

COMPULSIVE EATERS ANONYMOUS-HOW

LOS ANGELES
INTERGROUP
IG# 90139

BY-LAWS



CEA-HOW LOS ANGELES INTERGROUP
419 N. Larchmont Blvd. #210
Los Angeles, CA 90004
(323) 549-5331

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LOS ANGELES INTERGROUP ASSOCIATION
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ARTICLE I - NAME

The name of this organization, in these By-laws shall be: Compulsive Eaters Anonymous-HOW Los Angeles Intergroup Association, which is referred to herein as the Intergroup or the Association.

This intergroup registration number is:
#90139

ARTICLE II - OFFICES

SECTION 1. PRINCIPAL OFFICE

The principal office of this intergroup for the transaction of its business is located at: 419. N. Larchmont Blvd. #210 Los Angeles, CA 90004, (323) 549-5331.

SECTION 2. CHANGE OF ADDRESS

The county of the intergroup's principle office can be changed only by amendment of these By-laws. The Board of Trustees ("the Board") may, however, change the principal office from one location to another within the named county by noting the changed address and effective date below and such changes of address shall not be deemed an amendment to these by-laws.

----- Dated: -----
----- Dated: -----
----- Dated: -----

SECTION 3. OTHER OFFICES

The intergroup may also have offices at such other places within State Of California, where it is qualified to do business, as its business may require and as the Board may, from time to time, designate.

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ARTICLE III - PURPOSE

The purpose of the Intergroup shall be the administration and coordination of COMPULSIVE EATERS ANONYMOUS HOW (CEA-HOW) activities common to the various groups comprising the Intergroup's Association's membership.

The specific aim and primary purpose of this organization is to help and support those persons who acknowledge their problem with eating. Meetings follow the CEA-HOW Twelve Steps, Twelve Traditions, Concepts of Service, HOW Concept and Seven Tools to aid them in the process of recovery from food addiction. The general purpose and intent is to promote public and personal health and to work with and provide charitable and cultural assistance to those with the problems of compulsive eating and food addiction.

This intergroup is organized exclusively for charitable, religious and scientific purposes, including for such purposes that making of distributions to organizations that qualify, as example organizations under section 501c3 of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Revenue Law).

ARTICLE IV - MEMBERS

SECTION 1. MEMBERSHIP

Members shall consist of the Intergroup Board of Trustees (referred to as the Board) and CEA-HOW World Service registered group Intergroup Representative(s) or IR.

SECTION 2. QUALIFICATION FOR MEMBERSHIP

- a) Those groups that are presently registered with Compulsive Eaters Anonymous-HOW's World Service Office and any future CEA-HOW registered groups which have indicated their intention to belong to the Intergroup may be considered members. A group conscience to join the Intergroup shall be evidenced by giving written notice to the Intergroup Secretary.
 - 1) A group is defined as any two (2) or more persons meeting together who practice the CEA-HOW Twelve Steps, Twelve Traditions, the HOW Concept and Seven Tools.
- b) No group may be registered with another Intergroup.
- c) For Board qualifications see Article V Section 4 & 5 (a & b.)

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SECTION 3. INTERGROUP REPRESENTATIVE (IR)

- a) IRs shall be selected by the group conscience of the group they shall represent. Every IR 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 and alternate IR when the necessity arises.
- b) IRs should be selected from among those members of each group that is firmly committed to the CEA-HOW Twelve Steps, Twelve Traditions, the HOW Concept and the Seven Tools as a program of recovery and have at least ninety days of continuous abstinence.
- c) The primary responsibility of the IR, or alternate, is to represent his/her group at all Intergroup meetings, to act as a liaison between this Intergroup and their groups, to see that all communication pertaining to this Intergroup are made available and when requested, read aloud to that group.

SECTION 4. VACANCIES OR RESIGNATIONS OF INTERGROUP REPRESENTATIVES

Failure of an IR to attend two (2) consecutive meetings of this Intergroup may cause their position to be declared vacant. The Intergroup Secretary shall notify the group of any IRs absences. Action shall be at the discretion of said group.

SECTION 5. MEMBERSHIP WITH A VOICE AND NO VOTE

- a) Any employee. (An employee who is duly elected IR from a meeting may vote).
- b) Any member of the Fellowship who is not a duly elected IR or alternate.

ARTICLE V - INTERGROUP BOARD

SECTION 1. BOARD OF TRUSTEES

- a) The Intergroup Board of Trustees shall be called the Board.
- b) The Board shall consist of the Chair, Vice-Chair, Secretary, Treasurer & Area Assembly Representative(s)-[See CEA-HOW World Service Organization Bylaws Article 20, Section 2 (f) 2 for number of Area Assembly Representatives.]
- c) The Executive Board shall consist of the Chair, Vice-Chair, Secretary and Treasurer.

