

EA Bylaws Review Committee

Meeting Minutes

Friday, February 19, 2021

1:00 p.m. – 2:00 p.m. (Pacific)

Present: Steve B. (Chair), Dave M., Scott J., Margot F., Jeff D. (Secretary), Jimi A.

Not Present: Charlie B.

1. Call to Order at 1:01 p.m. Steve B.
2. Serenity Prayer Group
3. Administrative Items Steve B.
 - a. Next meeting on March 5th.
4. Registered Group Discussion Group
 - a. Steve moved, Jeff seconded, to relocate the already-approved language, “Each Registered Group may also designate an Alternate Delegate,” to just after 6.2.4.
 - i. Voted 6-0 in favor. Motion carried.
 - b. Steve moved to eliminate proposed Article 5, Section 3. No second.
 - c. Jeff moved, Dave seconded, to adopt proposed 5.3.5: “Upon the request of an EA Delegate, EAI shall make available a list of the Registered Groups, their Contact Person, and contact information.”
 - i. Discussion.
 - ii. Jeff and Dave withdrew the motion.
 - d. Jeff moved, Dave seconded, to add to Article 1 Definitions: “Delegate: A member chosen by a Registered Group to represent the group’s conscience in matters affecting EA as a whole.”
 - i. Discussion.
 - ii. Scott sub-moved to move this to 6.2.1. No second.
 - iii. Jeff, Dave, friendly amended to “... an EA Registered Group”
 - iv. Voted 3-3. Motion not carried.
 - e. Jeff moved, Dave seconded, to add to Article 1 Definitions: “Membership Business Meeting: An annual gathering of Delegates who discuss and vote on matters affecting EA as a whole, and vote to approve the election of Trustees.”
 - i. Friendly amendment to strike “annual”
 - ii. Friendly amendment to add “Delegates and Trustees”
 - iii. Friendly amendment to remove “and vote to approve the election of Trustees”

- iv. Discussion.
- v. Voted as amended: "Membership Business Meeting: A gathering of Delegates and Trustees who discuss and vote on matters affecting EA as a whole." Voted 6-0 in favor. Motion carried.
- f. Jeff moved, Dave seconded, to adopt "Contact Person: A member chosen by a Registered Group to be the primary point of contact between the group and EAI."
 - i. Discussion.
 - ii. Voted 0-6. Motion not carried.

5. Serenity Prayer

Group

6. Adjournment at 2:00 p.m.

Steve B.

ADDENDUM 1
BYLAWS - DRAFT
As of 19 February 2021

Updates in BOLD

TABLE OF CONTENTS [To be completed after articles are finished]

Article I. TERMS & ABBREVIATIONS

Emotions Anonymous (EA): A worldwide fellowship of people who share their experience, strength, and hope with each other so they may seek emotional health, and to help others recover from their emotional problems.

EA Fellowship: See Emotions Anonymous.

Emotions Anonymous International (EAI): A not-for-profit corporation which serves Emotions Anonymous by handling the financial, legal, and administrative needs of the Fellowship.

EA Member: Per Tradition 3, any person who desires to become well emotionally, and identifies as a member of EA, is a member of EA.

EA Board of Trustees: A committee of trusted servants who have responsibility for EAI administration and serve as stewards of the EA Fellowship as a whole. They are directly responsible to those they serve.

International Service Center (ISC): The primary place of business operations for EA. The special workers there are responsible for carrying out the office work necessary to support EAI and the fellowship.

EA Group: Any group of two or more EA Members that meets regularly to share their recovery through following EA's Twelve Steps, Twelve Traditions, and Helpful Concepts.

Registered EA Group: An EA Group which is currently registered with EAI.

Intergroup: A service committee established by two or more EA Groups to coordinate shared tasks in support of their common EA purpose.

Membership Business Meeting: A gathering of Delegates and Trustees who discuss and vote on matters affecting EA as a whole

Article II. ORGANIZATION NAME

The not-for-profit corporation which these bylaws define shall be known as Emotions Anonymous International.

Article III. ORGANIZATION PURPOSE

Section 1. Nonprofit Purpose

EAI is a not-for-profit, public benefit corporation organized exclusively for charitable, religious, educational, or scientific purposes, and not for the private gain of any person or group. EAI shall be maintained as a nonprofit public charity in corporate form as described in Section 501(c)(3) of the Internal Revenue Code, and is not a private foundation within the meaning of Sections 509(a)(1) and 170(b)(1)(A)(vi) of the same Code, or the corresponding section of any future federal tax code.

