

**OVEREATERS ANONYMOUS GREAT BRITAIN LTD.**  
**(A COMPANY LIMITED BY GUARANTEE)**  
**REPORT AND FINANCIAL STATEMENTS**  
**FOR THE PERIOD FROM 1 SEPTEMBER 2019 to 28 FEBRUARY 2021**

**Company Number 3266580**  
**Registered Charity Number 1059240**

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**OVEREATERS ANONYMOUS GREAT BRITAIN LTD**  
**TRUSTEES REPORT –LEGAL AND ADMINISTRATIVE INFORMATION**  
**FOR THE YEAR ENDED 28 FEBRUARY 2021**

The National Service Board (NSB) of Overeaters Anonymous Great Britain presents its report and financial statements for the Year Ended 28 February 2021. It should be noted that the year end date was moved back 6 months so the period of this report covers the 18 month period from 1 February 2019 to 28 February 2021.

**Charity Name** Overeaters Anonymous Great Britain  
**Registered Office** 483 Green Lanes  
London  
N13 4BS

**Post Office Box** OAGB  
Prime Secretarial Services  
483 Green Lanes  
London  
N13 4BS

**Charity Registration Number** 1059240  
**Company Registration Number** 3266580

**The National Service Board:** Sandra McCulloch (Chair Appointed April 2021)  
Charlotte Williams (Appointed Oct' 2019)  
Janet Deal (Appointed Oct' 2019)  
Teresa Murray (Appointed Oct' 2020)  
Caroline Poole (Appointed Oct' 2020)

**Former NSB members  
(covered by this report)** Charles Doyle (Appointed Oct' 2018, resigned Mar' 2021)  
Juliet Aylesbury (Appointed Oct' 2018, resigned Oct' 2020)  
Samantha Ntatalikas (Appointed Oct' 2018, resigned Oct' 2020)  
Lisa Douglas (Appointed Oct' 2016, resigned Oct' 2019)

**Bankers** National Westminster Bank  
Glossop Branch  
Norfolk Square  
GLOSSOP  
Derbyshire  
SK13 8BR

**Legal Advisors** Russell Cooke, Solicitors  
2 Putney Hill  
LONDON  
SW15 6AB

**Independent Examiner** Chaweevan Williams FCCA  
167 Clarence Avenue  
New Malden  
Surrey KT3 3TX



## **STRUCTURE, GOVERNANCE & MANAGEMENT**

### **Overeaters Anonymous Introduction – World Wide Fellowship**

Overeaters Anonymous (OA) is a fellowship of individuals who, through shared experience, strength and hope, are recovering from compulsive eating. The primary purpose of the fellowship is to abstain from compulsive eating and to carry the message that OA offers to those who still suffer.

OA has members all over the world within the World Service organisation and the fellowship has set up various 'service bodies' in order to assist with carrying of the message of recovery. The National Service Board (NSB) of Great Britain is one of those service bodies and is part of Region 9 covering much of the world outside the U.S.A. Overeaters Anonymous Great Britain is divided into regions known as Intergroups and individual members usually belong to groups within that Intergroup. Some members only attend virtual meetings, i.e. online.

### **Governing Document**

Overeaters Anonymous Great Britain is a charitable company limited by guarantee, incorporated on 22 October 1996 (Memorandum & Articles amended 2 July 2005 and 2 April 2011) and registered as a charity on 15 November 1996.

The Trustees of this company are also elected officers of the National Service Board of Overeaters Anonymous in Great Britain.

The company was established under a Memorandum and Articles of Association which established the objects and owners of the charitable company and is governed under its Articles of Association. In the event of the company being wound up, members are required to contribute an amount not exceeding £1.00 each.

An amendment to the Articles was passed by a special resolution on the 2 November 2010 reducing the minimum number of directors from 5 to 3.

The Board finalised the revision of these Articles to take account of current legal requirements by a resolution passed on 2 April 2011 and these have been filed with the Charities Commission and Companies House.

