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Compulsive Eaters Anonymous-HOW

BOARD OF DIRECTORS MEETING

JANUARY 22, 2022

1. CALL TO ORDER

Susan M convened the meeting at 7:01 a.m. (Pacific time).

2. SERENITY PRAYER, TRADITION TWO, AS *BILL SEES IT* (PAGE 332)

3. ATTENDANCE

Board: Susan M (Chair), Lorraine S (Vice-Chair), Bryce M (Director), “Gris” Mariita M (Director), Mary Q (Director), Janice R (Director), Aneisa B (Director), Adell P (Director); Marcus (Non-Participating Director)

Corporate Officers: Michael D (President), Carolyn P (Treasurer), Donna B (Corporate Secretary)

Executive Director: Ellie M

Observer: Polly

Interpreters: Molly, Suzanne E, Maria, Alma, Nuria, Sol

4. APPROVAL OF MINUTES

The Minutes of the October 23, 2021 Board of Directors meeting were unanimously approved, by a motion made by Bryce and seconded by Lorraine, with the following amendments:

- a. Sections 6b, 9a: replace the term “Executive Committee” with “Corporate Officers” in the term limit discussions.
- b. Section 6j, Literature Committee Report: Remove Action Items. [Note: Action Items are for Board tasks only, and do not include Committee tasks.]
- c. Section 6k: Change the wording from “changes from WSBC 2021 to the CEA Bylaws” to “changes from WSBC 2021 to the WSBC Policy Manual.”
- d. Section 8: Add content of the Action Items noted for clarification.

5. APPROVAL OF THE AGENDA

Upon a motion made by Susan, and seconded by Janice, the agenda was approved with the following change:

Section 8: Delete Non-Participating Director.

6. OFFICER REPORTS

a. Chair—Susan

Susan submitted her Chair's Report, discussing the highlights with the Board, which had been provided to Board members prior to the Board meeting.

- i. Area 6. Susan reported on the efforts to encourage the submission of compliant Bylaws and adherence to the Traditions and Concepts. Further discussion was deferred to New Business.
- ii. Accounting Firms. Susan reported contacting six accounting firms for a review of CEA-HOW's financial management practices. Two firms engaged in preliminary discussions, although only one made a proposal for completing the work. The Executive Committee decided to postpone consideration of an internal review until the first quarter of 2023.
- iii. Board Liaisons. Susan reported that she has assigned Board members specific Intergroups, and deferred further discussion to Old Business.
- iv. Strategic and Action Plans. Discussion was deferred to Old Business.

b. President—Michael

Discussion on the World Service Business Conference 2022 was deferred to Old Business.

c. Executive Director—Ellie

Ellie submitted her Executive Director's Report, discussing the highlights with the Board, which had been provided to Board members prior to the Board meeting.

- i. Office Staff. The onboarding of the new Office Manager/Bookkeeper appears to be going well. The former Office Manager/Bookkeeper will continue assisting with the transition for another month.
- ii. Trademark. The United States Trademark and Patent Office is expected to send correspondence this year regarding the renewal of CEA-HOW's trademark, which is expected come through in December 2022.
- iii. Memorial Donations. Office staff are investigating a memorial donation "button" on the CEA-HOW website.
- iv. Inventory. A physical literature inventory was completed.

- v. Workers Compensation Insurance. The 2022 workers compensation policy renewal will cost \$689, reflecting an increase of \$19 (3%).
- vi. Zoom. The Zoom account was renewed at the same price and service levels.
- vii. Intergroup. Discussion was deferred to Old Business.

d. Treasurer—Carolyn

Carolyn submitted her Treasurer's Report, discussing the highlights and noting the financial report is unaudited and had been provided to the Board members prior to the Board meeting.