Section 2. Specific Purpose

The purpose of EAI shall be to:

1. Support EA in its mission to aid persons who suffer from emotional problems by offering them a twelve-step program of recovery.
2. Assist EA Groups and individuals in any area of the world who follow the EA program.
3. Provide EA program information as requested.
4. Publish approved EA literature.
5. Conduct international affairs in support of EA.
6. Encourage the development of Intergroups or similar structures to support the mission of EA in all countries.
 - a. EA International endorses the concept of World Service Meetings to be held at intervals as determined by the EA Board of Trustees.

Article IV. GUIDING PRINCIPLES

Section 1. The fellowship of EA is based on the Twelve Steps, the Twelve Traditions, the Helpful Concepts of the EA program, and the Twelve Administrative Concepts for Emotions Anonymous.

Section 2. The Twelve Suggested Steps of Emotions Anonymous:

1. We admitted we were powerless over our emotions, that our lives had become unmanageable.
2. Came to believe that a Power greater than ourselves could restore us to sanity.
3. Made a decision to turn our will and our lives over to the care of God *as we understood Him*.
4. Made a searching and fearless moral inventory of ourselves.

5. Admitted to God, to ourselves, and to another human being the exact nature of our wrongs.
6. Were entirely ready to have God remove all these defects of character.
7. Humbly asked Him to remove our shortcomings.
8. Made a list of all persons we had harmed and became willing to make amends to them all.
9. Made direct amends to such people wherever possible, except when to do so would injure them or others.
10. Continued to take personal inventory and when we were wrong promptly admitted it.
11. Sought through prayer and meditation to improve our conscious contact with God *as we understood Him*, praying only for knowledge of His will for us and the power to carry that out.
12. Having had a spiritual awakening as the result of these steps, we tried to carry this message and to practice these principles in all our affairs.

(Permission to use the Twelve Steps of Alcoholics Anonymous for adaptation granted by A.A. World Services, Inc.)

Section 3. The Twelve Traditions of Emotions Anonymous:

1. Our common welfare should come first; personal recovery depends on EA unity.
2. For our group purpose there is but one ultimate authority: a loving God as He may express Himself in our group conscience. Our leaders are but trusted servants; they do not govern.
3. The only requirement for EA membership is a desire to become well emotionally.
4. Each group should be autonomous except in matters affecting other groups or EA as a whole.
5. Each group has but one primary purpose: to carry its message to the person who still suffers from emotional problems.
6. An EA group ought never endorse, finance or lend the EA name to any related facility or outside enterprise, lest problems of money, property and prestige divert us from our primary purpose.
7. Every EA group ought to be fully self-supporting, declining outside contributions.
8. Emotions Anonymous should remain forever non-professional, but our service centers may employ special workers.
9. EA, as such, ought never be organized; but we may create service boards or committees directly responsible to those they serve.
10. Emotions Anonymous has no opinion on outside issues; hence, the EA name ought never be drawn into public controversy.

11. Our public relations policy is based on attraction rather than promotion; we need always maintain personal anonymity at the level of press, radio and films.
12. Anonymity is the spiritual foundation of our traditions, ever reminding us to place principles before personalities.

(Permission to use the Twelve Traditions of Alcoholics Anonymous for adaptation granted by A.A. World Services, Inc.)

Section 4. Helpful Concepts of the EA Program:

