

MINUTES OF THE  
1991 FWS ANNUAL BUSINESS MEETING

COMMITTEE MOTIONS

(Minutes of the ABM Sessions Held  
June 15-16, 1991 in Sacramento, California)

Called to order 1:10 P.M., June 15, 1991, Madam Chair, Tia K., presiding. Number of voting members in attendance was 67; a quorum was reached.

Submitted by Rady A., Recording Secretary. As a point of information for SLAA members not in attendance at the ABM, all motions submitted to FWS were assigned to committee(s) by the Conference Charter Committee (CCC). Each committee was instructed to advise the assembly of its opinion on each motion, i.e. Pass, Reject, Amend, Table (for further discussion within the committee), or, No Recommendation.

These minutes cover only the "voting" business conducted on June 15 and 16, 1991 and not the business addressed prior to then. All other business consisted of committee reports, with the exception of the assembly's selection of moderators and chairs and its decision to adopt the CCC's recommendations regarding the procedures to be followed at the Conference. Attached to these minutes are those procedures which passed with substantial unanimity on June 13, 1991. (Attachment 1)

While each of the following motions were assigned numbers from the Committee which presented them, herein they are numbered in the order the Conference heard them. In some instances, motions were grouped together for one vote in that the Committee presenting them did not believe they were controversial or difficult to understand and was seeking to save time. Sometimes when motions were grouped together, a "motion to divide the question" passed wherein motion(s) within the group were separated for individual consideration. Not recorded herein are those motions to divide the question. Instead, simply the motions which were heard are recorded; motions which were tabled are recorded at the end of a particular committee's list of motions. In some instances, motions were amended. Both the original motion and the amended versions appear herein. Also, procedural motions and content of debate are not recorded in these minutes. (As of this writing, it is FWS' intention to have available a verbatim transcription of the entire 1991 ABM.)

Finally, even though all other motions have been typed herein, the Conference Bylaws Committee's motions, as enumerated in its report of June 6, 1991 and titled, "Report of the Conference Bylaws Committee" are not re-typed herein. Instead a copy of that report is attached for your reference.

I. CONFERENCE CHARTER COMMITTEE:

The CCC unanimously recommended that the Conference PASS the following motions: (PASSED WITH SUBSTANTIAL UNANIMITY)

MOTION 1. That meetings and relaxation times be more fully integrated into the schedule of the ABC; that the Conference begin with sharing in order to ground and unify us as a group before beginning work.

MOTION 2. Each Conference committee is requested to develop by October 31, 1991, a written description of its functions, subcommittees, internal and external procedures. These descriptions shall be circulated to the delegates for comment. Revised descriptions shall be submitted for delegate vote by January 31, 1991. The delegate newsletter shall be made available for discussion of issues relating to these descriptions during this process.

- MOTION 3. The Delegate Newsletter (DN) print in full the minutes of the Annual Business Meeting (ABM) in the issue immediately following the ABM, or as soon thereafter as feasible.
- MOTION 4. The DN print a Table of Contents at the beginning of the DN to advise delegates in short-hand fashion what items are being discussed in that issue.
- MOTION 5. The DN print all submissions from Board of Trustees (BOT) members, FWS staff, Delegates or Alternate Delegates in their entirety unless the writer requests otherwise, or if for technical reasons the editor(s) deems it impractical to do so.
- MOTION 6. Notwithstanding the foregoing motion, where possible, the editor(s) group together all letters which address the same issue, unless a contributor specifically requests that his/her letter not be separated.
- MOTION 7. All submissions to the DN have the author's first name, last name initial, city and state set out at the beginning of the submission., i.e., "By Julie B., Lakewood, Ohio:"
- MOTION 8. The DN editor(s)' opinions and/or comments all be kept in one section called "Editors' Corner" and that the editor(s)' first name, last name initial, city and state be set out at the beginning of this section.
- MOTION 9. The DN editor(s)' term of office shall be for two years, staggered, or until duly replaced by election of the members of the Conference Charter Committee. (For the sake of continuity.)
- MOTION 10. The DN print responses to all polls published in the DN by number, instead of percentage, i.e., 7 voted for; 12 voted against.
- MOTION 11. A brief mission statement be set out at the beginning of each DN, which will include the following points:

This DN is published to inform Conference members of the ongoing business issues within SLAA as a whole and to provide them with the opportunity to voice their and their groups' opinions on the various issues being discussed, as well as the opportunity to raise issues to the fellowship as a whole. It also serves to publish the full minutes of the ABM.

The CCC recommended PASSING the following motion: (PASSED AS AMENDED WITH SUBSTANTIAL UNANIMITY)

- MOTION 12. The Conference approve formation of a new committee open to all interested Conference members, tentatively to be named the "Diversity" Committee.

Original Motion: The Conference...to be named the 'Minorities' Committee.

The CCC recommended PASSING the following motion: (TABLED)

- MOTION 13. The Annual Business Meeting be separate from the Convention.

The CCC recommended PASSING the following motion: (TABLED, and later raised by the Finance Committee, at which time it FAILED. See Motion No. 32 below.)

MOTION 14. The Conference recommends that FWS copy, stuff and mail the Delegate Newsletter, on a schedule negotiated with the CCC, which should be solely responsible for content, except that FWS may wish to limit the weight of the mailings to control expenses. The mailing list should include all Conference members and other SLAA members who so request.

The CCC recommended REJECTION of the following motions: (TABLED)

MOTION 15. To hold discussion of literature issues before the entire conference; not in committee exclusively.

MOTION 16. FWS begin the education of individual meetings as to the ABM, FWS, and Board issues; regularly and in writing; to be sent to delegates and alternates.

MOTION 17. Each committee approved at the ABM for FWS work, be reinstated by majority vote, on an annual basis at the ABM, and not continue on without such an annual reinstatement. Included in the motion shall be an approved budget for said committee.

MOTION 18. WHEREAS, those who attend the ABM are attracted by a good balance of recovery workshops rather than all business; and WHEREAS, the working committees ideally need a full day to concentrate on committee business; and WHEREAS, the membership of the fellowship is geographically scattered; THEREFORE, the Conference and the Board are asked to consider scheduling a recovery Convention and the ABM within a week of each other each year, at sites to be rotated through North America. (Motion No. 18 was raised again by the Intergroup Committee as Motion No. 56 at which time it FAILED.)

MOTION 19. Items for consideration by delegates and groups be post-marked no later than thirty (30) days before the Conference.

