

**MINUTES of the SUNDAY 22ND OCTOBER 2017 QUARTERLY MEETING of
OVEREATERS ANONYMOUS GREAT BRITAIN (The National Service Board of OA in Great Britain)
held at Cranage Hall Hotel, Holmes Chapel, Crewe, CW4 8EW**

In attendance: -

Sandra	Chair	NSB
Lisa	Treasurer	NSB
Caroline M	Communications Officer	NSB
Hilary	Outgoing Secretary	NSB
Laura	Board Administrator	NSB

Observers:-

Stella	Region 9 Trustee
Chic	NSR, Glasgow Royal Infirmary
Crissy	NSR, Redland Bristol
Kathryn	NSR, Leeds Wednesday
Sarah	NSR, Liverpool Friday
Yvonne	NSR, Cumbernauld Tuesday
Rachael	NSR, Beaconsfield
Shelley	NSR, Weston-Super-Mare

Item	Action
1. Sandra welcomed everyone and opened the meeting with the Serenity prayer.	
2. Preamble, Traditions and Concepts were read.	
3. Board members and Administrator gave brief personal shares to connect with the group on where they were at today.	
4. Apologies were received from Catherine, PI Officer and Alan, outgoing Literature Liaison Officer.	
5. Laura started a car park to capture any AOB items to be discussed at agenda point 28, items collated over the meeting were – a. OA Insurance issue raised by OA member Trevor – Caroline b. Letter from WSO re Sponsorship guidelines - Laura	
6. The group adopted the agenda. Sandra extended a warm welcome to the visitors to today's meeting, and explained questions could be asked by observers but only Board members were able to vote. The suggested ground rule of raising hands to ask questions via Sandra as the chair was agreed.	
7. Review last meeting's minutes a. The group reviewed last meeting's minutes, and Hilary had noted a minor editorial change but couldn't trace where in the minutes this was to go. Agreed to follow up after the meeting. b. The rest of the minutes were agreed as accurate.	Laura – to follow up with Hilary re amendment to August minutes
8. Matters arising a. Point 28d – Catherine to purchase new PI phone. Group unaware of new number so presume still outstanding.	Catherine - to purchase new phone to use for PI, same SIM card to be used
b. Point 11f – Outstanding Invoices from Methodist Church. Lisa confirmed both herself and Laura had chased these more than once and had no reply so far.	Laura - to chase outstanding invoices

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c. Point 11h – Caroline to clarify new phone divert system costs for next year’s budget. Still outstanding.	Caroline – to investigate the charges involved in the new telephone answering system so a budget can be set for next year
d. Point 12c – Lisa confirmed all delegate assistance payments were made by 31 st August, however one payment was due to be refunded as the delegate (from Exeter Woods, Devon & Cornwall IG) could then not attend.	Lisa – to confirm receipt of refunded payment
e. Point 12f – Sandra to confirm voting protocols for the Chair. Sandra confirmed the chair does have a vote in normal matters, especially with such a small board.	Laura – to update Blue book with this clarification
f. Point 13a – Alan to update on Literature royalties situation. Laura confirmed Alan had mentioned WSO had responded and restated the need for the increase from 10% to 25% royalties from OAGB. Stella highlighted the increase was to bring OAGB in line with other OA Literature services, and the increase was a percentage of the profits from Literature, not the whole sale. The group agreed the full costs of literature including postage, paid employee salary and storage would need to be calculated to determine the actual impact.	Sandra - to follow up with Alan to get full handover
g. Point 13b – Alan to investigate Artwork professional services needed for the Literature service and share with the Board. Sandra confirmed there was now a draft job description and advert for the work needed and this could be handed over to whoever took over as Literature Liaison.	Alan – to handover status of this to new LLO
h. Point 14c – Caroline to explore whether there is a development area of the website where new changes could be tested. Still outstanding.	Caroline – to explore whether there is a development area of the website where we could test any new changes
i. Point 15a,15b & 26e – Catherine to share proposals for PI projects and Literature with the Board, including linking in with other fellowships.	Catherine - to bring proposals and group can consider what is achievable with current board numbers
j. Point 16e – Alan to investigate the customer data held by the Literature service and provide summary so can be included in the Security proposals.	Alan - to ensure full information is included as part of LLO handover
k. Point 24a – Sandra/Hilary to create a Diversity policy for OAGB. Hilary confirmed this had been added to the NA Hosting pack guidelines. A suggestion was made for the policy to be added to the Blue book to ensure new volunteers and the Board were aware.	Laura – to send Diversity policy to the Board and update Blue book
l. Point 25a iv – Board members to update their job descriptions. Some still outstanding.	All – to update job descriptions
m. Point 25a v – Alan and Hilary to make themselves available to help support new board members in their old roles	Hilary/Alan – ongoing support to the Board, particularly to those taking on their old roles