### **Recruitment and Appointment of National Service Board Members of Great Britain**

The directors of the company are also charity trustees for the purposes of charity law and under the company's Articles are known as OAGB National Service Board (NSB) members. Prospective National Service Board members are initially nominated by their OA Intergroup and then run for election at the annual OAGB National Assembly, normally held in October of each year. The Company AGM immediately follows the OAGB National Assembly (usually held the next day) and the newly elected NSB members are ratified by the existing Company members as NSB members and elected as Company members (Directors and Trustees). The OAGB National Assembly have a separate format of by-laws that the fellowship must adhere to at that National Assembly and which the prospective NSB members must comply with before being put forward for election (e.g. one year of abstinence from compulsive eating and two years of experience serving beyond the 'group level' as well as faithful adherence to the 12 Steps and 12 Traditions of OA (see Appendix 1 and 2). Under the requirements of the Memorandum and Articles of Association of the Company the members of the NSB are elected to serve for a period of two years. A member who has already served may stand for re-election for a further term. A member who has just completed four (4) consecutive years of service may stand for re-election only after an interval of two (2) years.

Distribution of Board positions (roles for which each NSB member is responsible) is carried out at the first Board meeting each year (which, as stated above, normally immediately follows the OAGB National Assembly). This Board meeting is normally deemed the AGM of the Company (Overeaters Anonymous Great Britain Ltd.).

## **Trustees Induction and Training**

All Trustees are familiar with the OA Service Structure and how the OAGB fits into this structure, having been OA members in recovery and having given service above group level. At the first meeting of the trustees each year (in October) the new NSB members are given access to a Principles and Procedures manual containing all necessary company and structural information as well as job descriptions for all NSB roles. New Trustees are asked to read this and NSB members are continually asked to familiarise themselves with its contents. (The file is updated continually by the Chair and Secretary.) NSB positions are distributed by discussion and common consent at this meeting. The Trustee occupying a role in the previous year then commits to 'handing over' that role over a period of two months (between October and January) to the new Trustee now taking on that role. During this time, trustees either meet to discuss and hand over files and materials or mail these documents and liaise by e-mail and telephone. (Trustees can often live at opposite ends of Great Britain, and thus meeting in person is not always practical between Board meetings.) Any further training or enquiries take place as and when necessary by mutual consent.

Some roles occupied by NSB members require specialist training and in this respect the trustees consider what is necessary and organise such training as is required (e.g. the Company Secretary can attend a day of training either organised by the Company Solicitors or by an external training agency).

## **Risk Management**

The NSB considers that the main risk to which the charity is exposed is the limited number of NSB members and the apparent lack of numbers of members 'putting themselves forward' for election to the NSB. When there are fewer members on the NSB, it is more difficult to get the required work done. Also, according to our Memorandum and Articles of Association, if the NSB were to fall below 3 members then it would have to be dissolved. The NSB members have therefore continued with a campaign to constantly inform the fellowship of this position. According to our by-laws, if a member of the NSB resigns before his or her term of office has been completed, then any Intergroup can arrange to 'co-opt' a member onto the NSB until the end of the resigning members term of office. This allows for temporary new members to join the Board and assist with the work of the NSB when a member resigns mid-term without having to wait for elections at the National Assembly.

A further significant risk is the fluctuating financial contributions from the fellowship to fund the charity, since Overeaters Anonymous does not accept contributions from outside sources, in accordance with the 7<sup>th</sup> Tradition of Overeaters Anonymous (see Appendix 2). In this respect, the NSB has set up an adequate prudent reserve and regularly informs the OA fellowship of the need for such contributions.

## **Organisational Structure**

The National Service Board of Great Britain has 5 members who meet quarterly and are responsible for the direction of the charity. They are heavily directed by the fellowship of OA members in Great Britain as a whole and as such are required to follow the by-laws of that fellowship and any proposals put forward for changes to those by-laws and major actions to be carried out by the NSB are agreed by the fellowship for action by the NSB members. The NSB members are drawn from the fellowship at large and from the various Intergroups in Great Britain, providing that they meet the fellowship requirements (as detailed above).