The CCC recommended that the following motions be tabled: (TABLED)

MOTION 20. The Conference shall appoint a committee to explore the feasibility of single joint committees in each area of responsibility, rather than the present structure of overlapping separate Board and Conference committees. The appointed committee shall be equally composed of board and delegate members.

MOTION 21. The DN print all submitted SLAA announcements regarding conferences, resignations, FWS business, etc. and never any non-SLAA announcements, i.e. SAA conferences, etc.

MOTION 22. The editor(s) publish his/her opinion on any given topic only once, avoiding immediate (same issue) responses to contributions and that he/she be prohibited from responding to responses to his/her opinions.

MOTION 23. The editor(s) may make immediate responses to contributions when that response is informational only.

II. CONVENTION COMMITTEE (No motions presented.)

III. CONFERENCE FINANCE COMMITTEE: (CFC)

The CFC submitted the following ten motions with varying recommendations. The CFC's recommendations were PASSED with substantial unanimity. Two of the ten motions were divided and their results recorded below.

MOTION 24. PASS AS AMENDED that the BOT reimburse the Interfellowship committee for 1990/91 expenses totaling \$470.68, if money is there, the breakdown of expenses being made available at the conference.

Original Motion: To reimburse the Interfellowship committee for 1990/91 expenses totaling \$470.68, the breakdown of expenses being made available at the conference.

MOTION 25. PASS AS AMENDED that the CFC review software packages including "Quicken" or better, with ability to write checks on line and track budget vs. actual expenses. The CFC shall be asked to recommend how the FWS office may best report to each committee quarterly its budget vs. actual expenses by category (e.g. telephone, mail, travel, printing). The CFC will forward to the Office Operating Committee its software acquisition (recommendation) and notes that since the FWS office staff has limited resources, committee accounting details need to be maintained by the committees themselves.

Original motion: WHEREAS, it has been difficult to get clear and detailed information from the office about the state of committee finances, THEREFORE, the CFC shall be asked to review software packages including "Quicken" or better, with ability to write checks on line and track budget vs. actual expenses. The CFC shall be asked to recommend how the FWS office may best report to each committee quarterly its budget vs. actual expenses by category (e.g. telephone, mail, travel, printing).

MOTION 26. PASS AS AMENDED that the Conference requests that FWS develop, as time and budget allow, its accounting procedures in such a manner as to allow break-even analysis of each separate activity, allocating direct labor, salaries, and other expenses where possible and distributing other labor and overhead expenses proportionally to the direct labor and salaries.

Original Motion: The Conference requests that FWS develop its accounting procedures in such a manner as to allow break-even analysis of each separate activity, allocating direct labor, salaries, and other expenses where possible and distributing other labor and overhead expenses proportionally to the direct labor and salaries.

MOTION 27. TABLE that FWS pay the conference for all delegates.

MOTION 28. TABLE that FWS provide \$150 travel expenses for delegates traveling over 1,000 miles to the Conference, and \$50 for delegates traveling less than 1,000 miles.



- MOTION 29. PASS that each committee shall be asked to do all it can by mail, and to delegate what is possible to small subcommittees that can use 3-way calling. Committees shall be asked to budget the minimum necessary for conference calls, and to place such calls at the lowest rates, e.g. by advance arrangement with a long distance carrier rather than on demand.
- MOTION 30. PASS that the budgets for each of the conference committees be submitted to the CFC for review and recommendation to the Board Finance Committee (BFC) and that such submittals be made prior to July 21, for subsequent submittal by CFC to the BFC by August 15. (A mailing address was then given.)
- MOTION 31. PASS that a policy of travel equalization similar to that of AA be studied by CFC during the coming year in conjunction with the BFC.

The CFC recommended that the following motion be REJECTED. (Because it was tabled and reintroduced, the body voted simply on the motion as originally submitted and not on the recommendation of any committee.) The motion FAILED.

- MOTION 32. (See Motion No. 14 above for wording.)

The CFC recommended that the following motion be REJECTED. This recommendation was TABLED.

- MOTION 33. The Conference reaffirms the Seventh Tradition and suggests that the Board adopt, publicize, and pursue a policy of setting the price and discount structure for all publications such that FWS will break even on publication operations, after consideration of overhead and funds set aside for prudent reserve.

#### IV. JOURNAL COMMITTEE

This committee presented the following motion which PASSED w/SUBSTANTIAL UNANIMITY.

- MOTION 34. We affirm the SLAA Journal as a critical tool of our recovery and growth of our program, worthy of our time, energy and prayer, and commit ourselves to support the Journal in whatever creative ways we can.

#### V. LITERATURE COMMITTEE (LC)

The LC submitted the following motion for approval by the assembly:

- MOTION 35. The LC is welcome to submit a revised draft of "Anorexia" for conference approval by 2/3 mail vote of the delegates. PASSED UNANIMOUSLY.

The LC REJECTED and WITHDREW from consideration of the assembly the following motion. (The withdrawal of the motion was accepted by the assem-

bly; therefore, the following motion FAILED.)

MOTION 36. To delete the following sentence found in the 4th Step, on page 81 of "Sex and Love Addicts Anonymous," from all future printings: "We were not merely people who had done 'bad' things; we were what we had done."

The LC recommended that the following motions be TABLED for further consideration by the LC. The LC's recommendations PASSED.

MOTION 37. A statement be printed on all future literature that it has been examined for sexist, racist, able-list, etc., language.

MOTION 38. The word "God" be removed, and replaced with "Higher Power," or other such language, in all pamphlets approved at this conference, and all literature approved in the future, with the exception of "God" used in direct quotes.

MOTION 39. Give conference approval of the book, "Hope and Recovery."

#### VI. MEMBERS RELATIONSHIP WITH BOARD OF TRUSTEES COMMITTEE

The following motions were submitted by this committee to the assembly:

MOTION 40. The Board of Trustees (BOT) publish summaries of BOT minutes in the FWS Newsletter. PASSED UNANIMOUSLY w/3 ABSTENTIONS

MOTION 41. The BOT publish a full report of all actions, with a brief summary of anonymous arguments, pro and con, in the Delegate Newsletter as soon as is practical. FAILED UNANIMOUSLY w/some ABSTENTIONS

MOTION 42. That, whenever practical, the BOT announce in advance in the FWS Newsletter that it will be considering amendments to the bylaws, allowing the opportunity for comment. TABLED

MOTION 43. In support of this Committee's purpose as stated below, we recommend the creation of a Delegate Handbook, a Board Handbook, committee job descriptions; that Board members' names and the committees on which they work be published in the FWS Newsletter; that summaries of Board committees' meetings be available through the FWS office; and that all this is done by the appropriate committees. TABLED

PURPOSE of the MEMBERS RELATIONSHIP WITH BOARD OF TRUSTEES COMMITTEE: To demystify the function of the Board of Trustees; to learn who Board members are and on what committees they work; to inform delegates and the fellowship at large how to communicate with the BOT and how the BOT communicates with the fellowship; and to promote unity.

