

APR 30 1993

WORLD SERVICE OFFICE
BOARD OF DIRECTORS' MEETING
April 24, 1993 - 4:00 P.M. (PDT)



The following board members were present: Mary Kay Berger, Randy Jones, Tim Banner, Bob Feneran, Tom Rush, Chris Chambliss, Bob MacFarlane, and Chuck Lehman. Also present were Ron Sheppard and several visitors. The following staff members were present: Joe Gossett, George Hollahan, Anthony Edmondson, and Dottie Radatz. (George H. was present for a brief period of time)

Chairperson Mary Kay Berger called the meeting to order followed by the Serenity Prayer.

First order of business was to decide which items on the agenda to discuss at this meeting and which ones to defer to Saturday. Items deferred to Saturday:

1. Proposal to the board about fellowship services and its relationship to BOT.
2. Letter from Mike G., RSR from Arkansas, asking for several NA Service related items on a disk that are not copyrighted or for sale for use on a computer bulletin board.
3. It was M/S/C (Chuck L/Bob F.) "that we table the discussion of the minutes until the Saturday meeting." Vote was unanimous.
4. The decision on exercising the option on the video was postponed until Saturday.
5. The business plan as an ongoing plan and part of the inventory planning.
6. *It Works*--Take input from the fellowship on a hard cover vs. soft cover as well as setting price and discussion of Commemorative Edition.. Decision deferred to Saturday meeting.

Next was a general discussion on elections, having to do with putting three directors back into the pool. The only solution is to amend the bylaws. It is clear that at the end of the three years, the members in the pool would go back to the conference. The presentation of Bob MacF. and Walter J. is to reaffirm their service for another one and two years on the board. The chairperson suggested that the information about these positions should be reported to the conference. They are still serving, but we feel that every three years directors from the pool serving more than three years should go back to the WSC pool for consideration.

It was suggested that we have service forms and resumes ready, but that we will inform the conference what has happened and ask them if we can't just continue these positions.

There was a consensus that the board is nominating one individual for a one year term and that we are seconding Daniel from Germany.

Question was asked if Bob F. needs to be renominated to the pool. We need to renominate to the pool anybody who has been elected from the pool; i.e., Bob MacF. and John B. We need to present Bob MacF. and Walter J. to the conference to continue serving the terms they are in. Bob F. was drawn from the pool for a one year term and we are asking that he be put back into the pool.

Next was a discussion on where the WSO board stands on the following motions:

#37 - Chairperson Mary Kay will ask the RSR of this region for more information.

#42 - Anthony explained that right now we have a space limitation in the *Newsline*. We can't put everything in without changing the format. We *are* including regional events.

#95 - The motion strongly recommends that the WSO place the words "Just For Today" on the chips. The expense would be in an original mold which would cost approximately \$12,000. Anthony will know more about pricing Monday. **Is the fellowship willing to spend \$12,000 to have Just For Today on their chips? Recommendation: To defer this decision until Monday.**

#84 - Consensus was to commit this motion to the WCC.

#107 - Same motion as #84. Commit to WCC. (The WCC does not support this motion.)

#106 - Information about the Chicago convention will be available one year prior to the event.

#105 - Re incorporating maps into the phonline directories, we can do regions; we cannot do areas. We are not sure of the intent and we do not have the ability to do it because there are no current maps. The information to be given out would not be accurate.

#111 - It was pointed out that in keeping with the Twelve Concepts, we do have a substantial responsibility. The consensus was no recommendation.

The next item on the agenda was an update on baby blue in England. Jamie Scott-H. met with a fellow in the United Kingdom who set up a workshop where both sides could be heard. Bob MacF. suggested that we send a polite but firm letter from the chairperson of the board of directors. **It was then M/S/C (Randy J.\Bob MacF.) "that the chairperson provide a diplomatic letter to ask them to stop their distribution actions." Vote was unanimous. A copy should go to UKSO, Assembly, region involved, and Jamie Scott-Hopkins. Jamie is trying to get a copy of the unofficial transcript given out in London.**

NA Video Contract - It is the recommendation of the video committee that we move forward with the project. They feel there is minimal risk at this time. (See letter in Book 2.) It was M/S/C (Randy J.\Tim B.) "to move ahead with the contract." Vote was unanimous.

