



COMPULSIVE EATERS ANONYMOUS-HOW
BOARD OF DIRECTORS 2024-25 Meeting
October 26, 2024
Minutes

Aneisa called the meeting to order at 7:00 am Pacific time with the Serenity Prayer and read Tradition Two. Adell read "As Bill Sees It," page 332.

1. **ROLL CALL.** All Directors were present: Aneisa B. Chair; Suzanne E., Vice-Chair; Adell P., Jose F., Judy K., Linda Jean M., Carmen C., and Vickie S. All Corporate Officers were present: Michael D., President; Susan M., Vice-President; David M., Secretary; Kevin C., Treasurer. Executive Director: Linda V. Molly, Natalia, Oralia and Maria served as Spanish language translators during the meeting.
2. **APPROVAL OF MINUTES** Susan moved to approve the minutes of the first meeting of the 2024-25 Board of Directors, July 19, 2024. Adell seconded. It was noted that there had been a change to the Director of the Month schedule that was different than what is in the minutes, but this change occurred after the meeting and so would not be reflected in the minutes. Motion passed unanimously.
3. **APPROVAL OF AGENDA.** Susan moved to approve the agenda as presented. Linda Jean seconded. Motion passed unanimously.
4. **OFFICER REPORTS**
 - a. **Chair's Report.** Aneisa welcomed the four new Directors to the Board: Vickie, Carmen, Judy and Linda Jean. She noted that Suzanne was appointed Chair of the Nominating Committee to replace Marcus F.
 - b. **President's Report.** Michael reported that most of his report would be covered under Old Business regarding Website. A question was asked about the status of Convention audio recording reviews. He said our issue with the Website is preventing us from posting new audio content. All content up to Convention 2024 has been reviewed.
 - c. **Executive Director's Report.** Linda V. gave her report on her first three months as Executive Director. Regarding the status of 2024 Convention recording reviews, she said about half of those assigned have finished their reviews and returned their recordings. The due date for completion is 11/17/2024. **[ACTION ITEMS: Notify Board Members who haven't completed their Convention recording reviews (Linda V.); Complete reviews and send them to WSO (Board Members); Send the recordings and editing instructions to the contract audio editor (Linda V.)]** She further reported that since her appointment there have been several frustrating computer problems. These were issues with Microsoft Outlook, the office computer and missing Dropbox files. Ellie (a former Executive Director) gave Linda a referral for a computer consultant who did a great job fixing most of the computer issues, some of which were syncing between the office computers. She said WP Tangerine had



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been difficult to work with and not very responsive so she hoped a new website maintenance vendor could be found.

She has established some deadlines for the monthly Intergroup mailing and general email newsletter to better ensure they both go out on time. She sent out the Area Assembly mailing in accordance with the WSBC timeline. For the annual census, there are 338 meetings (face-to-face, zoom, phone bridge and hybrid) down from 360 in 2023. She thanked everyone for their support and for welcoming her.

- d. **Treasurer's Report.** Kevin presented his report. In summary he said that although contributions are growing faster than operation expenses (an improvement over last year) they don't offset those expenses. Kevin visited the office and met with the WSO team to review and inform himself about our day-to-day processes related to income and expenses and attested that our operational expenses are about as low as they can go.

Kevin noted that Conference and Convention costs were \$5000 higher this year than last. The AV bill was \$1500 more (which was part of the \$5000 increase) than before because of the different set up at the hotel and because we had to switch rooms for the big events and we also had to pay for transition support from Ellie, our consultant, to prepare for WSBC. We paid the parliamentarian \$600 which we didn't seem to have paid last year, and the hotel charged more for coffee than the other hotel. Another item affecting revenue was decreased literature sales, \$5000 less than last year. **[ACTION ITEM:** Kevin was asked to investigate the sources of extra expenses as well as what the five-year trend in literature sales has been.] Gross Convention income was \$22,000. Discussion revolved around possible causes for decreased literature sales, the fact that Conference does not cover its own costs and that Convention is counted on to make profitable the two events combined. Kevin asked about the prudent reserve on the balance sheet. It has been \$67,000 for several years. The Board policy is that the reserve be nine months operating expenses and that it needs to be increased to match our current expenses. It was suggested that the treasurer should establish at the beginning of the year what 75% (9 out of 12 months) of the prior year's expenses and inform the Board that this is the current prudent reserve. **[ACTION ITEM:** Establish a new prudent reserve amount and inform the Board. Kevin will do so after the end of the calendar year, 12/31/24] Kevin also mentioned we have a substantial amount of cash in a bank account earning very little interest. He is going to shop around for an FDIC insured account that will give us some more substantial interest income.