The above motions originally appeared as one motion and were amended in committee. The original motion appeared as follows:

RESOLVED: The Conference recommends to the Board of Trustees that it:

1. Publish a summary report of all actions which it deems of interest to the Fellowship at large in the FWS Newsletter;

MOTION 52. The ABM adopt the Board's "Third Tradition" statement. (A quite lengthy statement was read into the record, a copy of which the writer does not possess.)

CTC withdrew from consideration by the assembly the following motions:

MOTION 53. The Board Steps & Traditions Committee and the CTC jointly develop literature on the SLAA experience of the Traditions.

IX. INTERGROUP COMMITTEE (IGC)

The IGC received four motions and made recommendations concerning each, which recommendations PASSED w/SUBSTANTIAL UNANIMITY:

MOTION 54. FAIL the motion that any FWS policies affecting intergroups must include group conscience of said intergroups.

MOTION 55. FAIL the motion as amended that the intergroup which hosts the International Recovery Convention also be directly responsible for its budget, including generating income as well as being responsible for direct expenses, as opposed to FWS.

Original Motion: The intergroup which hosts the biannual conference also be directly responsible for its budget, including generating income as well as being responsible for direct expenses, as opposed to FWS.

MOTION 56. FAIL Motion No. 18. (See above, previously tabled.)

MOTION 57. TABLE the motion that the IGC, being closest to new groups, is asked to form a working group to study the document [the service manual being prepared by the Office Operating Committee] and offer suggestions on it before it is distributed by FWS.

X. PRISON OUTREACH COMMITTEE (No motions were presented.)

XI. CONFERENCE BYLAWS COMMITTEE (CBL)

The CBL recommended the following motions be TABLED, which recommendation PASSED UNANIMOUSLY, THEN w/SUBSTANTIAL UNANIMITY, respectively:

MOTION 58. Change the name of the Fellowship from Sex and Love Addicts Anonymous to Sex, Romance and Relationship Addicts Anonymous.

MOTION 59. The phrase "The Augustine Fellowship" be removed from the name of our fellowship, which shall hereafter be titled: "Sex and Love Addicts Anonymous;" that all program literature, Journals, newsletters, correspondence, and other publications by or on behalf of SLAA Fellowship-Wide Services, the Annual Business Conference, or any committee or representative thereof, printed after June 16, 1991 shall be printed in accordance with this change; that all other representations of SLAA at the level of Fellowship-Wide Service shall also be in accord with this motion.

The following motion was unanimously submitted by the CBL to the assembly and PASSED UNANIMOUSLY.

MOTION 60. Correct a minor textual error in Step Twelve as it appears in the Bylaws from "... as a result of these Steps..." to "... as the result of these Steps..."

The following motions originally appeared in the "Report of the Conference Bylaws Committee" dated June 6, 1991. (Attachment 2) Reference to this report will hereinafter be made by the abbreviation, "CBL 6/6/91" and followed by the original motion number as assigned by the CBL.

The CBL recommends that the following motions be PASSED, and which were PASSED w/SUBSTANTIAL UNANIMITY.

<u>MOTION 61.</u>	CBL 6/6/91, 2.	<u>MOTION 72.</u>	CBL 6/6/91, 24.
<u>MOTION 62.</u>	CBL " 3.	<u>MOTION 73.</u>	CBL " 26.
<u>MOTION 63.</u>	CBL " 6.	<u>MOTION 74.</u>	CBL " 28.
<u>MOTION 64.</u>	CBL " 7.	<u>MOTION 75.</u>	CBL " 29-A.
<u>MOTION 65.</u>	CBL " 8.	<u>MOTION 76.</u>	CBL " 29-B.
<u>MOTION 66.</u>	CBL " 9.	<u>MOTION 77.</u>	CBL " 34.
<u>MOTION 67.</u>	CBL " 10.	<u>MOTION 78.</u>	CBL " 37.
<u>MOTION 68.</u>	CBL " 12.	<u>MOTION 79.</u>	CBL " 43.
<u>MOTION 69.</u>	CBL " 15.	<u>MOTION 80.</u>	CBL " 46.
<u>MOTION 70.</u>	CBL " 18.	<u>MOTION 81.</u>	CBL " 48.
<u>MOTION 71.</u>	CBL " 23.	<u>MOTION 82.</u>	CBL " 50.

The following two motions were amended from the CBL 6/6/91 Report and tabled at this time. They were eventually voted on by the assembly:

MOTION 83. TABLED to the end of the Agenda (See CBL 6/6/91 Motion No. 40)

MOTION 84. TABLED to the first item of business the next day. (See CBL 6/6/91, Motion No. 39 for original wording)

The CBL recommended that the following motions be referred to the Board Bylaws Committee. This recommendation PASSED UNANIMOUSLY.

<u>MOTION 85.</u>	CBL 6/6/91, 44.	<u>MOTION 89.</u>	CBL 6/6/91, 52.
<u>MOTION 86.</u>	" 45.	<u>MOTION 90.</u>	" 55.
<u>MOTION 87.</u>	" 47.	<u>MOTION 91.</u>	" 56.
<u>MOTION 88.</u>	" 51.		

The CBL recommended that the following motions be TABLED. This recommendation PASSED UNANIMOUSLY.

<u>MOTION 92.</u>	CBL 6/6/91, 1.	<u>MOTION 101.</u>	CBL 6/6/91, 20.	<u>MOTION 110.</u>	CBL 6/6/91, 35.
<u>MOTION 93.</u>	" 4.	<u>MOTION 102.</u>	" 21.	<u>MOTION 111.</u>	" 36.
<u>MOTION 94.</u>	" 5.	<u>MOTION 103.</u>	" 22.	<u>MOTION 112.</u>	" 37.
<u>MOTION 95.</u>	" 11.	<u>MOTION 104.</u>	" 25.	<u>MOTION 113.</u>	" 41.
<u>MOTION 96.</u>	" 13.	<u>MOTION 105.</u>	" 27.	<u>MOTION 114.</u>	" 42.
<u>MOTION 97.</u>	" 14.	<u>MOTION 106.</u>	" 30.	<u>MOTION 115.</u>	" 49.
<u>MOTION 98.</u>	" 16.	<u>MOTION 107.</u>	" 31.	<u>MOTION 116.</u>	" 53.
<u>MOTION 99.</u>	" 17.	<u>MOTION 108.</u>	" 32.	<u>MOTION 117.</u>	" 54.
<u>MOTION 100.</u>	" 19.	<u>MOTION 109.</u>	" 33.		