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n. All other actions were either completed or being covered later in today's agenda.	
9. Confirm Directors/Trustees Details The NSB members present confirmed there had been no changes to personal details since the last meeting.	Sandra – update the information at Companies house to remove Hilary and Alan as Board members
10. Ratify New Board members a. Catherine had been voted in yesterday as a new board member, however as she was already co-opted on to the board back in June, there were no new board members.	
11. Job role allocation for next year a. The group discussed the key roles needed for the Board to function as a Limited Company and registered charity, and identified Chair, Company Secretary, Treasurer and Secretary. There was no mention in the bylaws of any of these roles needing to be covered by a board member, so the role of Secretary could be covered by the paid worker Laura. The group agreed to move to voting on the remaining mandatory roles initially, then review what else was a priority. Sandra explained although Catherine was unable to attend today, they discussed her preferences for roles and were able to proceed with allocations and voting in her absence.	
b. Sandra proposed herself as Chair and was seconded. She gave a brief personal share on why she felt she wanted to continue in the role. 3 votes were cast, all were in favour, so Sandra was unanimously voted in as Chair.	
c. Sandra proposed herself as Company Secretary and was seconded. She gave a brief personal share on why she felt she wanted to continue in the role. 3 votes were cast, all were in favour, so Sandra was unanimously voted in as Company Secretary.	
d. Lisa proposed herself as Treasurer and was seconded. She gave a brief personal share on why she felt she wanted to continue in the role. 3 votes were cast, all were in favour, so Lisa was unanimously voted in as Treasurer.	
e. The group discussed the priorities for OAGB in the coming year and agreed a Literature Liaison Officer was an essential role to allow the Literature service to continue to operate as a business, support and line manage Deborah the Literature paid worker, find and support a replacement Print Liaison Officer as Pam is due to end her term in 2019, and deal with the ongoing projects such as the royalties, new translations and recruitment of an Artwork professional. Lisa highlighted the need for more visibility and understanding of Literature by the whole board given how much was ongoing, and a suggestion was put forward to invite Deborah to future board meetings and to give an update.	Sandra/new LLO – Invite Deborah Literature paid worker to all future board meetings, for an update and what ways the board can support

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<p>f. The group also agreed the Communications Officer was an essential role to continue the website, telephone helpline, email newsletters and other projects, as well as coordinating the volunteers for these areas.</p>	
<p>g. Caroline proposed herself as Communications Officer and was seconded. She gave a brief personal share on why she felt she wanted to continue in the role. 3 votes were cast, all were in favour, so Caroline was unanimously voted in as Communications Officer.</p>	
<p>h. Sandra contacted Catherine during the meeting by text message regarding the Literature Liaison Officer, and Catherine indicated she would be happy to take this on. Sandra proposed Catherine as LLO and this was seconded. 3 votes were cast, all were in favour, so Catherine was unanimously voted in as LLO.</p>	
<p>i. Lisa proposed herself as Region 9 delegate and was seconded. She gave a brief personal share on why she felt she wanted to take on the role. 3 votes were cast, all were in favour, so Lisa was unanimously voted in as Region 9 delegate.</p>	<p>Sandra – to handover and support Lisa with region 9 role</p>
<p>j. Caroline proposed herself as the WSBC delegate and was seconded. She gave a brief personal share on why she felt she wanted to continue in the role. 3 votes were cast, all were in favour, so Caroline was unanimously voted in as WSBC delegate.</p>	
<p>k. Given Catherine's absence, it was agreed the new roles should be reviewed and ratified at the next board meeting.</p>	<p>Sandra/Laura – include this in next board meeting agenda</p>
<p>12. Bank Signatories a. Lisa highlighted she had again visited the bank and tried to resolve the ongoing issues with correct banking signatories for the accounts. She had submitted a formal complaint about the issues and hoped this would help. Stella suggested the Banking Ombudsman may be the next step if not resolved. Laura queried why we stayed with NatWest if the service was so poor; the group confirmed various banks have been tried or used by other groups and similar issues arose, as it seemed to be partly due to it being a charity account. Lisa had further forms for Laura to complete to be added as a signatory. Sandra confirmed she was happy to be added as a signatory after she had handed over the role of R9 banker which would be by the end of the year. It was agreed Hilary would remain on the account till then.</p>	<p>Laura – to complete further banking forms and submit to NW Lisa – have Hilary remain on the account, and remove once Sandra can be added in January, remove previous signatories asap</p>
<p>b. It was highlighted the access codes for the electronic banking have not been changed as the signatories have remained the same; Lisa was concerned that changing these may mean having a couple of weeks where there was no electronic banking access. The group agreed the risk of not changing the codes was too high to avoid after all this time, so it was</p>	<p>Lisa – to confirm how many signatures are required for a cheque on the current OAGB account Lisa – Request new banking codes as at 1st November</p>