5. COMMITTEE REPORTS

- a. **Spanish Literature.** Carmen reported they have meetings scheduled for the year. They are reviewing the translation of "Recovery, Unity and Service." They need to find a new chair, because Carmelita became a Board Member.
- b. **Finance.** No report.



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- c. **Sponsorship.** Judy reported that the Committee has been active and they're planning a sponsorship retreat.
- d. **Education.** Jose reported that the Committee is working on elaborating on the CEA-HOW Service Manual, either giving a presentation at the Convention or something that can be available at meetings for all members.
- e. **Bylaws.** David reported that the goal for the Committee was to incorporate all changes to date and make them available to the Board and put a new version on the website if its issues have been resolved. He also said that the Committee was short one member. Linda Jean M. volunteered to be on the committee. **[ACTION ITEM: Complete and distribute an updated version of the Bylaws. Bylaws Committee.]**
- f. **Nominating.** Suzanne reported that there were four nominations submitted for non-Participating Director and the Committee decided to recommend one to the Board.
- g. **Convention.** Suzanne reported the planning for next year's Global Convention is going well. The Chair is very organized and doing a great job. There are 122 people signed up to date, including Board members.
- h. **Special Needs.** There has been a request from the Fellowship that publications which cite other literature do so in a way that are compatible with text readers, for example Big Book, page 38, paragraph 2. The Committee may propose a Policy Motion at the next WSBC to address this. Some Committee members haven't been available for scheduled meetings.
- i. **Conference Literature.** Susan reported that the members have been reviewing the pamphlets and compilation booklet that WSBC 2024 referred to them. They seem inclined to keep them as approved literature. They've requested permission from AA to publish a new item called "Meeting in a pocket" which has AA literature, primarily quotes from the Big Book, often read at CEA-HOW meetings. A question was asked about a committee contacting an outside organization such as another 12-step organization on behalf of our Fellowship without review by the Board. After discussion it was suggested that a Policy Motion covering this concern should be considered at the next Board meeting, since the Conference Literature Committee has already sent the communication. **[ACTION ITEMS: Draft a motion for the January 2025 Board meeting. Michael; Forward communications from the WSBC Literature Committee to A.A., regarding use of Big Book passages in "Meeting in a Pocket," to the Board. Susan]**
- j. **Board Literature.** Susan reported there are three members on the Board Literature Committee. They have recommended that the pamphlets: "Welcome Newcomer," "A View of Medical Abstinence," and "Weighing and Measuring from a Food Plan," be kept and has forwarded their recommendation to the Conference Literature Committee. The newly Conference-approved booklets parts 3 and 4 of the "Made a Decision" series have been reviewed, edited and sent to the World Service Office (WSO) for printing. The Committee also reviewed, edited and sent to WSO "Daily Reflections 1," "Kaleidoscope," and "Came to Believe," prior to reprinting. The Committee is currently reviewing the question booklets "Celebrating the Program



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Pioneers,” based on the 3rd edition of the Big Book and parts 1, 2, and 3 of the “Celebrating the Program” series based on the 4th edition. They intend to move questions from the “Program Pioneers” booklet that were retained in the 4th edition because fewer and fewer members have access to the 3rd edition.

- k. **Website.** Linda Jean reported that the Committee has met a few times and sent a letter to the Board with recommendations to develop a new website that is more focused on newcomers, has a better meeting finder, literature sales page with better visuals and is faster. The Committee members thought some of the things on the website were less important and perhaps didn’t need to be there, such as audio recordings, program readings, personal stories and redundant and out-of-date information.

Discussion revolved around some of the issues with the current website and what are the causes of the problems we’re experiencing. Michael will respond to the Website Committee’s email. **[ACTION ITEM:** Respond to the Website Committee’s letter to the Board. Michael]

- l. **Public Information.** Vickie reported that the Committee elected a new Chair and Vice-Chair and are working on materials to introduce the program to potential newcomers and to participate in outreach at health fairs. The Committee has meetings scheduled throughout the year.

[The meeting recessed briefly until 8:45 am]

6. OLD BUSINESS

- a. **Website proposal.** Michael presented the proposal to repair and improve the CEA-HOW Website. An initial proposal was provided to Board members in advance. It would be a 16-week process that would include: spinning up a duplicate sandbox site to implement all changes without effecting the production site until repairs are completed; fixing the meeting finder; replacing existing plugins that the proposer has tested and believes won’t conflict; repairing the coming events and posts so they can be updated appropriately; integrating the Literature part of the site to avoid broken links and minimizing potential future plugin conflicts. Phase 2 will include work on improving the user experience and interface so that the site is more contemporary; some search engine optimization and content updating; ensure that the whole site is in WordPress and not older technology (as some parts of the current website may still be using.)