**XII. FWS NEWSLETTER COMMITTEE**

This committee recommended PASSING the following motion, which PASSED AS AMENDED W/SUBSTANTIAL UNANIMITY.

**MOTION 118.** The FWS Newsletter be used primarily as a direct way of communicating to the fellowship news, activities, events, needs and the experience, strength and hope of the Fellowship Wide Service structure; that it be made into an economically more effective format; and that it be published more frequently, as resources allow. Recovery articles and letters received by the FWS Newsletter will be referred to the Journal Committee.

Original Motion: The FWS Newsletter be strictly a tool for news and announcements; that it be made into a smaller format and be published more frequently; and that the Journal be the domain of recovery articles and letters from members.

**XIII. INTERFELLOWSHIP COMMITTEE (IFC)**

It was moved by a non-committee member and PASSED W/SUBSTANTIAL UNANIMITY that the following motion not be considered by the full assembly.

**MOTION 119:** ABM delegates and Board recognize the distinction between cooperation and affiliation, affiliation being a tradition question.

The IFC withdrew from consideration by the assembly the following motion

**MOTION 120:** In the spirit of exploration (as in Motion No. 10, 1990) and cooperation, the ABM approve sending two members to the joint meeting SAA has set up to explore cooperation in October, 1991.

**MOTION 121:** See Motion No. 49 above (also withdrawn by the CTC).

The IFC unanimously recommended that the assembly approve the following motion, which recommendation PASSED UNANIMOUSLY.

**MOTION 122:** In the spirit of cooperation, the ABM approve FWS Office giving out any 12-Step fellowship's names and phone numbers when and if it sees a need or if it is requested.

**XIV. OTHER BUSINESS AND TABLED MOTIONS**

**MOTION 123:** M.J. sing the song she wrote, and those who wish may sing along, at the morning ABM on Sunday. (The words of the song were then read into the record.) PASSED W/SUBSTANTIAL ABSTENTIONS.

**MOTION 124:** The ABM now brainstorm for five minutes how best to get group conscience into formation of literature. PASSED

**MOTION 83:** PASSED UNANIMOUSLY (Raised from the table.)



MOTION 125: Reschedule Bylaws Motion No. 84 (CBL 6/6/91, Motion No. 39) to first order of business on Sunday. PASSED

XV. PRESENTATION OF BOARD OF TRUSTEES CANDIDATE NOMINEES

MOTION 126: Board nominees who are present stand as their name is called and, if not present, those willing to speak for a candidate stand as the name is called. PASSED UNANIMOUSLY

The Board nominated the following candidates: Stanley Dratler, Steven Scruton and Lillie Winston. The assembly accepted the nominations of the following candidates: Victor Daniel, Daniel Lomax, Peter Oliphant, Al Stickney and Rick Stock.

XVI. MEETING ADJOURNED at 6:07 P.M.

1991 SLAA ABM RECONVENED (June 16, 1991)

Called to order at 8:45 A.M., Madam Chair, Tia K., presiding.

I. OLD BUSINESS

BYLAWS MOTION NO. 84: PASSED AS AMENDED w/SUBSTANTIAL UNANIMITY.

No Trustee shall serve more than two (2) consecutive 3-Year terms, nor more than three (3) consecutive terms, including partial terms, at which time such Trustee must stand down for at least one (1) year. (See CBL 6/6/91 Motion No. 39 for original wording.)

II. ELECTION TO BOARD OF TRUSTEES (3 NEW MEMBERS)

QUESTION: (Discussion, no vote) Is it appropriate for a person who is paid by the Board run for a position on the Board? (Referring to Lillie Winston who is a board nominee but not a member of SLAA and who works for the FWS office on a part time basis as an accountant.)

ELECTION WINNERS: Victor Daniel, Steven Scruton and Lillie Winston.

(End of voting business. Reports and announcements followed.)

SUMMARY OF RECOMMENDATIONS  
CONFERENCE CHARTER COMMITTEE  
JUNE 2, 1991

(The full report was published in Delegate Newsletter #7.  
Items are numbered as in the full report.)

(2) It is recommended that microphones and debate procedures are to be the same as last year: Four microphones: pro, con, points of order and information, and chair; There may be three arguments each, pro and con, alternating, a maximum of three minutes each. In addition it was recommended that, ordinarily, the first pro argument consist of a report from the committee recommending the motion. Should the committee be against the motion, the originator should present first. As Board members often have special information, they are encouraged to take advantage of the point of information microphone, which will have priority. They should not do this to present arguments, however.

(3) All delegates are to be given a suggested assignment to committee by lot. This was massively supported by a poll in the delegate newsletter, and would not prevent delegates from freely exercising their own discretion. The actual assignments will be made on site Thursday night from among the delegates at the meeting and will be posted by Friday morning.

(4) AGENDA COMMITTEE. An ad hoc agenda committee should be appointed by the Conference Charter Committee.

(5) ENTRY OF MOTIONS. Each motion which has been entered into the record of the Conference should be assigned to a specific committee or committees for discussion before being brought to the floor for a vote. All motions which have been submitted in writing prior to the Conference should be entered into the record and assigned to committee by the Agenda Committee unless withdrawn by the author [NOTE: The Agenda Committee would enter these items into the record by a blanket motion covering them Thursday night. ]

(6) COMMITTEE RECOMMENDATIONS. Each committee is asked to make a recommendation on each motion assigned to it, which may be to pass, reject, amend, table, or "no recommendation." [The vote, if any, by which the recommendation was made should be reported --DL]

(7) TIME DIVISION. The Agenda Committee will prepare a division of the time available Saturday for old and new business into sections by committee. Each Conference Committee shall receive at least ten and not more than twenty minutes to present its motions for debate and vote. Each committee will receive a specific starting time. Any

time remaining at the end of the meeting can be used to take up motions from the table, or otherwise at the discretion of the Conference. The content of each committee's allotted time is not the business of the agenda committee. However, the agenda committee may consider the number of motions which it anticipates will be before each committee in assigning the amount of time each committee is allowed.

(8) OLD AND NEW BUSINESS. This procedure will apply to all old business as well as new business. We suggest that the committees consider old business first.