There was then a discussion on communication of this whole project. Mary Kay said that the BOD has the responsibility of contract administration with this company. A copy of all correspondence should be sent to all five members of the video group. Randy J. pointed out that the board is only involved in the legal or contractual portion of this project. **The decision then on exercising the option on the video was postponed until Saturday.**

WSO Panel discussion - Mary Kay gave a brief recap of the credit card subject. She pointed out that we discussed an amendment to the travel policy--that there could be revocation of the card if used inappropriately. This information needs to be in the WSO credit card policy so we have working guidelines to go by. Tom R.'s proposed form was an attempt to make sure each person who uses a credit card understands his or her responsibility.

Bob F. Bob F. believes that the credit cards should be individually issued and billed to the recipients home. He also recommended that we pay the \$45.00 fee for the American Express card. The expenses then could be submitted to the corporation (only if they are business oriented). No motion was made regarding this discussion.

Took a five minute break and reconvened at 6:20 P.M.

There will be further discussion in June as far as individual credit cards.

Question: Do we want to have Tom R's draft as part of the conference input? Tom R. felt that we should put in this policy that no individual has the right to encumber more than a certain dollar amount. There should be a stipulation about this so that both policies are consistent. This should be consistent with our financial policy as to dollar limit, etc. This could be inserted after the last sentence in the paragraph called "Credit Card Use Documentation" and make a simple reference to the financial policy.

Tim then brought up several items that the BOT would like to have done. They are:

1. They would like to have an audit reviewing expenses from credit cards as they are submitted for reimbursement. They suggested that the committee chair is responsible to review all these expenses and should act as a specific review person of their committee's use of the credit cards. The information should then be forwarded to Bob McD. This information should be sent each month and involves any committee or committee member who is allowed to use a credit card. They must make sure that it was used for the items approved. **There was a consensus of the board to put into Tom R.'s document the approval by committees or board chairs, etc. (Tom R. will work on this)**

Mary Kay asked if anyone on the board is using a credit card. Answer was no. Randy J. stated that he had a credit card, but had never used it.

If an international member is going to be a board member, he or she will be using a credit card because airline tickets are cheaper when purchased in his or her own country.

There was also discussion on telephone credit cards, the difficulty in monitoring them and determining which committee was involved. There are 12-14 cards issued. It was suggested that from this perspective, we need a different set of guidelines for telephone cards and that a monthly log of who is called would be helpful. **Tim B. suggested that a separate telephone credit card policy be developed. Ron S., Tom R., and Bob McD. would be the appropriate people to work on this.**

2. Next item from the BOT was frequent flier mileage. People joining the board in the future need to be aware that mileage earned is not a perk. The mileage belongs to NA and there is a statement to this effect in the WSO travel policy. Suggestion was that each board and committee should draft their own ethics statement regarding frequent flyer mileage.

The board was then asked if there was any objection to the "Statement of Acceptance and Contract," page 3 of Tom R.'s credit card policy document (copy attached). There were none.

Introductory Guide - At our March board meeting, we discussed production and retail price. Anthony has done more investigating on price of this. He thought we could do it for \$1.00. If it is \$1.00, it would have no discount status. Our cost of merchandise is 41-1/2 cents. If the proposed changes are changed on it, the cost will be around 31 cents without consideration of overhead costs. **It was M/S/C (Randy J.\Tim B.) "that we sell the Introductory Guide for \$1.50 with discount." Vote was unanimous.**

Items to be discussed at the WSO Panel:

- Introductory Guide*
- Credit Card Policy
- Explanation of the board of directors' pool
- Sales Policy
- Business Plan
- Branch office operations
 - Central South America
 - Australia
 - Travel for So. America Evaluation
 - European Advisory Board
- It Works* (Hard cover vs. soft cover)
- World Convention Corporation (30-45 minutes)

Credit card fee - California law prohibits this five per cent fee. It was M/S/C (Randy J.\Bob F.) "to rescind the March decision to impose the five per cent credit card fee." Vote was 6 in favor and 1 against.

This meeting was recessed at 7:40 P.M. Meeting will continue on Saturday, May 1.