The contractor will not be doing ongoing maintenance. He will be available to evaluate our current website maintenance vendor and/or help to identify and retain a replacement one if needed. Discussion covered opportunities for stakeholders to review the interface work and accessibility. Michael stressed that we need to do our part to review work promptly or else the work will be drawn out and cost more. Concerns were expressed about the process for working with the person doing the



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work and Michael said this was discussed. Both Michael and the proposer agreed that the work would need to be reviewed by several parties. Concerns were raised about the Spanish part of the website. Michael suggested that we'll need to repair the English site before we can get a good translation. There may be plugins which will do the translation without conflicting with other parts of the site. Concerns were also raised regarding accessibility for blind and low-sighted users with a specific concern about hidden links.

MOTION: Michael moved to accept the proposal with a 20% contingency which would make the total amount a maximum \$15,600. Adell seconded. Further discussion suggested that the Conference Website committee's concerns needed to be addressed before voting. The question was called. Six voted yes, one voted no. Minority opinion was solicited, and no additional discussion was offered. Motion passed.

b. Action Items. Board Action Items were reviewed:

- i. Send ideas for qualifications and potential candidates for Non-Participating Directors to the Nominating Committee. Remains on going. [Board members]
- ii. Send concerns and ideas regarding Bylaws to the Bylaws Committee. Remains on going. [Board members]
- iii. Send the Treasurer's Executive Summary as one document and, as a separate document, the supporting reports that comprise the Treasurer's quarterly report for the Board meeting as part of the IG/Area monthly email after each quarterly Board meeting. Remains on going, quarterly after each Board meeting. [Linda V.]
- iv. Put out a request for proposal on Upwork to rebuild the WSO website and present the Board with the best three proposals. Completed.
- v. Contact the Public Information Committee and prepare a motion for the next Board meeting to create a Carry the Message month. Completed.
- vi. 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. Ongoing, quarterly. [Linda V.]
- vii. The Spanish Language Literature Committee will look at Spanish Language Literature for any incorrect [translated] identification of our organization (Compulsive Eaters Anonymous-HOW) On going [Carmen/WSBC Spanish Language Literature committee]
- viii. Discuss at the next regular BOD meeting increasing the individual maximum donation from \$10,000. Completed, on the current meeting agenda.
- ix. Internal Audit with outside accounting firm (Gerber Accounting). Ongoing.



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7. **NEW BUSINESS**

- a. **Deleting files in Dropbox.** Linda V said the office discovered that for the first six months of the year there were a lot of documents deleted from Dropbox and they weren't able to identify who deleted them. Linda said it was important that people remove themselves from permission to read the document rather than deleting the document itself. She shared some screen shots on how to do this. She will work on a best practices document for Board members and Delegates.
- b. **Process for Board approval of printed material, menu and coffee/tea condiments at Convention.** Suzanne moved and Adell seconded a motion that the Board Liaisons approve the menus and printed materials at Convention. After some discussion, **MOTION:** David restated the motion as: The Board member(s) who is(are) the Convention liaison have the delegated authority from the Board of Directors to ensure that all menu and other food and beverage served at Convention be in accord with the current "Forever Abstinent" food plan and that the Convention registration packet materials follow current Bylaws, Board and Conference policies. The maker and second of the motion were asked if they accepted this restatement of their motion. They agreed. Motion passed unanimously. Note: Motion regarding approval of Convention workshop materials will be addressed at the January 2025 Board meeting.
- c. **Candidate for non-Participating Director.** Sean H. was presented by the Nominating committee as a well-qualified candidate. **MOTION:** Susan moved to elect her to a term through the end of WSBC 2026. Adell seconded. After a brief discussion about the nominating process and her qualifications the motion passed unanimously. Aneisa congratulated the Nominating committee on the fine work they're doing. **[ACTION ITEM:** Susan will contact and welcome Sean to the Board.]
- d. **Bylaws amendment to increase the maximum contribution limit to \$50,000.** Article 7, Section 4 specifies the maximum contribution to be \$10,000. **MOTION:** The amendment is to change this from \$10,000 to \$50,000. Seconded by Adell. Motion passed unanimously.

[It was noted that Intergroup liaison reports had been left off the agenda inadvertently although reports were distributed to Board members in advance. They will be included in the next meeting.]

The next Board meeting is January 25, 2025. Adell moved to adjourn; Michael seconded. The meeting adjourned at 10:37 am with the Serenity Prayer.