(9) DELEGATE PACKET. The preliminary agenda prepared in advance of the Conference by the agenda committee should be part of the delegate packet which is received by delegates on registration.

(10) APPROVAL. The agenda, agenda process, and agenda committee should be presented to the Conference for approval no later than Friday afternoon.

(11) CHANGES. Saturday at noon the agenda committee will meet to consider any necessary or advisable modifications to the agenda. If any changes are made, the new agenda will be copied and distributed to the delegates on check-in at the Saturday afternoon session, and will be presented for their approval.

(12) The Board Conference Committee task force report is approved with the exception of the recommendations on moderation. We recommend that the first order of business at the Conference Thursday night be the confirmation by the delegates of the proposed Chairperson(s) for the 1991 Conference. Alternative proposals, if any, will be considered at this time. For clarification, by Chairperson(s), we mean the only person(s) who will moderate all the general meetings of the 1991 Annual Business Conference. The term and other specific duties of the Chair will be considered by the Bylaws committee and should be resolved before the end of the Conference.

(13) We agreed that whatever recommendations we were making today regarding moderation of the Conference were only relating to 1991 Conference, that the election of a Chairperson Thursday night would not create any presumption of a term extending beyond Sacramento.

(14) That Robert's Rules of Order be adopted for the 1991 Sacramento ABM only, that we conduct a Robert's Rules orientation Thursday night, and give ongoing support to those delegates unfamiliar with the Rules.

(15) The Friday Committee of the Whole session may have co-chairs, per the BCC recommendation.

MINUTES OF THE CONFERENCE CHARTER COMMITTEE  
JUNE 8, 1991

Present: Daniel L. (chair), Bertelle B., Bob M., Emily Z. (BCC liaison), George H., Jon L., Polly B., Tia K.

The meeting began with the Serenity Prayer at 8:05 AM PDT.

The chair reported that the 1991 Conference Subcommittee had met June 7 and had made recommendations to this committee.

Polly gave the 1991 Conference Subcommittee report. Its recommendations were items 1-6, below.

MOTION. It is recommended that:

1. A person nominated by the Board will gavel each day's meeting into session, and will also adjourn each meeting, except possibly the final session, which may be adjourned by a newly-elected Conference Chair for 1991-92, if any.

2. The moderator is the person who fills the role of Chair under Robert's Rules, specifically ruling on questions of order, and who does not normally speak or dominate discussions. The moderator's actions should be neutral with regard to the content of the discussion.

3. The Conference may meet as Committee of the Whole and be facilitated by a person or persons other than the moderator.

4. There should be a single person nominated to moderate all portions of the general business sessions which the BCC has asked the CCC to be responsible for.

5. The same person should moderate the Sunday elections, in consultation with the Board Nominating Committee.

6. Except as specified in item (1), at those times when the Conference does not vote to meet as Committee of the Whole, the same person should moderate, specifically fulfilling the role described in item 2.

After discussion and vote on each item, items (1) through (6) were adopted unanimously by this committee, with the exception that Emily voted against items (5) and (6).

Other motions passed:

7. This committee unanimously nominates Tia K. to be the moderator described in items (2)-(6), above.

8. MOTION. That the CCC, Friday, discuss how to ensure the future of the Delegate Newsletter. Unanimous, Emily abstaining.

9. Questions regarding a person to monitor the point of order/point of information microphone and to assist delegates in using it, were referred to our Friday committee meeting. Unanimous.

10. The CCC requests the BCC to nominate a secretary for the Conference. Unanimous. In discussion, it was recommended that a staff person be asked to do this job. No vote was taken on that point.

11. A motion to confirm that the Joint Conference Committee should be formed and meet Friday failed with only a single vote in favor. Discussion in opposition considered the JCC as duplicating the work of the CCC and the Bylaws Committee, which are already joint committees, insofar as the Board cares to participate in them. To confirm that,

12. MOTION. The CCC explicitly invites Board members who so wish to participate in its sessions. Unanimous.

The meeting adjourned at 9:50 AM

# REPORT OF THE CONFERENCE BYLAWS COMMITTEE

JUNE 6, 1991

Containing:

- (1) Specific Recommendations for Action at Sacramento.
- (2) Recommendations for Study at Sacramento.
- (3) Recommendations for Long-Term Study.

CONFERENCE BYLAWS COMMITTEE

Michelle B (Chair), Windsor, Ontario, Canada, (519) 253-4872  
George H, Staten Island, New York, (718) 981-4887  
Daniel L, Mill Valley, California, (415) 383-4705

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CONFERENCE CHARTER COMMITTEE CHARTER AND BYLAWS SUBCOMMITTEE  
CONFERENCE BYLAWS COMMITTEE

May 10, 1991, Conference Call. Present Emily (E), Daniel (D), George (G), Michelle (M).

Chair and Secretary: Michelle. These minutes retyped and merged with bylaws by Daniel. Motions on May 10 are shown as (Moved, Seconded, Yes-No-Abstain); all other motions were passed with unanimity without abstentions.

A. General Decisions:

MOTION. To adjourn the CCC Bylaws Subcommittee and re-convene as the Conference Bylaws Committee. (G,?,4-0-0)

Daniel agreed to use his computer to identify the various language terms used in the bylaws: Conference, ABM, numerals, etc.

Michelle will contact Beth at FWS to indicate that although we can't meet the May 18 report deadline, we do wish to submit a report to the delegates before the Conference. This can be done through the Delegate Newsletter. Michelle would also contact Emily and Chris B.

As we worked we say the need to establish short term and long term goals. Unless stated otherwise the motions made were considered short term recommendations.

Emily resigned as a member of this committee.

B. MOTIONS AND RECOMMENDATIONS CONCERNING THE BYLAWS.

Recommended deletions are shown by strike-out, insertions by brackets.

ARTICLE I - PURPOSE

Section 3 - TWELVE RECOMMENDED GUIDELINES

The following are the Twelve Recommended Guidelines for dealing with media/public relations opportunities for use at all levels of the S.L.A.A. Fellowship:

[For brevity, the 12 Guidelines are not reproduced here. See the Bylaws or the FWS Pamphlet on the Guidelines.]

MOTION 1: The question has arisen if the 12 recommended Guidelines should be included in the Bylaws. We recommend that this question be studied at the Conference by the Bylaws Committee. (D,G,3-0-E)

The quality of the language of the 12 Guidelines should be referred to the Public Information and Literature Committees, the Bylaws Committee would only consider the issue of their inclusion in the Bylaws.

ARTICLE III -- MEMBERSHIP

Section 1 - Classes of Members

There shall be two classes of members.