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SECTION 2. PURPOSE

The Board's purpose is to manage and operate the Intergroup's day to day activities (may be assisted by office staff.)

SECTION 3. NOMINATIONS

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 4. EXECUTIVE BOARD QUALIFICATIONS

- a) Working the Twelve Steps, the HOW Concepts and Seven tools of Recovery Program for one (1) year.
- b) Familiarity with the Twelve Traditions and Twelve Concepts of Service.
- c) Six (6) months current CEA-HOW abstinence.
- d) Regular attendance of an active group for period of one (1) year and to be or have been an IR.

**SECTION 5. AREA ASSEMBLY REPRESENTATIVE (AR)
QUALIFICATIONS**

- a) The Area Assembly Representatives (AR) must meet the qualifications as stated in CEA-HOW's Bylaws Article 20, Section 2(f) 1 which states that: Qualifications for selection of ARs and alternates shall be set by each Intergroup. Each AR shall have at least one (1) year of service above the Group level. (Permission for any exception in qualification may be granted at the sole discretion of the CEA-HOW World Service Board of Directors.
- b) Since the AR may also attend CEA-HOW's World Service Business Conference as an Area Delegate it is suggested they meet those qualifications in CEA-HOW's Bylaws Article 21, Section 3(g) which states that: Qualifications for selection of World Service Business Conference Delegates/alternates shall be three (3) years in the Fellowship and two (2) years of service above the meeting level; attendance as an Area Representative in at least one (1) Area Assembly; and two (2) years of continuous recovery in CEA-HOW as evidenced by two (2) years continuous abstinence. Delegates should visibly reflect the ideals of CEA-HOW in order to serve as a role model to others. Delegates must also have given away a Fourth Step Inventory, must share an active relationship with their sponsor, declared themselves as practicing the Twelve Steps, CEA-HOW Concept and Seven Tools to the best of their ability and as committed to the Twelve Traditions and Concepts of Service of CEA-HOW.

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SECTION 6. METHOD OF ELECTION

- a) Elections shall be held annually at the March Intergroup meeting.
- b) To be eligible for election to the Board the nominee must:
 - 1. Meet all qualifications as defined in Article V, Section 4 and/or Section 5(a) & (b.)
 - 2. Understand position responsibilities as defined in Article V, Section 8.
- c) In order to be elected to the Board the nominee must be present at the election meeting and receive a majority vote of the IRs present and voting.

SECTION 7. TERMS OF OFFICE:

- a) Board members shall be elected to serve for a period of one (1) year.
- b) Board members shall serve no more than two (2) consecutive terms in the same position.
- c) After an interval of one (1) year, they may be eligible again for election or appointment.

SECTION 8 RESPONSIBILITIES OF THE BOARD

a. Chair:

- 1.) Shall preside at all Board and regular and special meetings of the Intergroup.
- 2.) Shall be responsible for establishing all Board and Intergroup meeting agendas.
- 3.) May cast the deciding vote to make or break a tie.
- 4.) Appoint Committee Chairs for each Intergroup's committees.
- 5.) Shall be an ex-officio member of each committee and may attend all standing committee meetings.
- 6.) May be removed after two (2) consecutive and unexcused absences from this Intergroup's meetings.

b. Vice Chair:

- 1.) Shall serve in the absence of the Chair.
- 2.) Shall assist the Chair, Secretary and Treasurer whenever needed.
- 3.) May act as a liaison and attend all standing committee meetings.
- 4.) May be removed after two (2) consecutive and unexcused absences from this Intergroup's meetings.

c. Secretary:

- 1.) Shall maintain a file of all minutes of past meetings and a copy of said minutes shall be

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provided upon request (seven [7] days from each Intergroup Meeting and/or Board Meetings)

- 2.) Shall maintain and direct correspondence as needed (may be assisted by office staff).
- 3.) May distribute a notice of all Board and Intergroup Meetings as described in Article VI, Section 4(a & b) & Article VII Section 4 (a & b,) (may be assisted by office staff).
- 4.) May act as liaison and attend all standing committee meetings.
- 5.) Assist in informing the World Service Office of CEA-HOW of all changes in-group information (may be assisted by office staff).
- 6.) May be removed after two (2) consecutive and unexcused absences from this Intergroup's meetings.

d. Treasurer:

- 1) Shall maintain a checking and/or savings account, if necessary for the dispersal of funds requiring two (2) signatures (may be assisted by the office staff).
- 2) Must submit financial reports with budget and actual figures each month at the Intergroup Meeting.
- 3) Shall secure and publish an annual audit of financial records before newly installed Treasurer assumes the responsibility.
- 4) May act as a liaison and attend all standing committee meetings.
- 5) May be removed after two (2) consecutive and unexcused absences from this Intergroup's meeting.

e. Area Assembly Representative(s):

- 1) Attend and report on all Area Assembly Meetings.
- 2) Shall meet all qualifications and requirements outlined in the Area One Assembly's By-laws.
- 3) Act as a liaison between Area Assembly and the Intergroup and/or both.
- 4) May be removed after two (2) consecutive and unexcused absences from this Intergroup's meetings.
- 5) Should a vacancy, resignation or removal of an Area Representative(s) occur, all pertinent information shall be turned over to the Intergroup Board or agent (the office staff will take possession of all material).

SECTION 9. VACANCIES AND RESIGNATIONS

- a) If a Board member loses his/her abstinence the board position is considered vacant.
- b) Vacancies shall be filled by a majority vote at that meeting in which the vacancy occurred, or at the next regular or special intergroup meeting. Such persons chosen to fill said vacancies should serve for the remainder of the unexpired term.

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- c) A person chosen to fill any vacancy on the Board shall meet the qualifications as defined in Article V, Section 4 & 5 (a) & (b) and be aware of all responsibilities of that position as described and defined in Article V, Section 8.

ARTICLE VI – BOARD MEETINGS

SECTION 1. REGULAR MEETINGS

The Board shall meet monthly at a time and place designated by a majority of the Board.

SECTION 2. SPECIAL MEETING

A special meeting may be called at anytime by a majority vote of the Board by giving notice as prescribed in Article VI, Section 3(b.)

SECTION 3 METHOD OF NOTIFICATION

- a) Notification of all regular Board meetings may be made in the Intergroup's newsletter and at the monthly Board meeting.
- b) Notification of all Special meetings may be made by phone call, e-mail, or US Postal Service.

SECTION 4. QUORUM

A quorum shall be 50% plus 1 of those voting members present at any Board meeting.

SECTION 5 VOTING MEMBERS

Each Board member shall be entitled to one (1) vote at Board meetings.

ARTICLE VII – INTERGROUP MEETINGS

SECTION 1. REGULAR MEETINGS

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

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SECTION 2. ANNUAL MEETING

An annual meeting shall be held for the nomination and election of the Board.

SECTION 3. SPECIAL MEETING

A special meeting may be called at anytime by a majority vote of the Intergroup Board by giving notice as prescribed in Article VII, Section 4(b.)

SECTION 4 METHOD OF NOTIFICATION

- a) Notification of all Annual & Regular meetings may be made in the Intergroup's newsletter and at the monthly Intergroup meeting.
- b) Notification of all Special meetings may be made by phone call, e-mail, or US Postal Service.

SECTION 5. QUORUM

A quorum shall be 50% plus 1 of those voting members present at any Intergroup meeting.

SECTION 6 VOTING MEMBERS

- a) Each group shall be entitled to one (1) vote through its selected IR, however, each IR present at any Intergroup meeting shall be entitled to only one (1) vote.
- b) Each Board member shall be entitled to only one (1) even if they are a group's IR.

ARTICLE VIII - COMMITTEES

SECTION 1. STANDING COMMITTEES

- a) The Board and/or IRs are required to carry out the purpose of the Intergroup in the most effective and efficient manner, for that purpose the Intergroup has established the following standing committees.
 - 1. Literature
 - 2. Newsletter/Meeting List
 - 3. Special Events

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SECTION 2. COMMITTEE CHAIR APPOINTMENT

- a) The Intergroup Chair shall appoint Chairs to each standing committee. To be eligible for appointment Committee Chairs must meet qualifications as defined in Article VIII, Section 3.
- b) If a Committee Chair is unable to function, the Board Chair with the assistance and approval of the Board may appoint a replacement.

SECTION 3. COMMITTEE CHAIR QUALIFICATIONS

- a) Working the Twelve Steps, the HOW Concept and the Seven Tools of Recovery Program for six (6) months.
- b) Familiarity with the Twelve Traditions and the Twelve Concepts of Service.
- c) Ninety (90) days current CEA-HOW abstinence.

SECTION 4. COMMITTEE PROCEDURES

Each standing committee may prescribe its own rules for calling and holding meetings and its methods of procedures, subject to guidelines of the CEA-HOW's Twelve Traditions and Concepts of Service.