- i. Net Income. CEA-HOW ended the year in a good position with \$61,714 in net income, up 66.5% or \$24,642 from 2020.
- ii. Contributions. The increase in net income was primarily due to an increase of \$23,436 in contributions and a \$2,109 increase in Convention income. Five years ago, there were 10 recurring payment contributors, which has grown to approximately 80 currently. The goal is 100 recurring contributors.
- iii. Literature Sales. Literature sales experienced a year-over-year decrease of \$1,799 or 6.8%.
- iv. Expenses. Expenses are expected to increase in 2022 due to the increase in employee costs (increases in compensation and hours).
- v. Balance Sheet. CEA-HOW's balance sheet is healthy, ending at \$251,907 in assets as of year-end. This is substantially more positive than five years previous when there was consideration of using the organization's prudent reserve to meet organizational expenses.
- vi. 2022 Global Convention. Current registration totals 191.
- vii. Carolyn P's Retirement. Carolyn P announced she will be retiring as Treasurer at the end of the World Service Business Conference 2022, a role she has served in for the past eight (8) years.

e. Committee/Liaison Reports

i. Finance Committee

Carolyn submitted her Finance Committee Report, discussing the highlights with the Board. The report had been provided to Board members prior to the Board meeting.

Carolyn explained the role of the Finance Committee is budgeting, updating the Treasurers' Guidebook, and presenting seminars to the membership on the Treasury function. The Committee's priorities

are updating the Treasurer's Guide and the workshop scheduled for March 20, 2022.

ii. Sponsorship Committee—Bryce

Bryce submitted his Sponsorship Committee Report, discussing the highlights with the Board. The report had been provided to Board members prior to the Board meeting.

Bryce reported the Sponsorship Committee is meeting every two weeks. The Committee's focus is on collecting stories for inclusion in a book or on the website in order to promote and support sponsorship.

iii. Education Committee—Aneisa

Aneisa submitted her Education Committee Report, discussing the highlights with the Board, which had been provided to Board members prior to the Board meeting.

Aneisa reported the Education Committee is considering the topic of *Aging in Abstinence*, proposing a paragraph on the topic for inclusion in *Forever Abstinent* and developing a brochure on the topic, work that started last year. The proposed *Forever Abstinent* aging paragraph was submitted to and approved by the Literature Committee, and forwarded to the Agenda Committee.

iv. Convention Committee—Lorraine, Gris

Lorraine submitted her Convention Committee Report, discussing the highlights with the Board. The report had been provided to Board members prior to the Board meeting.

Lorraine reported the Convention Committee held its first formal meeting in January 2022, although planning has been in progress for some time. Recruitment continues for a Registration Chair, the requirements for whom are one year of abstinence and three years in CEA-HOW. There are committee openings in public information, technology, registration, and others. Walk-throughs have been completed by Ellie, Suzanne, and Pamela. A second one is planned tentatively for March. Gris confirmed Lorraine's comments.

v. Special Needs Committee—Mary

Mary submitted her Special Needs Committee Report, discussing the highlights with the Board. The report had been provided to Board members prior to the Board meeting.

The Special Needs Committee met in November 2021 and January 2022, and the minutes were forwarded to the World Service Organization. The Committee completed its work on a *Daily Reflections* book, which was forwarded to the Literature Committee. The Committee is considering compiling stories on sponsor-sponsee relationships for special needs members. A question was raised

whether a report of the Committee meetings in November and January were forwarded to WSO.

vi. Literature Committee—Lorraine

Lorraine submitted her Literature Committee Report, discussing the highlights with the Board. The report had been provided to Board members prior to the Board meeting.

Lorraine reported the Literature Committee is working hard on the following projects: *As Bill Sees It* (questions for veterans); *Forever Abstinent* (aging paragraph), *Sponsor Guidelines* (incorporating recent changes made at WSBC 2021), and others.

vii. Policy Manual Committee—Adell

No report was given on behalf of the Policy Manual Committee. Work on incorporating decisions made at the WSBC 2021 has been completed.

Susan suggested consideration of posting the WSBC on the CEA-HOW website in the “service” section of the site. No action was taken.

viii. Website Committee—Michael

Michael reported that nothing has been done on the Website Committee.

ix. Public Information Committee—Janice

Janice reported the Public Information Committee has been inactive and there was nothing to report.

x. Translation Committee---Gris

Gris submitted her Translation Committee Report, discussing the highlights with the Board. The report had been provided to Board members prior to the Board meeting.