Section 2 - General Members

Any person who has a desire to stop living out a pattern of sex and love addiction.

MOTION 2. Change III.3 as shown: (D,G,3-0-E)

Section 3 - Delegate Members

Delegate members are persons who are elected by the General-Members [Intergroups and General Members] to attend the Fellowship-Wide Services S.L.A.A. Conferences and vote as representatives of the General-Members [Intergroups and General Members] at such conferences. Each member shall hold membership as long as she or he remains qualified for membership [, as described in Article V, Section 5 of these Bylaws].

MOTION 3. Change III.4 as shown: (G,D,3-0-E)

Section 4 - Annual Meeting

The-Fellowship-Wide-Services-S.L.A.A.-Conference [The general sessions of the Annual Business Conference, called the Annual Business Meeting,] shall be the annual meeting of the corporation.

There is a possibility of a long term goal vis-a-vis this section if ever SLAA were to adopt the AA general service reps notion. This could mean global changes to the Bylaws.

MOTION 4. That the language be consistent throughout the text concerning the words ABM and/or Conference. (G,D,4-0-0)

## ARTICLE IV - INTERGROUPS

### Section 1 - Composition

a. Two ~~{2}~~ or more groups may form an Intergroup for the purpose of providing service and representation to the groups of which they are composed, and acting as the guardian of the Twelve Steps and Twelve Traditions. Each Intergroup should be composed of all groups within its locality when feasible.

MOTION 5. Change IV.1.b as shown: (G,D,3-0-E)

b. ~~Each country, state, or locality may have at least one {1} Intergroup.~~ In a country, state, or locality having only one ~~{1}~~ group, that group may function as an Intergroup.

MOTION 6. That all numbers 99 or less be spelled out and that all parenthetical numerals be deleted from the text, and that this be consistent throughout the text. (D,G,3-0-E) [This change may affect sections not shown in this document. It has no effect on meaning.]

MOTION 7. Change IV.2 as shown: (D,G,3-0-E)

### Section 2 - Registration

Each Intergroup ~~shall~~ [may] be duly registered with Fellowship-Wide Services of S.L.A.A. by submitting a summary of its purpose and operating procedures and by submitting information on those groups it represents.

At this point Emily needed to leave. The committee received her report on some amendments already made by the Board, and considered Motion 12, and then returned to the normal sequence.

MOTION 8. Change IV.4.a as shown: (D,G,3-0-0)

### Section 4 - Functioning

a. Intergroups may conduct ~~the business of their groups~~ [their business] by any method they chose, and with any frequency they choose.

MOTION 9. Change IV.4.b as shown: (G,M,3-0-0)

b. The one exception to this is that, with prior notice to all member groups, Intergroups [wishing to elect delegates] shall convene at least once a year for selection of delegate(s) and alternate(s) to the Fellowship-Wide Services Conference.

MOTION 10. Change IV.4.c as shown: (G,M,3-0-0)

c. ~~An Intergroup must be formally registered, along with its delegate information, thirty {30} days prior to the Conference opening to send delegates to the current Conference~~ [Whenever possible, an Intergroup shall be registered 120 days prior to the Annual Business Conference opening].

The meeting was adjourned to May 18, and, on May 18, to May 21. The following relates to both meetings.

Present were Daniel, George, and Michelle. Susan Z. was suggested as Board liaison for this Committee, replacing Emily. She is on the Board Legal Committee, and has received the preliminary discussions of this committee. It was agreed to draft this report following three divisions:

(a) Motions recommended for approval in 1991 (Sacramento).

(b) Motions recommended for study and possible approval in 1991.

(c) Motions recommended for long-term study by the Bylaws Committee and/or other appropriate committees.

d. For the purpose of determining the number of Conference delegates, only groups formally registered with Fellowship-Wide Services shall be counted.

MOTION 11. That IV.4.d be studied in Sacramento. It has been proposed to add here: "To register, a group must notify Fellowship-Wide Services that the group exists and provide addresses and, if possible, telephone numbers, of at least two persons as members of the group. For purposes of registration and communication only, one of the persons shall be the "primary group contact" and no person shall be the "primary group contact" for more than one group. This shall not apply to groups registered prior to June 15, 1991." (G,D,3-0-0)

## ARTICLE V - CONFERENCE CHARTER

MOTION 12. Change V.1 as shown:

Section 1 - Purpose

The Fellowship-Wide Services Conference of Sex and Love Addicts Anonymous is the guardian of the world services and of the 12 [Twelve] Steps, 12 [Twelve] Traditions, and 12 [Twelve] Guidelines of SLAA. The Conference shall serve the Fellowship only; it is not meant to be a government for SLAA, [in keeping with the Second and Ninth Traditions].

MOTION 13. Change V.2 as shown: (G,D,3-0-E)

Section 2 - Composition

The Conference will be composed of delegate members and members of the Board of Trustees [, senior staff as interpreted by the Board of Trustees, and the Journal editor].

[V.2 was discussed May 10. Emily had reported on amendments to the Bylaws made by the Board of Trustees: V.1.2 was amended to add, in addition, members of FWS administrative staff.]

MOTION 14. Change V.3 as shown:

Section 3 - Conference Relation to SLAA

The Conference will provide direction and constancy to Fellowship-Wide Services, and it will also be the [primary] channel through which a fellowship-wide [the widest possible] group conscience can be formulated. Group Delegates are free to:

a. Vote as their conscience dictates, and

MOTION 15. Change V.3.b as shown:

b. Decide what questions should be taken to the [Intergroup or] group level for information, discussion or direct instruction.

MOTION 16. Change V.3.c. as shown:

c. Participate in agenda making decisions. Any delegate may present a given issue at the annual conference for open discussion and vote, provided that a two-thirds consensus of conference delegates in attendance has been obtained. At other times during the year, a two-thirds consensus of the number of delegates present during the most recent annual conference shall be required to present a given issue.

MOTION 17. The quorum for the ABM and for special meetings are recommended for study in Sacramento. The agenda process and the process for other meetings during the year, including those by mail are recommended for long-term study.

MOTION 18. Substitute "likely" for "liable" in V.4.

MOTION 19. Strike the last sentence of V.4.

Section 4 - Conference Relation to the Board of Trustees and the Augustine Fellowship, Sex and Love Addicts Anonymous Fellowship-Wide Services, Inc.

