

APPROVED COPY

BOARD OF DIRECTORS' MEETING
MINUTES
APRIL 26, 1992

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This meeting was held Sunday evening 7:30 P.M. at the beginning of the World Service Conference.

Those present: Bob McD., Tim B., Walter J., Chris C., Oliver S., Mary Kay B., Randy J., Bill W., and Martin C. had given his proxy vote to Randy J. Bob MacF. joined the meeting during the minutes discussion. Staff present included Joe and Anthony. There were sixteen to eighteen guests at the meeting.

Chairperson Bob McD. opened the meeting with the Serenity Prayer and then asked if there were any additions or corrections to the minutes.

Tim Banner made the following corrections.

1. In Book 1, Page 5, 4th paragraph change "Tim Banner then noted" to "Bill Winterfeld then noted."
2. In Book 1, Page 6, 5th paragraph should read "with the concurrence of Becky regarding trustee assignments to the panels, the board of directors presented these panel makeups to Barbara."
3. The next to the last sentence in the fourth paragraph on page 6 of Book 1 would be changed from "after brief discussion, it was M/S/C (Tim Banner/Walter Johnson) that the board of directors appoint Mary Kay as chairperson of the tape review committee" to "The board of directors approved the final tape review committee guidelines. The vote was unanimous. It was then noted that these guidelines designated the board of directors representative (currently Mary Kay Berger) as the chair of the committee."

There being no other changes requested by the board, it was then M/S/C (Oliver S./Walter J.) "that we accept the minutes as corrected." The motion passed unanimously.

Anthony was then asked to provide a summary financial report. Anthony noted the financial condition of the World Service Office had not changed substantially since the last report March income would be less than \$300,000. Anthony also noted that the board of directors had received requests for a change in payment from two different regions. After brief discussion, it was the consensus of the board to address those issues at their Friday meeting rather than at this time. Anthony then asked if there were any other questions regarding the financial reports presented in Book 1. There being none, Bob McD. proceeded with the chairperson's report.

Bob McD. noted that he intended to resign from the board at the end of the conference to take a position of employment to the WSO and raised the question as to whether it would be appropriate for him to serve as the chairperson of the board of directors through the conference. After thorough discussion, it was the consensus of the board of directors that

there would be no conflict of interest and that Bob would be the most qualified person to represent the board at this conference.

Bob McD. then noted there had been a correction in the tape review policy guidelines to state that at least one member of the board of directors would be included as part of the tape review committee. It was M/S/C (Bob MacF./Walter J.) "that we incorporate this correction." The vote passed unanimously.

Tim Banner was then asked to present bylaw amendments for adoption. Tim noted that the bylaws had been reviewed at the prior board of directors meeting and were now being presented for adoption. He asked if there were any additions or corrections or other changes to be made in the bylaws at this time. There being none, it was M/S/C (Bob MacF./Oliver S.) "that we adopt the bylaw amendments presented at the March 1992 meeting." This motion passed unanimously.

Chairperson McDonough then reviewed all panel assignments for the conference noting that there were no changes from previous panel assignment discussions. It was also brought to the attention of the board that the *Guide to Service* committee had offered two positions on that committee to the board of directors and at present only one of those positions was filled. After brief discussion, it was the consensus of the board to defer any decision on committee assignment until a closed session Friday. The board then considered the nomination of Jay R. to WCC Board of Directors. After substantial discussion, it was M/S/C (Randy J./Chris C.) "that the board of directors request that the conference waive the WSC attendance requirement to be elected to the WCC Board of Directors." This motion passed unanimously. It was then M/S/C (Randy J./Chris C.) "if the WSC attendance requirement was waived that the board of directors place Jay Reichbaum in nomination for the WCC Board of Directors." This motion passed unanimously.

Tim B. was then asked to give a summary of pending legal action filed by David Moorhead. Tim noted that Mr. Moorhead had alleged contempt by the WSO in not fulfilling their part of the January 1991 settlement agreement of the lawsuit concerning the publication of an unapproved version of the Basic Text. Tim further noted that since this contempt charge had been attached to the previous case, the attorneys of Synnestvedt and Lechner were designated by the District Court as the attorneys of record and would be the attorneys representing the WSO in this case. It was further noted that no strategy nor decision had been reached at this time. Additional information would be provided throughout the course of the week as it became available.

There being no other items to come before the board of directors, it was then M/S/C (Walter J./Bill W.) "that we recess until May 1, 1992, at 7:00 P.M." The vote passed unanimously. The meeting was then recessed.