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<p>agreed to do this on 1st November and work with cheques in the short term for any urgent banking.</p>	<p>All – submit board expenses by 27th October to allow these to be paid before end October</p>
<p>13. Support for New Officers</p> <ul style="list-style-type: none"> a. Alan would complete handover and support with Catherine in the LLO role, assisted by Sandra b. Sandra to cover any urgent business in Catherine’s absence while she was unwell c. Caroline to support with IT set up d. Lisa confirmed happy to allow Catherine to submit hard copy expenses claims and she could organise the electronic paperwork needed e. Laura confirmed happy to provide any secretarial/admin support for Catherine as needed 	<p>All – to support Catherine in her new role as outlined</p>
<p>14. Blue Book/Email etiquette</p> <ul style="list-style-type: none"> a. Sandra highlighted it was important all board members used their webmail oagb.org.uk email addresses for all OAGB communications to ensure there was an audit trail, and for effective handovers and cover in someone’s absence b. The group discussed some of the IT challenges with having emails forwarded to another account and replying from that, as the webmail account may then not keep a record of the sent email. c. The Blue Book was being covered later in the agenda under AOB and Security 	<p>All – to use OAGB emails for all correspondence Caroline – to investigate IT issues with using other email account and support Lisa with new password for her webmail account</p>
<p>15. Director’s Reports</p> <ul style="list-style-type: none"> a. Chair and Company Secretary – there were no questions for Sandra on any of these reports 	
<ul style="list-style-type: none"> b. Region 9 delegate - Sandra confirmed she would cover the motions to be voted on at the assembly later in the agenda at point 22 	
<ul style="list-style-type: none"> c. Treasurer – Lisa asked for further clarification on where the £35,000 prudent reserve for OAGB was held. Sandra confirmed there were 3 bank accounts; 2 accounts were used by Lisa for day to day banking and they held around £20,000. Then Literature had a bank account which held around £10,000, and the service also had approximately £13,000 worth of stock. d. The group discussed the question raised at the Assembly around interest for the bank accounts, and confirmed as the rates are so low there was very little interest gained from a standard account. Any move to a different account or way of generating interest/profit from the reserve would require specialist investment advice and could tie up the money, which ultimately could be needed at short notice in an emergency. The group agreed no further action needed on this. e. Stella highlighted if OAGB ever was to apply for funding from R9 or WSO, e.g. Delegate assistance, it was important to note the need for the business to keep a £35,000 prudent reserve because of Charity Commission regulations, as these differ from country to country and it could appear there was a large surplus. 	