Gris reported the Translation Committee meets weekly and a report on the Committee’s activities was sent to Board members prior to the meeting. Gris reported that there are four active members and others, although not considered active.

Action Item

xi. Ad Hoc Committee—Adell, Bryce

Adell and Bryce submitted their Ad Hoc Committee Report, discussing the highlights with the Board. The report had been provided to Board members prior to the Board meeting.

The Ad Hoc Committee is meeting approximately every two weeks and doing considerable outreach to the membership. A forum was held to solicit views and a list of questions formulated for Intergroup Representatives to use in soliciting their meetings' views. A preliminary draft motion was circulated to the Board of Directors. Discussion ensued on the draft, the role and formulation of the surveys, and clarification of some of the proposed concepts, such as "nearest geographic location." It was noted that the proposal has not progressed to the point to be ready for the Agenda Committee. Susan and Michael will join the Committee meetings.

7. OLD BUSINESS

a. CEA-HOW Global Convention 2022

Discussion ensued on the convention format, specifically, in-person, digital, or hybrid, as some members are requesting a digital option. The financial impact of a digital or hybrid option on the minimum guarantees contracted with the convention hotel site was discussed. A decision was deferred until April, if the convention would allow such, and, if not, until March 15, 2022, as the contract currently provides on any postponement decision.

b. Policy Motion Templates

Susan proposed new templates for Policy Motions and Bylaw amendments, which were distributed to the Board before the meeting. The Board expressed its appreciation and approval of the new templates. Discussion ensued on whether the templates would be required or recommended for WSBC 2022 and WSBC 2023 submissions.

Motion

A motion was made by Bryce and seconded by Adell to adopt the new guidelines and templates for Policy Motions and Bylaw Amendments. The motion was unanimously passed.

As a point of clarification, these templates will be made available once the 2022 WSBC is completed.

c. Protocols for Editing and Posting Audio Files on CEA-HOW Website

Protocols for posting audio files on the CEA-HOW website were circulated to the Board before the meeting and were discussed. Discussion ensued on the principle of anonymity, the mention of specific food items, the posting of Intergroup (not WSO) workshops, the need for recruiting individuals to review and edit the audio files, according to the guidelines developed, prior to posting, and whether website needs streamlining.

There was also discussion about whether to limit audio postings to only WSO events, noting that currently Phonebridge has been the only non-WSO entity in which audio events have been posted. No motion or decision was made on this point.

Motion

Upon a motion made by Aneisa and seconded by Mary, the Board voted unanimously to adopt the protocols as written.

PROTOCOLS AND GUIDELINES FOR EDITING WORKSHOPS FOR POSTING ON WEBSITE – WSO

- It is important to maintain other people's anonymity. This includes deleting a phone number, if given.
 - Regarding the recounting of CEA-HOW history, there may be situations where a member is named who is integral to the history. In such circumstances, we will consider including an individual's name unless there is a critical or negative aspect as to how that information is presented.
 - Delete any unnecessary pre-workshop chatter, before the event officially begins and after it ends.
 - Delete any coughs, toilet flushes, comments, extended pauses, etc.
 - Delete any reference to outside programs and issues, except in passing.
 - Whereas current guidelines do not explicitly *prohibit* references to food in workshops and Forums, use best judgement—one can delete it or add an audio beep.
- d. Strategic and Action Plans with Focus on Communication and Service

Susan presented a strategic plan with a focus on communication and service. The plan addressed CEA-HOW's maintenance and growth by improving communication at all levels of the organization with tools such as newsletters, workshops, and literature. It also stressed topics such as service positions, Intergroup, meetings, retreats, WSBC, the Global Convention, workshops and use of the CEA-HOW website. Finally, the issue of improved literature quality was addressed. Discussion ensued, including emphasizing "taking the organization to the next level" and whether quantifiable goals and objectives were needed. No action was taken.