The NSB members are each responsible for one or more 'roles' which assist in carrying the message of OA in Great Britain. Sometimes these NSB members are assisted by other OA members on a sub-committee. (These sub-committees are made up of OA members but are not NSB members. They are chaired by NSB members or an NSB member acts as the link person. The NSB have agreed that these sub-committee members must not act for more than five years.)

The Company employs one member of staff in its literature service. This employee reports to the NSB via a nominated NSB member.

## **OBJECTIVES AND ACTIVITIES**

The objectives of OAGB as described in the Company Memorandum and Articles of Association are: “to relieve sickness and preserve and protect the physical, mental and emotional health of people suffering from compulsive eating and to advance public education about compulsive eating and methods of recovery.”

### **National Service Board Mission and Objectives**

The Board of Trustees/Directors of OAGB are responsible for the day to day running of the Company – Overeaters Anonymous Great Britain Ltd – and thus seeks to provide a service in Britain to individual OA members, groups and Intergroups in order to facilitate support given to compulsive eaters by the fellowship. The Board exists as part of the service structure within OA (see above). This is achieved by various objectives, including:

- a) Acting as a channel of communication for OA members and prospective members in Great Britain, Region 9 and World Service Office. This includes: providing lists of meetings; informing members of current developments at all levels; responding to queries about OA from prospective members, health professionals and the media; carrying public information activities through which the message of recovery in OA is brought to the attention of prospective members; and where possible sending delegates to business conferences at other levels of service (the Region 9 Assembly and World Service Business Conference, both of which are held annually).
- b) Providing a means by which individual members, groups and Intergroups can contribute to the policy and activity of OA in Great Britain.
- c) Providing a structure of by-laws to ensure that the principles of OA are met in Great Britain.
- d) Providing an OA literature service in Great Britain.

The NSB continues to try to achieve its objectives by the most efficient and cost-effective methods possible.

### **National Service Board Meetings in 2019/2021**

The Board of Trustees of the National Service Board met 6 times since the 2019 National Assembly, one meeting of which was held in Birmingham on the day following the National Assembly, one in London in January 2020 and all others have been held virtually via Zoom due to travel restrictions and social distancing guidance from the government. Selection of meeting places is usually based on the location of trustees, taking into account travel costs and the practicalities of travelling for all NSB members.

At the first meeting of the year, in October 2019, the NSB members dealt with the legal requirements of trustees elected by the National Assembly and those retiring; allocation of positions on the NSB for the coming year and to fix meeting dates and places for the rest of the year. The handover of positions took place between the meeting and January 2020. Between meetings the NSB continued contact with each other by e-mail and telephone throughout the year. Contact with sub-committees is also carried out by e-mail, but is sometimes supplemented by face to face meetings.

As is customary, the NSB invited the Intergroup chairs (or their alternates) to the June 2020 NSB meeting. Representatives from 9 Intergroups attended this meeting. This annual meeting gives the NSB an opportunity for Intergroups to update the NSB about the Intergroups' activities and ability to carry out these activities and also gives the Intergroups the opportunity to feedback on how well they feel the NSB are serving the fellowship. The NSB and Intergroup chairs also discussed the National Assembly set for October 2020 and reviewed the proposed bylaw amendments and proposals for NSB action at this meeting.

## **Number of Board Members**

Our governing document allows for a maximum of 10 board members). Following the 2019 National Assembly the number of members was 5. Two members was elected and two resigned. Following the 2020 National Assembly the number of members was 5. Two members were elected and two resigned.

In order to maintain OA service work, as in recent years, the NSB relied on volunteers from the fellowship, mainly in the areas of the Literature Service and Communications and the Board wish to thank these members on behalf of the fellowship.

## **RESPONSIBILITIES OF THE NATIONAL SERVICE BOARD**

Company law requires that the NSB prepares financial statements for each financial year which give a true and fair view of the state of the affairs of the charity/company as at the balance sheet date and of its incoming resources and application resources, including income and expenditure for the financial year. In preparing these financial statements, the NSB should follow best practice and:

- Select suitable accounting policies and then apply them consistently and prudently
- Make judgements and estimates that are reasonable and prudent
- Prepare the financial statements on an ongoing concern basis unless it is inappropriate to assume that the company will continue on that basis.

