



**GREATER PHILADELPHIA REGIONAL SERVICE OFFICE, INC.
NARCOTICS ANONYMOUS**

6212 RIDGE AVENUE • REAR • PHILADELPHIA, PA 19128 • 215-483-5154

RSO BOARD MEETING

June 6, 1992

Attendance: Board Members: Vice-Chair, Steve R.; Secretary, Arlene F.; Treasurer, Steve L.; Regional Reps, Vito L., Agnes B., Mike B.; Area Reps, Penni C. (West-Southwest), Debbie M. (Greater Camden), Sue S. (Bucks), Al C. (Beehive), Clive M. (Pure & Simple), Dwayne I. (ICA); Walt M. (Convention Committee Treasurer).
Other: JR (Office Manager), George (Regional Co-Treasurer), Tom (Alternate ASR, Philadelphia), Willie (ASR, Montco).

Meeting opened at 10:25 a.m. with a moment of silence and the Serenity Prayer.

Minutes were read from the April 27, 1992 meeting.

M/S/P To accept the minutes as read.

Voted in new Board member:

Adam G. - Riverfront

Office Manager's Report:

The office is doing well. Some of the leftover Convention merchandise has been given to Areas on consignment. The Office Manager suggests that we also give Convention merchandise on consignment to anyone (other vendors) who are interested in selling it. We received 66 of the 74 jackets that were ordered for the Convention. (Based on this number, the cost to us is \$31.08 per jacket.) The Office Manager will call Joel Craig (from whom we purchased the jackets) and find out what happened to the other eight jackets.

The WSO has offered the NA Way Magazine on consignment for sale to our Areas.

We are beginning to get phone calls for the hotline and from facilities to get in touch with our subcommittees.

Hours worked in May: 61 hrs (\$732.00) (Breakdown of hours worked attached to minutes)

There was a question about how long our present literature order would last. The Office Manager estimated that we would not run out of that literature until July. Therefore new literature prices will probably go into effect in August or September.

Finance Committee:

Written reports attached to these minutes: regular monthly RSO Treasurer's report and the final financial report from the Regional Convention.

Not reflected in the monthly report are the following expenses which have to be paid:

\$2,000 - Office expenses
8,000 - Payment to the WSO for last literature order
700 - Attorney's fees
4,100 - C&S Advertising (we have arranged to pay \$1,000/month on this bill)

Our cash on hand is very low; however, our cash flow is approximately \$4,000/month (which is our profit from the sale of literature). The RSO Treasurer estimates that by September or October we will have paid off all our outstanding debts. In the meantime, it would help our financial situation if Areas would send payments on their debts to the RSO immediately after selling literature at the ASCs rather than waiting until they make their next literature purchase.

-- CONVENTION COMMITTEE

Expenses incurred by the Program Committee are not included in the attached report. Also, \$1,300 is owed to the Convention Committee from the first vendor from whom they purchased merchandise.

To give an example of some of the reasons for the extensive financial losses, only 600 banquet tickets were sold and we had guaranteed the hotel 1100 banquet meals. So essentially we had to pay for 500 banquet tickets. There was a similar situation with the brunch tickets. The attached letter from the Convention Fundraising Subcommittee was given to all Board members.

-- RSC TREASURER

A written report is attached to these minutes. Not included on that report is the May Payment on Account, which has been received (\$150.00).

The RSC Treasurer was asked if as a Region we could afford to continue having the Regional Weekends at a hotel. The RSC Treasurer said that the Region should probably begin to look for alternative (less expensive) locations. He will also suggest to the Region that all travel in the Region be suspended, with the exception of the RSR. (Travel expenses are a very large part of the Regional expenses.)

P.I. Presentation:

John, the Regional P.I. Chair, gave a brief report on the current status of the preparations being made to implement the new phoneline system. There was also input from a member of the Metro Committee, which has the primary responsibility for the new phoneline.

The new phoneline will service all areas within Philadelphia along with Bucks County. For the purposes of manning the phoneline, the city of Philadelphia has been divided into three districts, and Philadelphia Area, Inner City Area and West-Southwest Area have been assigned primary responsibility for organizing the phoneline teams for those districts (recruiting workers, etc.)* Each Area which will be serviced by the new system will have one member who will be trained as a Programmer. The training of these people has not yet been coordinated with the RSO, and it has not been decided if these will be volunteers or special workers. The actual manning of the phoneline will be done on a team system, with teams being responsible for certain blocks of time. (*Bucks County will be a separate district.)