- e. Independent Review of WSO Financial Practices

This topic was discussed during the Chair's report and was deferred to First Quarter 2023.

- f. Intergroup Liaison Assignments

Susan discussed the initiation of the concept of Board liaisons with assigned Intergroups four years ago, the current Intergroup assignments, and the expectations of Board members in fulfilling this role. The goal of the Board liaison initiative is to improve communication and build connections between the Board and Intergroups. Discussion ensued.

Motion

A motion was made by Lorraine and second by Aneisa to adopt the plan to have Board members reach out to Intergroup Chairs. The motion passed unanimously.

Action Item

Board members will call their assigned Intergroup Chairs to explore how the Board could be of service to the particular Intergroup. Lorraine, based on her past experience with this initiative, was requested to draft bullet points for Board members on how to conduct the calls.

g. Virtual Technology Assistant

Michael is exploring retention of a virtual technology assistant for WSO's technology needs. No action was recommended or taken at this point in time.

h. Action Items

- i. Action Item 1: Electronic Intergroup English Banking Process. Carolyn reported that this item is completed. However, the Guidelines have not yet been edited to take this into account, which will be done soon.
- ii. Action Item 3: Edit and post the Treasurer's Workshop. Carolyn reported the item has not yet been completed.

8. NEW BUSINESS

a. Convention Planning Using WSO Zoom Account

The Global Convention 2022 requested permission to use the WSO Zoom account for planning meetings. Discussion ensued.

Motion

Based upon a motion was made by Adell and seconded by Bryce, the Board unanimously voted to increase the annual monetary allocation to the Convention Committee (currently, \$4,000) by the cost of a Zoom account for Convention planning meetings (currently, \$150).

b. Area 6

Discussion ensued about Area 6's actions and practices being contrary to the principles set forth in the Twelve Traditions and Concepts. Ellie sent a letter to Area 6, on behalf of the WSO Board of Directors, dated January 4, 2022, which had been unanimously approved by Board members via an email sent December 18, 2022. The letter requested submission of Area 6's Bylaws, that are in keeping with the Twelve Traditions and Concepts, by January 31, 2022, in order to be seated at the WSBC 2022, noting the March 1 deadline for seating delegates. The letter, English and Spanish versions, is attached to these Minutes for reference.

c. Policy Motions Regarding *Forever Abstinent* and *Sponsor Guidelines*

Discussion ensued on the process for recommending changes to *Forever Abstinent* and *Sponsor Guidelines*, specifically, timing and the requirement

that all recommended changes go through the Literature Committee. It was noted that the *WSBC Policy Manual: Literature Policy Development 2017* delineates a February 1 deadline.

Motion

In a motion made by Mary and seconded by Janice, the Board voted unanimously that, effective at the end of the WSBC 2022, all literature, including *Forever Abstinent* and *Sponsor Guidelines*, must be presented to the Literature Committee by the date set and announced by the Literature Committee for consideration at the WSBC.

d. Service Month: June 2022

Susan requested that Board members think about how to best promote service during the June 2022 Service Month.

e. Parliamentarian

It was noted that with Marcus stepping up as a non-participating Board member, CEA-HOW is in need of a parliamentarian.

f. Translation Committee

The Translation Committee is a WSO committee. Thus far, there are no abstinence requirements to serve on the Committee. Discussion ensued as to the necessity of requirements, such as length of abstinence and familiarity with the program, and whether it may be preferable to have the Translation Committee make recommendations for the Board to consider.

Action Item:

The Board recommends that Translation Committee members have familiarity with the CEA-HOW program. Any further requirements for participation in the Committee would be established by the Translation Committee.

9. NEXT QUARTERLY BOARD OF DIRECTORS MEETING: APRIL 23, 2022

10. ADJOURNMENT

Motion

There being no further business to discuss, Janice moved, and Bryce seconded, to adjourn the meeting.

The motion was passed unanimously. Thereupon, the meeting was closed with the Serenity Prayer, led by Bryce, and adjourned at 10:47 a.m. (Pacific time).