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f. Board Secretary – no questions.	
g. Communications – Caroline confirmed the essential work needed to make the website more secure has now been completed by our IT contractor Samsang. It took 2 hours, which was billed at a charity rate of £35 per hour. This will be a good start to ensuring OAGB is in line with the new data protection regulations due next year.	
h. WSBC delegate – no questions. i. Literature – no questions. j. Public Information – no questions.	
<p>16. Finance Reports</p> <p>a. Sandra highlighted the budget set at the August board meeting did not have total income and expenditure till the end of the financial year; this was now available. The group reviewed the figures and made the following adjustments to the budget: -</p> <ul style="list-style-type: none"> i. Line item 6, Total Income – reduced by £1k to £12k in line with trend from previous years ii. Line item 12, NA delegate assistance fund – reduced by £500 to £1,500 in line with the decrease in group contribution levels. iii. Line item 19, Public Information – reduced from £1,000 to £500 as there is no PI Officer in post on the Board this year. iv. Line item 20, Professional Exhibitors Fund – reduced from £1,000 to £500 in line with the decrease in group contribution levels. 	Sandra – to update budget
<p>b. The group also reviewed line item 9, Board Administrator and agreed this was an essential role given the size of the Board and the number of projects this year.</p> <p>c. The original resolution from the 2016 National Assembly gave the Board authority to employ the Administrator for up to two years, and the current contract was for 6 months and due to end in November 2017.</p> <p>d. The group voted unanimously to extend the current contract for a further year and to review again in October 2018.</p> <p>e. All expenses and salary for the Board Administrator come from the £4,500 budget; yearly salary is around £3,000 when allowing for extra hours for board meetings and NA. Agreed to leave budget as is to leave room for overtime in case of urgent projects.</p>	Caroline – to issue new contract to Board Administrator

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<p>17. Matters arising from the National Assembly</p> <p>a. Sandra confirmed the outcomes of the 4 motions which were brought before the NA:-</p> <ul style="list-style-type: none"> i. Motion A – making it easier for Intergroups to bid to host the NA two years in advance. Carried unanimously. ii. Motion B – bringing our definition of a group in line with WSO. Amended, then carried unanimously. iii. Motion C – updating the process for providing a list of registered voters to the NSB Secretary. Carried unanimously. iv. Motion D – new Policy and Procedure on potential Board candidates applying for assistance to attend NA. Carried unanimously. 	<p>Laura – to draft updates to Blue book and P&P manual in line with the new motions, and email to Sandra, then the Board</p>
<p>b. There were no new resolutions to be assigned.</p>	
<p>c. Hilary asked Stella for guidance on the minutes of the Assembly, as in previous years they had captured a high level of detail, including who proposed and seconded amendments, what was put forward as Pro and Con, what groups speakers were representing. Stella confirmed there was no procedural need to capture that level of information, and the fact the motion was discussed, any amendments, the outcomes of the debate, confirmation of motions being proposed and seconded, and the final outcomes, were the key pieces of detail to note. She cautioned capturing too much detail as then the document became difficult to follow and people were less likely to read.</p>	<p>Laura/Hilary – to take this guidance on board when collating final minutes</p>
<p>18. National Assembly Hosts 2018 and 2019</p> <p>a. Sandra confirmed the outcome of the votes at the Assembly were:-</p> <ul style="list-style-type: none"> i. 2018 – Devon and Cornwall ii. 2019 – Heart of England 	<p>Sandra – to contact the Hosting IGs and thank them</p>
<p>19. Review and learning points from the National Assembly</p> <p>a. The group discussed and noted the following points as learnings from the full National Assembly process:-</p> <ul style="list-style-type: none"> i. Delegate Assistance – the need for a more consistent and quicker process to clarify questions and get feedback ii. Delegate Assistance – clearer communication and direction on what is needed to make a claim and deadlines iii. Survey – more highlighting to delegates for the hard copy and the electronic survey which will follow later iv. Review order of the agenda to make it flow better and in line with the NA pack order v. Deadline/Timescales for the NA packs being drafted and issued, including what is needed for everyone such as Directors, Literature etc. vi. Raise awareness that members can submit resolutions to the board vii. Make policies and procedures more visible so people can query and make suggestions at NA viii. Mock debate included in the pre workshop and parliamentary prep 	