1. We come to EA to learn how to live a new way of life through the twelve-step program of Emotions Anonymous which consists of Twelve Steps, Twelve Traditions, concepts, the Serenity Prayer, slogans, Just for Today's, EA literature, weekly meetings, telephone and personal contacts, and living the program one day at a time. We do not come for another person—we come to help ourselves and to share our experiences, strength, and hope with others.
2. We are experts only on our own stories, how we try to live the program, how the program works for us, and what EA has done for us. No one speaks for Emotions Anonymous as a whole.
3. We respect anonymity—no questions are asked. We aim for an atmosphere of love and acceptance. We do not care who you are or what you have done. You are welcome.
4. We do not judge—we do not criticize—we do not argue. We do not give advice regarding personal or family affairs.
5. EA is not a sounding board for continually reviewing our miseries, but a way to learn to detach ourselves from them. Part of our serenity comes from being able to live at peace with unsolved problems.
6. We *never* discuss religion, politics, national or international issues, or other belief systems or policies. EA has no opinion on outside issues.
7. Emotions Anonymous is a spiritual program, not a religious program. We do not advocate any particular belief system.
8. The steps suggest a belief in a Power greater than ourselves. This can be human love, a force for good, the group, nature, the universe, God, or any entity a member chooses as a personal Higher Power.
9. We utilize the program—we do not analyze it. Understanding comes with experience. Each day we apply some part of the program to our personal lives.
10. We have not found it helpful to place labels on any degree of illness or health. We may have different symptoms, but the underlying emotions are the same or similar. We discover we are not unique in our difficulties and illnesses.

11. Each person is entitled to his or her own opinions and may express them at a meeting within the guidelines of EA. We are all equal—no one is more important than another.
12. Part of the beauty and wonder of the EA program is that at meetings we can say anything and know it *stays there*. Anything we hear at a meeting, on the telephone, or from another member is confidential and is not to be repeated to anyone—EA members, mates, families, relatives or friends.

Section 5. The Twelve Administrative Concepts for Emotions Anonymous:

1. Final responsibility and ultimate authority for Emotions Anonymous International (EAI) shall always reside in the collective conscience of our whole Emotions Anonymous (EA) Fellowship.
2. The EA Membership Business Meeting shall be, for nearly every practical purpose, the active voice and the effective conscience of our whole Fellowship in its world affairs.
3. To ensure effective leadership, we should endow each element of EA—including the EA Membership Business Meeting, the EA Board of Trustees, the International Service Center (ISC), its staffs, committees, and executives—with a traditional “Right of Decision.” This means that each trusted servant has the ability to decide how they will interpret and apply their own authority and responsibility to each particular problem or situation as it arises, which problems they will dispose of themselves, and upon which matters they will report, consult, or ask specific directions.
4. At all responsible levels, we shall maintain a traditional “Right of Participation.” This means that each of EA’s of trusted servants—including Trustees, ISC staff, and member delegates—are allowed a voting representation in reasonable proportion to the responsibility that each must discharge.
5. Throughout our Fellowship, a traditional ‘Right of Appeal’ ought to prevail, so that minority opinion will be heard and grievances receive careful consideration. This permits any person in the Fellowship, whether paid or volunteer, to petition for redress of a grievance by appealing directly to the Board of Trustees, without prejudice or fear of reprisal.
6. The Fellowship recognizes that the chief initiative and active responsibility in most EAI matters should be exercised by the EA Board of Trustees as guided by the EA Membership Business Meeting.
7. The Bylaws of EA are a legal instrument, empowering the Trustees to manage and conduct EAI affairs world-wide. The EA Membership relies upon tradition and the membership’s giving or withholding of donations for final effectiveness.
8. The Trustees are planners and administrators of EAI policy and finance. They have custodial oversight of active services.

9. Good service leadership at all levels is indispensable for our future functioning and safety. Primary EAI leadership, once exercised by the founders, must necessarily be assumed by the Trustees.
10. Every service responsibility should be matched by an equal service authority, with the scope of such authority well defined.
11. EAI should always have the best possible Trustees, committees, service directors, executives, staff, and consultants. Composition, qualifications, induction procedures, and rights and duties will always be matters of serious concern.
12. All levels of EA organization shall observe the spirit of EA tradition, taking care that they never become the seat of perilous wealth or power; that sufficient operating funds and reserve be their prudent financial principle; that they place none of their members in a position of unqualified authority over others; that they reach all important decisions by discussion, vote, and whenever possible, substantial unanimity; that their actions never be personally punitive nor an incitement to public controversy; that they never perform acts of government; that, like the Fellowship they serve, they will always remain democratic in thought and action.

Article V. MEMBERSHIP

Section 1. Requirement for Membership

The only requirement for membership is a desire to become well emotionally.

Section 2. Registered Groups

5.2.1 - EAI shall maintain a list of Registered EA Groups.

5.2.2 - EA International shall maintain a directory which allows the public to search for local and online meetings.