The plans for financing the system (which is estimated to cost \$1100/month) would involve each participating Area to contribute a certain amount. The amounts that each Area would be asked to contribute have not been finalized, and the success of this plan would depend on the Areas' willingness to participate.

The leasing agreement has been finalized. It has not yet been signed.

Start-up costs for the system are \$3800, which is not now available in any of the Regional accounts.

Ad Hoc Committee:

-- OFFICE MANAGER GUIDELINES

There will be a meeting of this committee on Thursday, June 11, at 8:00 pm at Today, Inc. in Newtown.

Old Business:

-- TAX NUMBER

Attached to these minutes is a 2-page letter from our attorney which addresses the question of lending out our tax i.d. number. (Please note that when "Narcotics Anonymous" is referred to in the letter, the attorney is talking about the RSO Board. "Committee" is used to refer to individual Areas or subcommittees.)

Motion: That we allow Areas to use our tax-exempt number, and that we provide them with a copy of the tax-exempt status laws and get copies of all books at the end of the function.

M/S/F (5-7-0)

In the discussion of the previous motion, some Board members expressed concern that we have some specific guidelines in place before allowing further use of our tax number. Agnes was appointed to look into this matter; she may set up a committee if needed to work on guidelines.

New Business:

-- CONTRACT FOR REGIONAL WEEKEND

Cost for this Regional Weekend is \$525.00. Contract will be signed.

-- CONVENTION MERCHANDISE

There was discussion of how best to dispose of the leftover Convention merchandise (retail value of @\$20,000) and whether to sell it at the same prices as at the Convention or at cost.

Motion: That all Convention merchandise be sold at cost to anyone who wants to purchase it.

M/S/P (9-0-2)

Motion: That we give the RSC all Convention phone books and pens to be distributed to the Areas to go to newcomers.

M/S/P (9-0-1)

[Motion to extend meeting. Motion passed.]

-- AD HOC COMMITTEE TO SPLIT THE GREATER PHILADELPHIA REGION

There was general discussion of how a possible split of the Greater Philadelphia Region would affect the running of the RSO. (A motion is expected to be presented at this RSC to set up an Ad Hoc Committee on this.) Current WSO policy is that there cannot be more than one RSO within a 100-mile radius. It is possible that the RSO could become a multi-regional office.

Motion: To table further discussion of this issue until our August meeting.

M/S/P (6-0-3)

(In our report to the RSC, it will be strongly suggested that they discuss the issue of possibly establishing a multi-regional office.)

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-- NA WAY

Motion: To approve selling the NA Way on a consignment basis.
M/S/P (8-0-0)

-- SERENITY IN THE MOUNTAINS AREA

This new Area located in the Hazleton-Pottsville area has been purchasing literature from us at group rates. They are now officially an Area.

Motion: That we sell literature to Serenity in the Mountains Area at area rates with a \$500 credit limit.

M/S/P (9-0-0)

-- RSO CHAIRPERSON

There was a short discussion of the erratic attendance of the Chairperson of the RSO Board. The Vice-Chair noted that he has had to represent the Board at the last two RSC meetings. This matter will be placed on the agenda at our next meeting.

Meeting adjourned at 1:35 p.m.

Next Board Meeting: Monday, July 6, 1992, 8:00 p.m., Regional Office, 6212 Ridge Avenue, Philadelphia.

GREATER PHILADELPHIA REGIONAL SERVICE OFFICE Inc.
TREASURERS REPORT FOR MARCH

RSO BOARD MEETING
JUNE 6th 1992

Financial Report:

<u>GPRSO</u> acct.	Opening balance	\$ 10,049.36 +	
	Deposit	\$ 13,669.68 +	
	Balance	\$ 23,719.04 +	
	Rent May	\$ 550.00 -	
	PECO	\$ 63.76 -	
	Add'l Wker APR\26	\$ 762.00 -	
	Phone	\$ 90.86 -	
	Petty Cash	\$ 000.00 -	
	Office Supplies	\$ 164.09 -	
	Postage\Shipping	\$ 196.87 -	
	Ins. Bonding	\$ 156.63 -	
	Office Exp/copis	\$ 89.77 -	
	WSO Literature	\$ 10,000.00 -	
	Dupli Fax Con\Toner	\$ 304.85 -	
	Balance	\$ 11,340.21 +	