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<ul style="list-style-type: none"> ix. Reduce Pack 1 and 2 size if possible – perhaps have sections to be printed and sections which just need to be read online if needed x. Time limit for Pro/Con and questions section for each amendment to be limited xi. Ground rules for electronic devices to only be used for viewing NA packs if needed xii. Board members and admin to have a binder each with the NA packs in sections for easy reference xiii. Board admin to have laptop with all documents to be used so can make amendments and view on projector xiv. Board admin and chair to capture outcomes of each motion to give a final summary at the end of the Assembly to recap 	
<p>b. There was more discussion but time was limited, so Laura suggested the group could email her with any additional items and she would circulate.</p>	<p>Laura – to circulate to the Board and collate any further suggestions</p>
<p>20. Dates and Locations for NSB meetings 2018</p> <p>a. Sandra explained the group had had some discussions around locations at dinner last night, but felt it was difficult to make a decision without Catherine at the meeting. It was therefore agreed Laura would propose some dates and possible locations, and a final decision would be made at a future board call in November.</p>	<p>Laura – to investigate some initial dates and locations to propose to the Board</p>
<p>21. Survey</p> <p>a. Sandra thanked everyone for their comments and feedback on the proposed survey so far, and circulated copies for further review. Suggestions were made to include/amend the following:-</p> <ul style="list-style-type: none"> i. Requirements for being on the NSB ii. Requirements for doing service at board level iii. Explanation of what ‘service at beyond group level’ means iv. Question on whether service has been discussed with the person and their sponsor and/or sponsees v. Option to include their details for further information if the person is interested in doing service <p>b. Timescales were discussed in light of other priorities such as Region 9 Assembly, and it was agreed to issue the survey in November</p>	<p>Sandra – to add feedback and create online survey for all members to be issued November</p>
<p>22. Region 9 Assembly Voting</p> <p>a. Sandra explained the region 9 Assembly were reviewing a large number of points, including Financial issues and their entire policy and procedures manual at the Assembly in November. She had circulated a summary of the key points as the full document was very lengthy for everyone to review.</p>	

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<p>b. Policy and Procedures manual - the group discussed the highlights of the proposed changes and agreed there were some questions which would only be answered at the time of the Assembly. As these changes appeared to be mainly housekeeping and practical in nature, the group agreed for Sandra to use her judgement and vote which way she felt was best having listened to the discussions on the day.</p>	
<p>c. Region 9 Trustee – the group unanimously agreed to vote in favour of Stella for Region 9 Trustee at WSBC</p>	
<p>d. Finance, Prudent Reserve – The group reviewed the list of items included in the proposed prudent reserve, and Sandra highlighted she felt items 7 and 8 (Representative Assistance and Translations and Projects Assistance) were perhaps outside the scope of true core operating costs. The group discussed this and the nature of these costs in relation to Region 9 as a service board given its diversity of the countries, geographical area and languages. The group agreed Sandra should listen to the discussions and vote using her judgement and experience.</p>	
<p>e. Finance, Region 9 bank accounts – Sandra is currently Region 9 banker so shared her experience and more information in relation to this point. The Euro account was initially set up to try and avoid bank charges accrued because of the transactions between accounts with two currencies, i.e. GBP to Euro. So far this has not helped with charges, and the account does not have online banking access therefore needs a manual process to issue cheques. This does mean the account feels obsolete. The two GBP accounts have online banking access so in minutes money can be transferred between them. Sandra explained having two accounts does not cost anything additional, but it does feel useful in case of an issue with one account, and to help keep track of the prudent reserve. The group agreed with Sandra’s recommendations.</p>	<p>Sandra – to vote at Region 9 Assembly in November and update the Board</p>
<p>23. GDPR (General Data Protection Regulations) and Security a. Sandra explained the new regulations come into force in May next year, however there were some key actions such as a data audit which needed to be undertaken by the end of this year. She confirmed the Charities Commission have published some template policies which we can use and implement. She agreed to review and come back with recommendations.</p>	<p>Sandra – to review GDPR templates and investigate what is required for the audit by the end of year</p>
<p>b. Caroline confirmed the actions on security were still outstanding, but there were definitely quick wins which could be actioned to make a start. She agreed to reset the key passwords, review the rest of the information again and make further recommendations to the Board in the next few weeks.</p>	<p>Caroline - to change key passwords and make further security recommendations to the Board</p>
<p>c. The group discussed the recent website changes and Caroline confirmed Samsang believed it would eliminate the potential back door access to the online blue book. Sandra to try to find the URL she used before.</p>	<p>Sandra - to find the back door URL to the blue book and send to Caroline for further investigation if needed.</p>