The NSB is responsible for maintaining proper accounting records which disclose with reasonable accuracy at any given time the financial position of the charitable company and to enable them to ensure that the financial statements comply with the Companies Act 2006. The NSB is also responsible for safeguarding the assets of the charitable company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

## **Members of the National Service Board**

Members of the NSB, who are directors for the purpose of company law and Trustees for the purpose of charity law, who served during the year and up to the date of this report are set out on page 2.



## FINANCIAL REVIEW

The Statement of Financial Activities and Balance Sheet and Notes are in the Appendix 2 to this report. These Accounts show net resources at the start of this period of £50,858 compared with our recommended prudent reserve of not less than £35,000. These funds arose over many years, mainly from surpluses of income over expenditure arising from our sales of literature, together with contributions from members, groups and Intergroups exceeding our expenditure.

Our Income for the year exceeded our expenditure for the period 1st September 2019 to 28th February 2021 by £12,797 leaving us with funds at the year end of £63,655 still safely exceeding our prudent reserve.

These are some points worthy of comment in this period's accounts:

- Contributions received from members were £51,069 compared with £15,625 in the year 2019-2020
- Income from sales of literature was £44,920 compared with £38,488 in the year 2019-2020
- The sale of literature resulted in a surplus of £1,118 for the year compared with a surplus of £1,815 in the previous year.

### Investment Policy

Aside from retaining a prudent reserve each year, most of the charity funds are to be spent in the short term so there are few funds for long term investment. This policy is in line with our 12 Concepts, number 12(b) which states that "sufficient operating funds, plus an ample reserve, shall be OA's prudent financial principle."

### Reserves Policy

The NSB has examined the charity's requirements for reserves in the light of the main risks to the organisation. It has established a policy whereby the unrestricted funds not committed or invested in tangible fixed assets held by the charity should be approximately 12 months of expenditure. This is for its routine running costs. Our filed Annual Accounts state that at the present time this is to be not less than £35,000.

Each year following the charity's AGM, the Treasurer formulates a budget for the coming year, based on the previous year's expenditure, and taking into account known financial commitments for the year ahead and a percentage of predicted inflation agreed upon by the Board. The funds held at the end of this year exceeded these needs and is being used subsequently for the benefit of our members' recovery, assisting Overeaters Anonymous in Europe and Worldwide.



## **ACHIEVEMENTS AND PERFORMANCE**

### **OAGB Chair**

Charles Doyle was elected as Chair in October 2019. The primary responsibility of the Chair is to formulate an agenda for each NSB meeting and to facilitate or 'chair' these meeting as well as chairing the 2020 National Assembly, which was held virtually via Zoom hosted by Caledonian Intergroup.

During the year the Chair carried out numerous tasks to do with the running of Board affairs and was pivotal in regular contact being maintained with Board members, member groups and Intergroups. Chair also answered many queries from members, groups and Intergroups as well as providing advice and support to the rest of the Board.

### **Company Secretary**

Charles Doyle was elected as Company Secretary in October 2019. During the year Charles filed Accounts and Annual Return and kept up to date the Company Register and maintained contact with and responded to other NSB members by email and telephone as required.

### **Treasurer**

Janet Deal was elected as Treasurer in October 2019. Janet's responsibility was to manage our funds, prepare budgets and forecasts for the Board, deal with contributions received and payment of authorised costs and expenses. The Treasurer also submits accounts and information and explanations to our Independent Examiner.

The Financial Report is presented above on page 7.

### **OAGB Secretary**

Teresa Murray was elected at Secretary in October 2020. The main functions of this role are to produce the agenda for each NSB meeting in consultation with the Chair and to take minutes at each NSB meeting (or to organise a volunteer member or contracted minute taker to take them) and distribute these to the other NSB members. The Secretary also usually creates and distributes Board News to our members and Intergroups summarising matters of importance and news of changes events etc, as well as organising updating of our Procedures Manual.