<u>GPRL</u> acct. Continental	Balance	\$ 13,482.85 +	
	Deposit\Interest	\$ 00,000.00 +	
	JoelCraig Prod.	\$ 8,772.00 -	
	BPM Convention	\$ 2,863.00 -	
	Balance	\$ 1,874.85 +	
	Balance/RSO Acct.	\$ 11,340.21 +	
	WSO Paid in	\$ 00,000.00 -	
	Balance	\$ 13,188.06 +	
Literature value on hand		\$ 42,686.12 +	
<u>Receivables</u>		\$ 18,475.90 +	
	Balance	\$ 74,350.08 +	
	WSO Owed	\$ 22,345.28 -	
	Balance	\$ 52,004.80 +	
	<u>Cash advance to us</u>	\$ 4,150.52 -	
	<u>Net Worth</u>	\$ 47,854.28 +	

Sales for May	\$ 9,864.57	<u>Gains</u>	\$ 3,899.69
Sales year to date	\$ 75,184.31	<u>Gains</u>	\$ 27,159.62

GREATER PHILADELPHIA REGIONAL SERVICE OFFICE Inc.
TREASURERS REPORT FOR MARCH

RSO BOARD MEETING

April 27th 1992

Financial Report:

REVISED

<u>GPRSO</u> acct.	Opening balance	\$ 13,111.74	+
	Deposit	\$ 12,495.70	+

	Balance	\$ 25,869.44	+
	Rent April	\$ 550.00	-
	PECO	\$ 92.16	-
	Add'l Wker March	\$ 708.00	-
	Phone	\$ 65.72	-
	Petty Cash	\$ 262.00	-
	Office Supplies	\$ 553.02	-
	Postage\Shipping	\$ 166.05	-
	Ins. Bonding	\$ 245.00	-
	Office Expenses	\$ 103.10	-
	Transfer to RSC	\$ 3,000.00	-
	Transfer to GPRC	\$ 10,000.00	-
	Truck Rental	\$ 75.03	-

	Balance	\$ 10,049.36	+

<u>GPRL</u> acct. Continental	Balance	\$ 32,347.31	+
	Deposit\Interest	\$ 00,000.00	+
	JoelCraig Prod.	\$ 10,000.00	-
	Franklin Plaza	\$ 8,854.46	-

	Balance	\$ 13,492.85	+
	Balance/RSO Acct.	10,049.36	+
	WSO Paid in	\$ 00,000.00	-

	Balance	\$ 23,542.21	+
	Literature value on hand	\$ 49,440.84	+
	<u>Receivables</u>	\$ 19,982.40	+

	Balance	\$ 92,965.45	+
	WSO Owed	\$ 32,345.28	-

	Balance	\$ 60,620.17	+
	<u>Cash advance to us</u>	\$ 4,581.52	-

	<u>Net Worth</u>	\$ 56,038.35	+

Sales for April\4/27	\$ 13,409.14	<u>Gains</u>	\$ 4,749.56
Sales year to date	\$ 63,287.84	<u>Gains</u>	\$ 22,522.42

Revised sales 4\31\91			
Sales for April	\$ 15,441.04	"	\$ 5,487.07
Sales year to date	\$ 65,319.74	"	\$ 23,259.93

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6212 B RIDGE AVE. REAR
PHILADELPHIA, PA., 19128
· 215-483-5154

RSO Mgr. Report
APRIL 1992

Hours worked and a list of what time was spent on what.

Store open	48
RSO reports for RSO mtg.	2
RSO mtg.	1
Stock shelves	1
Mail\receivable	2
Orders\processing	0
Receive orders literature/books/mtg.list	0
Check orders " " "	0
Shipping	2
Banking	1
Phone/collections	2
Filing	0
Convention merchandise	2

For APRIL\MAY/5wks. 61hrsx12=\$732.00

TO: THE GREATER PHILADELPHIA REGIONAL SERVICE OFFICE

FROM: THE FINANCE COMMITTEE

RE: 1992 GREATER PHILADELPHIA REGIONAL CONVENTION

REGISTRATION COMMITTEE

MONEYS COLLECTED	MONEYS SPENT	EXPENSES NOT COVERED
\$34,859	DINNER \$36,146.25	\$39,420.36
	BRUNCH \$10,531.50	
	PACKET \$20,810.00	
	BOOKS	
	AUDIO \$ 2,603.21	
	COFFEE \$ 3,998.40	
	\$74,289.36	