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<p>d. Lisa highlighted she still backs up all her documents on a USB stick, the group agreed an encrypted one should be purchased to improve security.</p>	<p>Lisa – to purchase encrypted USB stick and use this for monthly backups of documents</p>
<p>24. Delegate Funding (P&P and funding form) a. Due to lack of time this was carried forward to the next meeting.</p>	<p>Laura – add to January agenda</p>
<p>25. Guidance around sponsorship a. Sandra confirmed the guidance discussed at the last board meeting had been issued by Caledonian Intergroup to every group. The group which was practicing the style of sponsorship have now left OA and joined another eating disorder fellowship.</p>	
<p>26. Update on Hosting Guidelines a. Hilary expressed her interest in continuing to be involved in the review of the guidelines once there had been some feedback from the 2017 and 2016 hosting intergroups in late November. Sandra confirmed she hoped to make this group a board subcommittee and find a new chairperson to move things forward. b. She would also welcome feedback from the board in light of everyone's recent experience. Laura offered to collate this and send to Hilary as one document.</p>	<p>All - to review hosting guidelines and send feedback to Laura to collate Hilary – to collate feedback from hosting intergroups Sandra – to find new chair for a potential subcommittee</p>
<p>27. Company Calendar Review a. Sandra reviewed Company Calendar for the actions for October:- i. National Assembly – Reports from Board Members - done Accounts presented - done Bylaw amendments presented - done Resolutions to the Board presented - none Elections to the Board - done ii. OAGB Ltd AGM (Today's Board meeting) - Approve new board members – done Approve changes to the Bylaws – done Assigned new resolutions to board members – none Finalise all board positions – done Ensure all above are minuted – done Confirm dates for next year's board meetings – in progress Start budget setting for next year - done iii. Deadline for annual return and fee to Companies House submitted 22nd October – Sandra to action today iv. Notify Companies House of appointment and termination of Directors – Sandra to action v. Update Bylaws and send copies to R9 and WSO – Laura to update and send to Sandra for final check before sending vi. Review Literature Administrator contract of employment – Sandra to link in with Catherine and do this vii. Review location for board meetings – in progress</p>	<p>Sandra – pay Companies House fee and update on termination of Directors Sandra - link in with Catherine re Lit Admin contract</p>

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viii. Add new board members to bank signatory list – in progress	
<p>b. Laura highlighted there were several mistakes on the Company Calendar and dates which needed to be amended, including:-</p> <ul style="list-style-type: none"> i. Pack 2 deadline change to 31st August ii. Deadlines for Delegate Assistance applications 31st July, and payments made by 31st August iii. Consider donations to WSO/R9 at August Board meeting iv. Request WSO report of all meetings for NA Quorum figures end Sept v. Payment to Companies House due on 22nd October, not on or after <p>c. Laura agreed to make these changes and issue a new draft Calendar to the board for review</p>	Laura – draft new calendar with the changes and circulate to the board for sign off
<p>28. Any other business</p> <p>a. OA Insurance issue – Caroline confirmed she had responded to the query raised by OA member Trevor who had asked what insurance OAGB had in case someone sued them. The group discussed and agreed they had exhausted their knowledge. Stella agreed to take this to WSO on behalf of the group and seek further guidance.</p>	Stella – to take insurance question to WSO for further advice
<p>b. Letter from WSO on sponsorship guidance – Laura explained a question had been asked about a letter from WSO at the end of the Assembly yesterday but there had been no time to answer it. OAGB had received a copy in the post last week, and she shared a copy of it with the group. The group reviewed and agreed the situation sounded similar to that experienced in Caledonian and Heart of England intergroups, to which advice had already been issued. All intergroups were to receive a copy and share with their groups. Laura agreed to scan a copy and share with the Board, and send to the groups with no IG affiliation.</p>	Laura – to scan letter and share with Board and Groups with no IG affiliation
<p>29. Meeting Close</p> <p>a. Sandra thanked everyone for their input and closed the meeting with the Serenity Prayer</p>	
Date and place of next meeting: TBC	