SECTION 5. COMMITTEE RESPONSIBILITIES

- a) Each standing committee Chair shall submit a verbal report at the Intergroup meeting of any committee meeting taking place outside the Intergroup.
- b) All pre-event expenditures must be cleared through the Executive Board for reimbursement.

SECTION 6. COMMITTEE BANK ACCOUNT

If it is deemed necessary by an affirmation vote of the Board that a committee shall open a bank account, the following procedures shall be followed:

- 1) The committee Chair and the Treasurer of the Intergroup or Office Manager shall be the two (2) signers on the account (those two (2) signatures shall be required on all checks.)
- 2) The committee Chair shall keep all financial records and shall present a detailed itemized report of transactions to the Intergroup one (1) month following any event for which moneys were expended.
- 3) The committee Chair shall arrange for an audit of all bank accounts during the first month of each fiscal year. The audit shall take place at the same time as the audit for the general account of the group.

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SECTION 7. EX-OFFICIO MEMBERS

Past committee members may serve in an ex-officio capacity on their respective committee for one year following exit from that office.

SECTION 8. OTHER COMMITTEES

The Board and/or IR may establish additional committees when such other committees are deemed necessary.

ARTICLE IX - FUNDING

SECTION 1. SOURCE OF FUNDS

- a) Voluntary member group contributions shall be the primary source of funds.
- b) Secondary sources of income may be such occasional projects and/or activities as authorized by the Intergroup according to Tradition Six.
- c) The Intergroup may accept donations from CEA-HOW members, conforming to the general practice of CEA-HOW.
- d) The maximum allowable annual donation to the Intergroup by CEA-HOW members is to be limited to be limited to the same annual amount as permitted by the CEA-HOW World Service at the time the contribution is made.
- e) The acceptance of bequests or donations from any outside source is prohibited.
- f) The Intergroup shall not accept the responsibility for trusteeship over, or enter into the distribution or allocation of funds set up outside of CEA-HOW.

SECTION 2. PRUDENT RESERVE

- a) There shall be no accumulation of funds beyond current necessities, with retention of only a prudent reserve (3 months expenses) for contingencies. Funds in excess will be donated to the Area Assembly and/or World Service Office on a regular basis as directed by the Intergroup.

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ARTICLE X - PARLIAMENTARIAN AUTHORITY

SECTION 1. ROBERTS RULES OF ORDER

- a) The rules contained in the current edition of "Robert's Rules of Order" may govern this Intergroup where they are applicable, and in which they are not inconsistent with these By-laws the Twelve Traditions, Twelve Concepts of Service or any special rules of order this Intergroup may adopt.

ARTICLE XI - BY-LAWS AMENDMENTS

SECTION 1. AMENDMENTS

- a) These By-laws may be amended at any time by two-thirds (2/3) vote of the IRs present and Board members present at any regular or special meeting of the Intergroup, provided the proposed amendments have been announced in the Intergroup meeting agenda or published newsletter prior to the Intergroup meeting.
- b) The Parliamentarian shall make editorial changes, which do not alter the meaning of any By-laws, but clarify the wording or bring the By-laws and Articles of Incorporation into conformity. A written report of each such editorial change shall be given to the IRs.

ARTICLE XII MAJOR POLICY MATTERS

SECTION 1. INTERGROUP

Matters, which affect this Intergroup and/or groups within its service area, shall be referred to the Board of this Intergroup.

SECTION 2. CEA-HOW

All matters, which relate to CEA-HOW, as a whole shall be referred to the CEA-HOW World Service Board of Directors.

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ARTICLE XIII - DISSOLUTION

- a) Upon the dissolution of this Intergroup, after paying or adequately providing for the debts and obligation of the Intergroup, the remaining assets shall be distributed to the CEA-HOW World Service Office. If the CEA-HOW World Service Office is unable to receive the funds. These funds will then be dispersed to a non-profit fund, association, foundation or corporation which is organized and operated for charitable, educational or religious and/or scientific purposes and which has established its tax exempt status under Section 501 © (s) of the Internal Revenue Code.
- b) No part of the net earnings of this Intergroup shall ever incur or be used for the benefit of or be distributed to its members, trustees, officers, or other private persons. However, the association shall be empowered to pay reasonable compensation for services rendered and to make payment and distribution for the express purposes for which it is formed.

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CERTIFICICATE

This is to certify that the foregoing is a true and correct copy of the By-laws of this intergroup named in the title thereto and that such By-laws were duly adopted by the Board of Trustees of said intergroup.

Dated: September 13, 2009


Secretary