1. **Opening Matters**
	* 1. Check-Ins/Sobriety Statements
		2. Readings
			+ [Twelve Concepts](https://slaafws.org/download/core-files/The_Twelve_Concepts_of_SLAA.pdf) - (Non-Chair Member with most seniority) – Ned J.
			+ [Twelve Traditions](https://slaafws.org/download/core-files/The_Twelve_Traditions_of_SLAA.pdf)- (Member next most seniority on the BOT) – PA K.
			+ **BOT Preamble** - Sex and Love Addicts Anonymous is a Twelve Step, Twelve Tradition oriented fellowship based on the model pioneered by Alcoholics Anonymous. The only qualification for S.L.A.A. membership is a desire to stop living out a pattern of sex and love addiction. S.L.A.A. is supported entirely through contributions of its membership and is free to all who need it. The BOT is a business meeting. We are the business arm of our recovery organization. Respecting the Second Tradition, we need to put individual feelings aside when we work for the BOT and focus on what serves the Fellowship best. This is a job. We are trusted servants. We abuse that trust when we do not act professionally in discharging the business of the Fellowship. – Jay G.

Recording was started.

1. **Assign roles**
	1. Facilitator – Nancy G.
	2. Record Keeper – Christina M.
	3. Timekeeper – Ned J.
	4. Spiritual Reminder - All
2. **Announcements**
	1. Rick will chair the January meeting.
	2. PA will chair February meeting.
	3. Christina will chair March meeting.
	4. Tech survey link is live on the web page.
3. **Approval of Agenda** (BOT Agenda 2019-12)

Agenda was approved by consensus.

1. **Approval of Minutes**

Minutes from November 09, 2019 Regular Meeting *(BOT Minutes 11.09.19).*

Minutes were approved by consensus.

1. **Monthly Action Items**
	1. Forward October 2019 meeting minutes to Beth - CHRISTINA (DONE)
	2. Forward YE Financial Statements to Newsletter – JAY (DONE)
	3. Forward YE Financial Statements to outside CPA firm.- JAY (DONE)
	4. Notify the CCC and the Chairs Call regarding the BOT Statement on Distribution of Draft literature being attached to all draft literature. – JAY (PENDING)
	5. Draft Statement on Technology Survey/Input. – NANCY and SETH (DONE)
2. **Routine Reports**

a) Report on Suggestions to the Board – Nothing to report

b) Webmaster’s Report – Filed in Dropbox for review (*Webmaster Report 2019-12*)

1. **Business**

**ELEVATED PRIORITY:**

1. Approval of hotel contract and dates for 2020 ABC/M and IRC. (*2020 ABM Sheraton Hotel KR D1319*).

After several rounds of negotiation, Pam received this draft of the contract, which is supposed to be a final draft. Pam noticed this contract, drafted for a period of Fri. 7/24 – Sun 8/2, covering the ABM (held Tuesday 7/28 – Friday 7/31) and immediately followed by the IRC, to be held at the Sheraton Grand Sacramento (last year’s venue), is different from last year’s contract in these areas:

-Room rates have increased from $140 to $149

-We are buying web access in the general assembly rooms (Pam negotiated a discount for wifi access in meeting rooms); we have a 15% slippage margin

-there is a $17,000 beverage minimum

-we are not receiving 1 free room for every 40 rooms paid for

-we were not offered our 10 free valet parking passes per day

-no free suites were offered (this may not be necessary this year)

-no free upgraded king-size rooms were offered

Pam thinks these changes were unintentionally dropped, she is going to investigate further.

Question: will there be wifi in the Board Room?

Answer: Yes, there may be a limit in the number of people who can access with passwords per day.

Question: Will a hospitality room included in this new contract?

Answer: We had a free hospitality room included last year, which we paid $500 for breakdown & setup, and Pam is requesting for this to be included again in this year’s contract.

Question: Will a meditation room be offered?

Answer: A series of additional meeting rooms will be available during the course of the day; if the Local Planning Committee would like to assign usage other than committee meetings to these rooms, they are free to do so.

Question: Do we have enough space being offered for the IRC?

Points raised – There doesn’t seem to be any reference to internet usage in this contract. We need to take into account taxes and surcharges into the raising of the rate, it’s not just a $9 room rate raise. Additionally, what happened to the 50,000 Marriott Bon Voy points? These are membership reward points, which could afford benefits. It’s important to pay attention to these points and use them towards employee use. Can we add these to an employee benefit package? We need clarification around the mention of “reservations being made by individual attendees” which is not normally the case. Is this different in regard to the IRC? Regarding the food/beverages being subjected to 8.75% *in addition to* a **25% service charge?** – this seems rather large. We are already within the period of 181 – 365 days, so we are out 70% of the room night commitment and 40% of the banquet/food commitment. We need to have a solution for the self-parking & valet.