Attach: Tom R's Credit Card Policy Document

Q:\wso\minutes\min42493.doc

Tuesday, April 13, 1993

TO: Mary Kay Berger, Chairperson, WSO Board of Directors
FROM: Tom Rush, Director, WSO

Credit Card Policy

As needed credit cards may be issued to and used by individuals to effectuate their duties and responsibilities. All credit card issuance and use will conform with the following policy:

Credit Card Issuance

Credit cards may be issued for use for specific or general purposes at the will of the World Service Office, Inc. (W.S.O.).

1. Specific purpose is to be for a limited time and limited for use to a specific designated trip, function or purpose.
2. General purpose is related to the individual position of employment or election and would be limited for use to fulfill the duties and responsibilities of employment or elected office and limited to the duration of employment or term of elected office.
3. The issuance of all credit cards is subject to the approval of the Interim Committee.

Credit Card Use

Appropriate credit card use is only for expenses that would normally be reimbursed to the credit card user, should they have been using personal funds. Descriptions and limitations of reimbursable expenses may also be described in other documents, such as the Travel Policy. There may be credit card use for emergencies directly related to the approved trip or function. Should these usages occur, the Executive Director of the W.S.O. will be immediately notified by the credit card user and the Interim Committee notified in writing within fifteen days, concerning the circumstances. The Executive Director of the W.S.O., the W.S.O. Division Administrator for Fellowship Services and the W.S.O. Division Administrator for Support Services may, from time to time, use the credit cards directly related to the fulfillment of their authorized responsibilities (such as equipment rental and purchase of supplies), however this use should be minimal and regular procurement procedures followed. Any other use of the credit cards would be inappropriate and/or unauthorized.

Initialed _____

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Credit Card Use Documentation

All credit card use must be corroborated by appropriate documentation. Individuals utilizing credit cards will submit an expense statement accompanied by the invoices, receipts and/or other documentation provided at the time of use. The actual itemized invoice, hotel billing, car rental agreement, and/or other detail documentation must be provided, along with the credit card receipt. This documentation will be maintained as a part of the permanent record of the trip, function or purpose.

Credit Card Return

1. All credit cards issued for general purpose will be returned to the W.S.O. in person or by registered mail within thirty days of expiration or termination of term of elected office, or severance of employment.
2. All credit cards issued for specific purpose will be returned to the W.S.O. in person or by registered mail within thirty days of the completion of the trip, function or purpose.
3. All credit cards returned, must be accompanied by all invoices, receipts and/or other documentation regarding credit card use that had not been previously provided.

Credit Card Use Revocation

Inappropriate and/or unauthorized use of credit cards or persistent unacceptable documentation of use will be subject to the following actions. Upon gaining knowledge of what may be deemed as inappropriate and/or unauthorized use of a credit card or persistent unacceptable documentation of use, the following will be notified immediately: the World Service Conference (WSC) Treasurer, the Treasurer of the W.S.O. Board of Directors and the Executive Director of the W.S.O.. Immediate necessary action will be taken to suspend credit card use, including verbal and written notification to the credit card user. The WSC Treasurer will notify the entire Interim Committee within ten days, unless reasonable clarification and explanation have been provided by the credit card user, in which case the WSC Treasurer will notify and provide this knowledge to the Treasurer of the W.S.O. Board of Directors and the Executive Director of the W.S.O.. If all three agree the credit card privilege may be reinstated. Upon notification from the WSC Treasurer, in the instance of non-employee credit card users, the Interim Committee will take appropriate action. Any continued use of credit card privileges by the non-employee credit card holder after notification of the suspension or termination of those privileges may result in the notification of all World Service

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Conference participants and may result in legal action. In the instance of employee credit card users any action will be in accordance with and subject to existing W.S.O. personnel policies. Full restitution and repayment of inappropriate and/or unauthorized charges will be demanded. The W.S.O. shall have the authority to cancel all credit cards upon expiration or termination of term of elected office, or severance of employment.

Statement of Acceptance and Contract

I have read the above Credit Card Policy. I accept and agree to conform to and abide by all terms and conditions stated therein. I fully realize that any inappropriate and/or unauthorized use of the credit card will result in demand for full restitution and repayment of charges and may result in further legal action.

Signed and Accepted _____

Date _____

Witness _____

Date _____

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