The Fellowship-Wide Services Conference will act as advisor to the Board of Trustees and its related service corporation. A two-thirds vote of a Conference quorum shall be considered binding upon the Board of Trustees. A quorum shall consist of two-thirds of all the Conference members present. However, no vote by the Conference may impair the right of the Augustine Fellowship, S.L.A.A., Fellowship-Wide Services, Inc., Board of Trustees to conduct business, meet legal obligations, and exercise its fiduciary obligations to the corporation. The Board of Trustees should first consult the Conference before taking any action liable [likely] to greatly affect S.L.A.A. as a whole. The Board ordinarily reserves the right to decide which of its actions or decisions may require the approval of the Conference. The one exception to this policy is spelled out under Section 3 (c) above.

MOTION 20. As this V.4 leads to confusion, it is recommended for long-term study.

Section 5 - Conference Delegates

MOTION 21. Change V.5.a as shown:

a. Each Intergroup shall be entitled to one (1) delegate for up to the first five (5) [registered] groups it represents, and one (1) for each additional five (5) groups or fraction thereof.

MOTION 22. Change V.5.b to strike "Countries, states, or".

MOTION 23. Change V.5.b to allow appeal to the Conference:

b. ~~Countries, states, or~~ Localities without Intergroups which seek representation at the Conference shall have at least one ~~(1)~~ delegate, the exact number determined using the same proportionate system as described above. In any dispute concerning the number of delegates the Board of Trustees shall make the final determination, [subject to appeal to the Conference].

MOTION 24. Change V.5.c as shown:

c. [Wherever possible,] Delegates and alternates shall be selected at least one-hundred-and-twenty-(120) days before the annual Conference and their names forwarded immediately to Fellowship-Wide Services.

d. If an Intergroup or locality does not select its delegate(s) and alternate(s) or fails to inform Fellowship-Wide Services before the annual Conference, such delegate(s) and/or alternate(s) may appear at the Conference with evidence of their due selection deemed credible by the Trustees, and such delegate(s) shall be seated.

MOTION 25. Change V.5.e as shown:

e. Each delegate may be elected for a term of [ one or] two ~~(2)~~ years [at the discretion of the electing group or Intergroup], and in addition to attending the [Annual Business] Conference, should serve the Fellowship-Wide Services Conference [in its year-round business] for such term. [Terms may be abridged by the electing body for lack of participation or for cause.]

MOTION 26. Change V.5.i as shown:

... i. Delegates may be instructed [as] to the desires of the Intergroup they represent.

MOTION 27. Change V.5.k as shown:

k. Communication concerning the Conference to the Intergroups shall be [both direct and] through the delegates.

MOTION 28. Change title of Section 6 as shown:

MOTION 29A. Change V.6 to add option regarding site.

MOTION 29B. Change V.6 to add definitions as shown:

Section 6 - The Fellowship-Wide Services Conference Meeting[s]

The Conference will meet yearly at a predetermined site. [This meeting shall be the Annual Business Conference. The general sessions of the Annual Business Conference shall be known as the Annual Business Meeting and shall constitute the annual meeting of the corporation.] [In the event that the Conference has not designated a site, the Board of Trustees shall determine the location.] Special delegate meetings may be called by the Board in case of an emergency. However, in no instance may a special delegate meeting be convened on less than six ~~(6)~~ weeks written notice delivered to all delegates of record. At any such special meetings a two-thirds consensus necessary to mandate an issue shall be taken to be the number of delegates which constituted a two-thirds consensus at the most recent annual Fellowship-Wide Service Conference; S.L.A.A. Mail or telephone polls may also be used at any time to render advisory opinions.

MOTION 30. V.6 is recommended for long-term study that a procedure, with safe-guards, be established to present issues for Conference vote (by mail or otherwise) between Annual Business Conferences.

Section 7 - The Fellowship-Wide Services Conference: General Procedures and Practices

The Conference will:

MOTION 31. Change V.7.a as shown:

a. Hear [Review] financial and policy reports of the Board of Trustees; [to] ensure the maintenance of sufficient operating funds plus a prudent reserve, taking care that the Conference never becomes wealthy or powerful;

MOTION 32. Change V.7.b as shown:

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b. Advise with the Board of Trustees and office staff upon all matters affecting SLAA as a whole;

c. Engage in debate so that all important decisions be reached by discussion and vote;

d. Appoint necessary committees directly responsible to the appointing body;

MOTION 33. The following issues are considered for long term study by the Bylaws Committee: the formation of standing committees, their duties, and the way the Conference coordinates amongst its committees between Annual Business Conferences.

MOTION 34. Change V.7.e as shown:

e. Pass appropriate resolutions for the direction of the Board of Trustees and staff members[, ] refraining always from punitive actions or public controversy

...  
h. Name its own officers and committees by methods of its own choosing, remembering that no Conference members be given unqualified authority over any of the others;

MOTION 35. V.7.h is recommended for long-term study in regards to the possible separation of the Conference Charter from the FWS Bylaws.

MOTION 36. Study of the procedure for naming officers and committees is recommended for study in Sacramento.

MOTION 37. Change V.7.i as shown:

i. Draft a full report of such proceedings to be supplied to all delegates and a condensed report to be sent to all SLAA groups [and Intergroups].

MOTION 38. The office of Conference Secretary is recommended for long-term study.

[j. Arrange for the Annual Business Meeting.]

[See Motion 41.]

#### ARTICLE VI - BOARD OF TRUSTEES

MOTION 39. Change VI.2 to add the mention of partial terms.

MOTION 40. [That Daniel prepare language that include procedures for staggering Board offices. This is what Daniel came up with:] Change VI.2 as shown: (the sentence staggering elections)

#### Section 2 - Number, Tenure and Qualifications

*terms* The number of Trustees shall be nine. No Trustee may serve more than two consecutive three-year terms, [excluding partial terms,] at which time such Trustee must stand down for at least a one-year term. [Trustee elections shall be staggered so that at least one-third of the Trustees are elected each year.] Those Trustees who are not qualified members of the corporation shall be persons from the community at large who have made substantial contributions to the purposes of the Fellowship as set forth in these Articles; and who accept the principles stated in the 12 [Twelve] Traditions. All other Trustees must have one year of continuous sobriety as of the date of their election and must maintain that sobriety during their tenure.