### **Region 9 Assembly and World Service Business Conference (WSBC) Representative**

Lisa Douglas served as our representative at the Region 9 Assembly in October 2019 and Charlotte Williams in 2020. Samantha Ntatalikas attended the World Service Business Conference at Albuquerque, USA in May 2020.

Region 9 serves members of Overeaters Anonymous in our part of the world, covering much of Europe and the WSBC brings together members from all over the world.

Region 9 and WSBC representatives ensure that we are up to date and involved in all aspects of the world wide activities ensuring the growth and wellbeing of our organisation, as well as voting on our behalf on important issues affecting OA as a whole.

### **Communications Officer**

Charlotte Williams was elected in October 2019. The purpose of the role is to enable effective communications with members of OA, and with potential members who want to know more about the Fellowship. It involves overseeing the volunteers who respond to email and telephone enquiries, and the creation of our quarterly newsletter, as well as the emails that are sent out to our mailing list.

### **Web Site Officer**

This role was taken forward by Charlotte Williams in her capacity of communications officer. This role involves monitoring the OA volunteers who update our website, and providing cover when volunteers are unavailable. It also includes resolving any technical issues with the functioning of the website and our email accounts, which is done with the support of an outside company to deal with more complex or technical issues. The website is visited by an average of around 250 people per day. It has information for current members, for those considering coming to OA, and also for healthcare and media professionals who want to know more about what we do.

### **Twelfth Step Within Officer**

There was no Twelve Steps Within Officer from October 2015 up to date. The purpose of this post is to help OA members who are not able to achieve or maintain abstinence. In previous years the Board has been involved in running weekend workshops whereby members go through the Twelve Steps in a weekend, contributing to the World Service Office 12 Step Within Committee, and by maintaining a speaker list for groups and Intergroups to access.

### **Literature Liaison Officer**

Caroline Poole was elected in October 2020. The Literature Liaison Officer is responsible for liaising with the Literature Sub-committee and the Administrator (who is a paid employee). The sub-committee is made up of a number of volunteer packers who deal with responding to and posting out literature orders and an accounts advisor.

The literature service has a dedicated Print Liaison Officer, who liaises with printers to obtain quotes for printing certain literature in this country, thus reducing our costs considerably.

The aim of the Literature Service is to supply OA literature within Great Britain, spreading the word of what OA can offer to the suffering compulsive eater.

From August 2014 the literature service rented a Storage Unit and moved in most of the stocks held in employee/volunteers' homes. This facility enables the literature service to increase the amount of pamphlets printed in the U.K. and to begin printing some OA books.

### **Public Information Officer**

There was no formal Public Information Officer since October 2017 up to date. The aim of the Public Information committee is to increase awareness of OA.

### **Professional Outreach Officer**

There was no formal Professional Outreach Officer from October 2015 up to date. The aim of the Professional Outreach committee is to increase awareness of OA in the professional community.

## **PLANS FOR FUTURE YEARS**

The charity plans to continue with the activities outlined above in the forthcoming years, subject to the group conscience of the fellowship in Great Britain, as well as having a satisfactory number of members of the National Service Board. The NSB continue to be concerned with the number of Board members and are always seeking ways to encourage more members to join in the coming years.

Now the number of Board members is small it is the objective of those involved to focus on ensuring compliant policies and procedures are in place and to supply the priority needs of our members in particular concerning the literature service and the recovery aspects, together with involvement with WSBC and Region 9.

Approved by the National Service Board on xx/xx/xxxx and signed on its behalf by:

Signed: Sandra McCulloch Director, Trustee and Chair

Date: xx/xx/xxxx

**OVEREATERS ANONYMOUS GREAT BRITAIN  
(A COMPANY REGISTERED BY GUARANTEE)  
REPORT AND FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 AUGUST 2016**

