seconded. Unanimously approved.

- f. **Internal Audit.** The Board and Corporate Officers have a fiduciary responsibility to ensure that we are managing our resources effectively. The discussion revolved around financial responsibility, as well as taking possible actions to spend our resources as prudently and as cost effectively as possible. Kevin discussed audit strategy. There is an accredited LA accounting firm that will do this work for us at \$200/hour, which Kevin said was a very reasonable rate for this sort of work. Some of the work could be done by some of us in-house. Kevin moved to spend up to \$2000 with the Gerber accounting firm on an internal audit of WSO and report back to the Board. Bryce seconded. Motion passed unanimously. Kevin mentioned there are online/virtual bookkeeping companies that may also be an alternative to the way we’ve done business.

Kevin noted that at the end of WSBC he will be completing his two-year term. It was observed that the other Corporate Officers were in the same position.

[Action Item: Make an announcement that we are seeking a new Treasurer.]

The next Board meeting is July 19, 2024, after the conclusion of WSBC. Michael moved to adjourn; Bryce seconded. The meeting adjourned at 10:18 am.pg. 8