#### Section 3 - Duties and Responsibilities

a. The Board of Trustees shall act as the guardian of the 12 [Twelve] Steps and 12 [Twelve] Traditions, ensuring that there are no alterations except by action of the Fellowship-Wide Services SLAA Conference, as set forth in these Articles. This guardianship shall in no way infringe on the right of any individual to personal interpretation of the 12 [Twelve] Steps, or the autonomy of the individual groups as set forth in the Traditions, but the Board of Trustees may call to the attention of any group or individual a violation of the 12 [Twelve] Traditions it determines has been made. The Board, however, shall have no power or control over any group or individual and shall act only in an advisory capacity on matters affecting the Fellowship as a whole. The principle to be followed in all matters regarding the relationship of the corporation to others is to be



according to the spirit of the 12 [Twelve] Traditions, especially those that state the Fellowship ought never to engage in public controversy.

[The changes to VI.3 reflect MOTION 6.]

MOTION 41. Change VI.3.b as shown: [Add the expectation that the Conference will arrange for the ABM to the Conference Charter (V.7.j).]

b. The Board of Trustees shall ... ~~arrange-for-the-Fellowship-Wide Services-SHAA-Conference-Annual-Meeting~~ [ensure that the Conference arranges for the Annual Business Meeting.]

#### Section 4 - Election

The Trustees shall be elected at the annual meeting of the members or the special meeting in lieu of said annual meeting by such members as have the right to vote thereon from the candidates presented by the Nominating Committee. Candidates may also be nominated from the floor of the Annual Business Meeting by voting members.

MOTION 42. Means to strengthen the function of the Nominating Committee are recommended for long-term study. (Also refer to Section 14)

MOTION 43. Change VI.7 as shown:

#### ... Section 7 - Notice of Meetings

A written notice of ... all special meetings of the Trustees shall be given by the Clerk ... to each Trustee.... Notice of a meeting need not be given to any Trustee if a waiver of notice is [executed] before or after the meeting and filed with the records of the meeting, or to any Trustee who attends the meeting without protesting prior thereto, or at its commencement, the lack of notice.

MOTION 44. Change VI.8 as shown:

#### Section 8 - Quorum

A majority of the number of Trustees constituting the full Board of Trustees shall constitute a quorum for a meeting ~~but-a-lesser-number-may-by majority-vote-adjoin-the-meeting-from-time-to-time-and-the-meeting-may-be held-as-adjoined-without-further-notice.~~

MOTION 45. Change VI.9 as shown:

#### Section 9 - Action at Meeting

When a quorum is present at any meeting, the vote or concurrence of a majority of the number of Trustees [in office] ~~as-fixed-by-the-members~~ shall be required to decide any matter or take any action except to the extent that a greater proportion is required, by law, by the Articles of Organization or these By-Laws.

MOTION 46. Change VI.11 to allow election of non-Trustees.

MOTION 47. Change VI.11 to allow delegation of authority.

#### Section 11 - Committees

The Trustees may elect ~~from-their-number~~ such committees as they determine to be necessary and may delegate thereto some or all of their powers except those which, by law, the Articles of Organization or these By-Laws they are prohibited from delegating. Except as the Trustees may otherwise determine, any such committee may make the rules for the conduct of its business, but unless otherwise provided by the Trustees or in such rules, its business shall be conducted as nearly as may be in the same manner as is provided by these By-Laws for the Trustees. Each committee shall report to the Trustees and[, except as authorized by the Trustees,] shall have no powers to bind the corporation.

MOTION 48. Change VI.13 as shown: [The terms should be consistent throughout the text.]

#### Section 13 - [Office] Operating Committee

There shall be an [Office] Operating Committee consisting of at least two members of the Board of Trustees and other persons as designated by the Board. The [Office] Operating Committee shall have general responsibilities for the daily activities of the Corporation.

MOTION 49. The question of the financial responsibility of the Board Journal Committee is recommended for long term study.

#### Section 14 - Nominating Committee

There shall be a Nominating Committee which shall consist of three persons as shall be designated by the Board of Trustees. The Nominating Committee shall select candidates for election as trustees at the Annual Meeting or the meeting held in lieu of the Annual Meeting and candidates for election as officers at the meeting of the Trustees held immediately after the Annual Meeting or meeting in lieu thereof.

Refer to VI.4.

MOTION 50. Change VII title as shown, to avoid confusion with Conference Officers:

ARTICLE VII - [BOARD] OFFICERS

MOTION 51. Change VII.2 as shown:

... Section 2 - Election

The President, Treasurer, and Clerk shall be elected by the Trustees at their first meeting following the Annual [Business] Meeting ~~of the members or the meeting in lieu thereof~~. Other officers may be chosen by the Trustees at such meeting or at any other meeting.

MOTION 52. Change VII.5 as shown:

... Section 5 - General Duties and Powers

Subject to law, to the Articles of Organization and to these By-Laws, each officer shall have, in addition to the duties and powers herein set forth, such duties and powers as the Trustees ~~or the Operating Committee~~ may from time to time designate....

MOTION 53. Change IX as shown:

... ARTICLE IX - VACANCIES

If the office of any Officer or Trustee becomes vacant for any reason, the Trustees may elect a successor to hold office ~~for the unexpired term~~ [until the next Annual Business Meeting].

MOTION 54. A procedure to elect Trustees by mail in mid-year is recommended for long-term study.

MOTION 55. Change XI as shown:

ARTICLE XI - POWERS OF TRUSTEES AND OFFICERS TO CONTRACT WITH THE CORPORATION

No contract or transaction between the corporation and one or more of its Trustees or Officers, or between the corporation and any other corporation, firm, association or other entity in which one or more of its Trustees or Officers are Trustees or Officers or are financially interested, shall be either void or voidable for this reason alone provided that such common directorship, officership or financial interests, if material, is disclosed or known to each of the Trustees voting or concurring on the matter of the approval of such contract or transaction. [Any resolution authorizing such a contract shall specifically state the nature of the potential conflict of interest of the Trustee(s) or Officer(s) involved.]

MOTION 56. Change XIV as shown: [Note: the deletion of the right of the Conference to amend emergency Board amendments by a simple majority is my suggestion and was not considered by the Committee. However, I believe it to be consistent with the intent of the Committee. --DL]

ARTICLE XIV - AMENDMENTS

~~If authorized by the Articles of Incorporation,~~ The Trustees [Conference] may make, amend or repeal these By-Laws, in whole or in part, [by a two-thirds vote] at any regular or special meeting. [In the event of a legal emergency, the Trustees may make, amend or repeal these Bylaws, in whole or in part, at any regular or special meeting] if at least five days' written notice is given of the intention to alter, amend, or repeal, or to adopt new By-Laws at such meeting. Any By-Law adopted by the Trustees may be amended or repealed by [majority vote of the Conference] ~~the members, and members may make, amend, or repeal any By-Law by majority vote at any regular or special meeting.~~