**The Twelve Steps of Overeaters Anonymous**

1. We admitted we were powerless over food — that our lives had become unmanageable.
2. Came to believe that a Power greater than ourselves could restore us to sanity.
3. Made a decision to turn our will and our lives over to the care of God *as we understood Him*.
4. Made a searching and fearless moral inventory of ourselves.
5. Admitted to God, to ourselves and to another human being the exact nature of our wrongs.
6. Were entirely ready to have God remove all these defects of character.
7. Humbly asked Him to remove our shortcomings.
8. Made a list of all persons we had harmed and became willing to make amends to them all.
9. Made direct amends to such people wherever possible, except when to do so would injure them or others.
10. Continued to take personal inventory and when we were wrong, promptly admitted it.
11. Sought through prayer and meditation to improve our conscious contact with God *as we understood Him*, praying only for knowledge of His will for us and the power to carry that out.
12. Having had a spiritual awakening as the result of these Steps, we tried to carry this message to compulsive overeaters and to practice these principles in all our affairs.

**The Twelve Traditions of Overeaters Anonymous**

1. Our common welfare should come first; personal recovery depends upon OA unity.
2. For our group purpose there is but one ultimate authority — a loving God as He may express Himself in our group conscience. Our leaders are but trusted servants; they do not govern.
3. The only requirement for OA membership is a desire to stop eating compulsively.
4. Each group should be autonomous except in matters affecting other groups or OA as a whole.
5. Each group has but one primary purpose — to carry its message to the compulsive overeater who still suffers.
6. An OA group ought never endorse, finance or lend the OA name to any related facility or outside enterprise, lest problems of money, property and prestige divert us from our primary purpose.
7. Every OA group ought to be fully self-supporting, declining outside contributions.
8. Overeaters Anonymous should remain forever non-professional, but our service centers may employ special workers.
9. OA, as such, ought never be organized; but we may create service boards or committees directly responsible to those they serve.
10. Overeaters Anonymous has no opinion on outside issues; hence the OA name ought never be drawn into public controversy.
11. Our public relations policy is based on attraction rather than promotion; we need always maintain personal anonymity at the level of press, radio, films, television and other public media of communication.
12. Anonymity is the spiritual foundation of all these Traditions, ever reminding us to place principles before personalities.

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



## **The Twelve Concepts of OA Service**

### **Concept One**

The ultimate responsibility and authority for OA world services reside in the collective conscience of our whole Fellowship.

### **Concept Two**

The OA groups have delegated to the World Service Business Conference the active maintenance of our world services; thus, the World Service Business Conference is the voice, authority and effective conscience of OA as a whole.

### **Concept Three**

The right of decision, based on trust, makes effective leadership possible.

### **Concept Four**

The right of participation ensures equality of opportunity for all in the decision-making process.

### **Concept Five**

Individuals have the right of appeal and petition in order to ensure that their opinions and personal grievances will be carefully considered.

### **Concept Six**

The World Service Business Conference has entrusted the Board of Trustees with the primary responsibility for the administration of Overeaters Anonymous.

### **Concept Seven**

The Board of Trustees has legal rights and responsibilities accorded to them by OA Bylaws, Subpart A; the rights and responsibilities of the World Service Business Conference are accorded to it by Tradition and by OA Bylaws, Subpart B.

### **Concept Eight**

The Board of Trustees has delegated to its Executive Committee the responsibility to administer the OA World Service Office.

### **Concept Nine**

Able, trusted servants, together with sound and appropriate methods of choosing them, are indispensable for effective functioning at all service levels.

### **Concept Ten**

Service responsibility is balanced by carefully defined service authority; therefore, duplication of efforts is avoided.

### **Concept Eleven**

Trustee administration of the World Service Office should always be assisted by the best standing committees, executives, staffs and consultants.

### **Concept Twelve**

The spiritual foundation for OA service ensures that:

- (a) No OA committee or service body shall ever become the seat of perilous wealth or power;
- (b) Sufficient operating funds, plus an ample reserve, shall be OA's prudent financial principle;
- (c) No OA member shall ever be placed in a position of unqualified authority;
- (d) All important decisions shall be reached by discussion, vote and, whenever possible, by substantial unanimity;
- (e) No service action shall ever be personally punitive or an incitement to public controversy; and
- (f) No OA service committee or service board shall ever perform acts of government, and each shall always remain democratic in thought and action.