Clarifications: We would be expecting any changes to the contract to be made in writing. Pam has been the only one so far dealing with the hotel; information regarding this contract has only been made available as of December 13, 2019. Referencing individual reservations/pay was a mistake. There will only be individual pay for the IRC; the ABM will be master pay. The Sheraton employee in charge of booking this on behalf of the hotel is new; the person we worked with last year was promoted, so we are now dealing with a new person. There is a separate document attached referencing the internet usage, stating a price for 50 connections at a 10% discount. There is also a separate document referencing meal pricing. We need to give them a signed contract by Dec. 20th or this pricing goes away; this is why we moved this item to the top of our agenda priorities.

Point was reiterated regarding the designation of the 50,000 Marriott Bon Voy points. These are membership reward points; companies see these as employee benefits. For example, this amount of points could purchase 4 free nights at another Marriott property. This is akin to frequent flyer miles. We should pay attention to these points, perhaps use them as an employee compensation/benefit package or gift, which brings up again a previously raised issue concerning creating a policy for company-use credit cards and the benefit points that may be assigned to such a resource.

Point of information: last year (2019 ABM), our total bill to the Sheraton Grand Hotel was appx. $70,000, half of which is attributed to sleeping rooms, the other half to meeting rooms/meals.

In regard to the question regarding 65 rooms being enough for the IRC, it was noted that the Massachusetts IRC had 75 rooms.

Jay moved to hold our 2020 ABM, preceded by the BOT Face 2 Face meeting, followed by the IRC, in Sacramento California, beginning Friday July 24th 2020 through Sunday Aug 2nd 2020, at the Sheraton Grand Hotel in Sacramento, in accordance with the draft contract presented to the Board, provided there are changes approved by Pam and Seth (one or both who will be authorized to sign the contract) which should include but are not limited to:

-a complimentary hospitality suite

-1 free room for every forty rooms

-parking passes

-specified master pay not individual pay for the ABM as opposed to the IRC

-a number of discounted wifi-connections

-clarified allocation/disbursement of the 50,000 Bon Voy reward points (TBA)

(There was no recorded second to this Motion.)

Motion was passed 7-0-0

1. Consideration of Applicant to the Board (*BOT Applicant)*

Seth, the current Chair of the Board Development Committee, reported on the BDC’s full November 18th discussion of this new Board Candidate’s Application and Oral Interview. The BDC discussion was followed by their unanimous vote (Candidate was not present at this vote) in favor of this Candidate moving forward.

Point was raised the BDC approved to move this Candidate forward twice.

Point was raised regarding the questions raised in the last Board meeting over how this Candidate was approved through the BDC, and further discussion was requested for pros and cons of this person’s candidacy, which weren’t thoroughly addressed in the last Board meeting because of time restraints. Opinion stated that if a person is willing to serve in this capacity, they should be allowed the opportunity, since these are not easy positions to fill.

Point was raised that this Candidate’s term ends in July (seven months away) since they are being appointed to finish someone else’s term. Taking this into consideration, opinion was expressed this Candidate does not bring enough to the table in terms of their skill set to justify bringing them on for such a short period of time, nor do they represent any significant diversity to the current Board.

Point of information: We have 9 seats on the Board and 7 are filled. Those whose terms are up this year are Ned, Jay, and the current Candidate’s seat.

Point of Clarification: Nancy and PA were both elected for 3-year terms starting in 2018 and ending in 2021. Seth was appointed in April and was up for re-election by July of the same year.

The question of diversity was addressed with the point that we do not have anyone asking to be put on the board who represents more diversity than the current candidate; perhaps if we did have someone else vying for the position, we might go with the more diverse option, however that’s not on the table at this time, so if we were to deny this application for lack of diversity, we would be making that judgment based on an assumption and not because of an actual need for established diversity. We also do not have a more tech-savvy person vying for the position.

Point was made that there is validity in long-term strategic board development with some notion of where you want members to end up regarding what they bring to the table.

Point was made there are several people (at least 8 or 9) who are currently being looked at for board development. Any of them could come to the ABM and run for a seat on the Board in 2020. If any of these people who are currently being cultivated were to run against the current candidate, it could hurt this candidate’s chances of getting re-elected for a longer term.

Seth moved to approve the BOT candidate’s application. PA Seconded.

Motion was passed 4-2-1.

Minority opinion was heard. The minority expressed a desire for the candidate, if approved, to be given their board committee and conference committee liaison assignments by the Board, rather than letting them select their own assignments, if the intention is to free up current active board members. No one else in the minority requested a new vote.

The original vote (4-2-1) was upheld. The member was appointed to the Board for the 7-month term ending at the 2020 ABM.

Action item for Seth to inform the Candidate of their appointment.

1. Authorize Posting of Correct By-laws on FWS Website (*bylaws\_May 2019*)

The current Document being referenced (*bylaws\_May 2019*) are correct in the sense they reflect all the corrections/additions/deletions made by the Conference, including on page BL-7 (article 4: intergroups: section 1-A) it says “Two or more groups may jointly 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, Twelve Traditions, **and Twelve Concepts** of S.L.A.A. World Service.’ Last year the Charter noticed in the version currently posted on the FWS Website, “Twelve Concepts” was not included. So the suggestion was made to post the corrected complete version of the By-Laws. The Charter Committee was hesitant to post that without BOT approval.