5.2.3 - In order to be eligible to be a Registered EA Group, an EA Group must hold regular meetings, at least monthly. Meetings may take place in-person or virtually via teleconference or phone, where members can be seen or heard in real-time.

5.2.4 - Each EA Group that wishes to become registered must elect or choose one or more Contact Person(s). These persons are the main point of communication between EAI and the Registered EA Group.

5.2.5 - To register, an EA Group Contact Person must provide EA International with contact and meeting information.

5.2.6 - EAI may remove information for groups which are no longer active.

Article VI. EA MEMBERSHIP BUSINESS MEETING

Section 1. The Membership Business Meeting

- 6.1.1 - A Membership Business Meeting shall take place at least once annually, organized by the Board of Trustees or Membership.
- 6.1.2 - At least annually, the Board of Trustees shall give a report to the Membership Business Meeting on the activities and financial condition of EAI.
- 6.1.4 - The Board of Trustees shall notify the Fellowship of a Membership Business Meeting at least forty-five days in advance via Registered Group contacts and by notification on the EA website.
- 6.1.5 - A Membership Business Meeting may have a physical location, but accommodations shall be made to ensure that participants may also attend virtually via teleconference.
- 6.1.7 - The Delegates at a Membership Business Meeting may not vote without a quorum. A valid quorum consists of twenty (20) group Delegates. To make a quorum, Delegates may be present physically or virtually via live teleconference.
- 6.1.8 - A Membership Business Meeting may be called by the Board of Trustees OR by a minimum of 50 EA members OR 10% of the Group Delegates.

Section 2. Delegates to the Membership Business Meeting

- 6.2.1 - One Delegate is selected by each Registered EA Group to represent them at the Membership Business Meeting.
- 6.2.2 - Each Delegate is allowed one vote either for or against each action item at a Membership Business Meeting.
- 6.2.3 - No Delegate may represent more than one Registered Group.
- 6.2.4 - Each Registered EA Group must provide EAI with the name of its Delegate at least seven (7) days before the Membership Business Meeting.
- 6.2.5 - Each Registered Group may also designate an Alternate Delegate.**
- 6.2.6 - No proxy votes are allowed.**
- 6.2.7 - At the Membership Business Meeting, Delegates may vote before the call of the question by email, mail, in person, via teleconference, or other electronic means.**
- 6.2.8 - In order to be eligible to vote, a Delegate's EA Group must be registered with EAI at least forty-five (45) days before the Membership Business Meeting.**

Section 3. Trustee votes

6.3.1 - Each member of the Board of Trustees is allowed one vote per action item at a Membership Business Meeting.

6.3.2 - A member of the Board of Trustees may not also vote as a Delegate.

Section 4. Remote Voting

6.4.1 - Whenever there is insufficient attendance at a Membership Business Meeting to make a quorum, all action items which would normally appear at the Membership Business Meeting shall be submitted to a remote vote of all Group Delegates and Trustees.

6.4.2 - The Board of Trustees shall notify all Registered Groups and Trustees within ten (10) days after the Membership Business Meeting that a quorum was not present and give notice of the action items requiring a remote vote.

6.4.3 - Group Delegates and Trustees shall have up to four (4) weeks after such notice is given to lodge their votes on each action item with EAI.

6.4.4 - At the conclusion of the remote voting period, all valid votes shall be tallied. Each action item shall be decided by a simple majority of votes received, unless a greater majority is required by other provisions of these Bylaws.

6.4.5 - EAI shall notify all Registered Groups and Trustees of the results within ten (10) days after the conclusion of the remote voting period.

Article VII. ADMINISTRATION

Section 1. Board of Trustees (powers, number, tenure, requirements, meetings, quorum, procedures, voting, vacancies, removal)

Section 2. Officers (positions, duties, election, vacancies, removal)

Section 3. Committees (formation, standing committees, ad hoc committees)

Section 4. Staff (positions, duties – probably only Executive Director)

Section 5. Special Designations

Section 6. Parliamentary Authority

Article VIII. CONFLICTS OF INTEREST (to protect EAI's nonprofit status)

Article IX. CONFIDENTIALITY

Article X. OUTREACH

Article XI. BOOKS & RECORDS (accounting, tax, fiscal year, document retention)

Article XII. AMENDMENTS

ADOPTION OF BYLAWS (certification & date)