Jay made a Motion to post the current corrected version of the Bylaws (*bylaws\_May 2019*) to the website. Seth seconded.

Motion was passed 7-0-0

1. Update from BHRC concerning the sub-contractor review process (*Nancy G. and Seth S.-BHRPC*)

A knowledge-transfer tool kit package was obtained by Scott. The BHRPC has gone over it. This tool-kit involves meetings and interviews with experts in order to get good documentation of the knowledge to be transferred between Beth and anyone taking on her position. Beth’s job is very diverse and currently exceeds the job of a regular web-master. She is a trouble-shooter and communication coordinator; she also has specific knowledge of 12-step fellowships. The challenge falls upon the staff to emulate this skill set, taking into consideration privacy issues and the stress of such a workload. Beth’s contract, as it stands now, will be over at the end of January, and the BHRPC hopes to retain her long-term and recommends a contract extension.

It was noted that in the last paragraph of Beth’s last monthly report, she showed a sophisticated understanding of the capacity for other people in the FWS office to perform parts of her job in order to free her up for other important tasks.

A request was made for the BHRPC to go out to the field and find other competitive bids based on the scope of work that Beth does. It would be interesting to see what the going rate is for this kind of work, for example three bids from three different applicants so we can compare these rates with her current one.

It was noted, in regard to the webmaster report, that certain aspects of her current job description are actually *not* exclusive to her appointment; for example, someone who currently works in the FWS office could serve as an intergroup customer-service rep.

Point was made that previous informal research showed a webmaster job could range from $70,000 - $125,000 per year, depending on the level of education.

1. Authorize new Engagement with Bookkeeper *(BadgerCPABookkeeping2020)*

We are shopping around our bookkeeping services, starting in March, pursuant to our purchasing policy from last year. Badger CPA has forced this situation as they are raising their rates on all their clients. We previously paid $1375 monthly, which would be more than doubling to $2800 per month. After a negotiation, this was lowered to $2050 starting January 1st 2020, which is still high, but they have at least come down considerably from their initial proposed increase. This is currently a month-to-month engagement.

Jay requested approval to sign this new engagement letter with Badger & Badger CPA beginning January 1, 2020.

Opinion stated that doing this month-to-month makes sense for now, since we don’t want to switch our bookkeeping services mid-stream while in the process of trying to file a 2019 tax return.

Jay will work closely with the BFC to look over proposed bids and recommendations.

Question raised: were any changes made to the current firm’s scope of work from the last contract to this contract?

Answer: No, however they claim the actual hours being spent are much higher than what was budgeted 3 years ago from our previous Treasurer.

Opinion was stated that this firm’s current quote is high compared to other competitive rates currently available for these kinds of services.

Jay moved to approve this current engagement, authorize Jay or Seth to sign it, and move forward with it, provided it is established on a month-to-month basis for a period of three months (January – March), until the BFC brings back competitive bids for the BOT to review.

Seth seconded.

Motion was passed 7-0-0.

1. Discussion of creating a new Board Technology Committee (Seth S.)

This discussion began several months ago with the acknowledgement of the heavy workload currently being put upon Beth, and has continued to raise discussion about how to best tackle technology within our Fellowship. Recommendation was made to establish a Board Technology Committee with various sub-committees. We need more sufficient back up and cross-training for the current web master position.

Need was established to analyze the entire architecture of our existing technology platform, which doesn’t just include the appearance of our website, but also what we own, our software capabilities, and the creation of future ideal blueprint for easy and inclusive outreach, communication, and fundraising. Additionally there is a need for all our access/passwords to be available to anyone taking over the position.

Point was raised about the compatibility between certain programs we use (Qgive, paypal, etc.), how they communicate with our current accounting software (Quickbooks) and various glitches we have experienced.

Certain concerns regarding not keeping all our eggs in one basket (i.e. hiring more people to take on more tasks) can live side-by-side with the concerns expressed regarding internal control principles we are trying to adhere to regarding how much access we can give to certain individuals.

Seth moved to create a Board Technology Committee. Christina seconded.

Motion was passed 7-0-0

 Recording was stopped.

Check-outs s

Closing Prayer:

Higher Power, make me worthy to serve You through this Fellowship and the Twelve Steps and Twelve Traditions. Help me to be generous with my time and effort, to give without counting the cost, to give back wholly for what I have so freely received without looking for any reward, other than that of knowing I have done your will. Through my service, may I give hope and peace to those who still suffer. – (Rick S.)

Meeting Schedule for Conference year 2019-2020

|  |  |  |
| --- | --- | --- |
| 14 Sept 19 – Regular | 12 Oct 19 – Interim | 9 Nov 19 – Regular |
| **~~14 Dec 19 – Interim~~** | **11 Jan 20 – Regular** | **8 Feb 20 – Interim** |
| **14 Mar 20 – Regular** | **11 Apr 20 – Interim** | **9 May 20 – Regular** |
|  **13Jun 20 – Interim** | **11 Jul 20 – Regular** | **F2F** |