FUNDRAISING COMMITTEE

MONEYS COLLECTED	MONEYS SPENTS	MONEYS RAISED
\$26,168.60	\$20,550.00	\$6068.60/40 EVENTS
		\$151.71 RAISED PER EVENT

MERCHANDISE COMMITTEE

MONEYS COLLECTED	MONEYS SPENT	EXPENSES NOT COVERED
\$21,538	\$36,571	\$15,033

RETAIL MERCHANDISE

\$51,835	STARTED WITH	\$21,296	MERCHANDISE ON HAND
\$42,834	MERCH ACCOUNTED FOR	\$21,538	MONEYS COLLECTED

\$ 9,001 MERCHANDISE NOT ACCOUNTED FOR

MONEYS SPENT BY COMMITTEE

MONEYS COLLECTED

ARTS AND GRAPHICS	\$ 6,286.38	
REGISTRATION	\$74,289.36	\$34,869.00
HOSPITALITY	\$ 1,196.00	
SECRETARY	\$ 334.64	
SECURITY	\$ 73.11	
MERCHANDISE	\$36,571.00	\$21,538.00
FUNDRAISING	\$20,550.00	\$26,168.60
<u>TOTAL SPENT</u>	\$139,300.49	
	\$ 82,575.60	
<u>TOTAL COST</u>	\$ 56,724.89	

TO: GPRCC

DATE: May 13, 1992

FROM: FUNDRAISING SUB COMMITTEE

SUBJECT: CLARIFICATION OF APRIL 20, 1992 REPORT OF THE
ROLE AND POSITION AT CONVENTION 4/17/18-92

This is submitted to clarify the verbal report delivered to the Convention Committee on April 20, 1992 in which we reported a total of \$785.00 in cash receipts for the dances held at the 10th GPRCNA on Friday and Saturday April 17th and 18th, 1992. This addendum should address questions which have been raised formally by the committee and otherwise provide an accounting of fund raising roles to those whom we serve in the fellowship.

A summary of any financial responsibility for the dances include the following:

- A. We were responsible for collecting ticket money after 12 midnight on Friday & Saturday night at the dance. The Fund Raising Committee would like to clarify any accusation of buying and selling of dance tickets on Friday and Saturday, which all transaction of money and tickets was handled by the registration committee.
- B. The Fund Raising Committee had nothing to do with those sales of dance tickets. We had a part in collecting tickets after purchase from registration. The only money we accumulated was stated in our opening paragraph in this report.

We ask if there are any facts due to the mishandling of funds by the Fund Raising Committee, let it be addressed in writing to the Fund Raising Committee. This way we may stop the misinformation and rumors throughout the fellowship.

In closing, I'd like to state that we are deeply saddened by the accusations bestowed upon us as a fellowship of the mishandling of funds. However, this does not apply to the fund raising committee. Our records of money taken in on Friday and Saturday, April 17th and 18th, 1992 will clarify this.

Regards,

Chair - Theron W.
Co Chair - Samir T.
Fundraising

Theron W.
Samir T.
Robert Brown

REGIONAL TREASURER'S REPORT

June 6, 1992

Balance as of 4/4/92	\$1,861.27
Revenues from April Regional:	
Payment on Account April	150.00
Area Donations April Regional	372.17
Area Donation (MONTCO)	<u>400.00</u>
Sub-Total	\$2,783.44
Transfer into Regional Account from RSO	<u>3,000.00</u>
Sub-Total	\$5,783.44
Expenditures from April Regional:	
Check # 321 GPRS0 - Cleansheet Printing	150.00
322 Robert Acker - PI - WSC - Food/Misc	225.00
323 Beth Kutney - RSC Sect Expenses	100.00
324 Best Western - April Reg. Meeting	650.00
325 Harvey Hotel - WSC (2 rooms)	1,266.73
326 John Swanson - WSC RSR & Alt	<u>510.00</u>
Total Expenses	<u>\$2,901.73</u>
Account Balance	\$2,881.71

Respectfully submitted,

F. Michael Black
Regional Treasurer

HOFFMAN & EDELSON

ATTORNEYS AT LAW
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101 GREENWOOD AVENUE
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215-886-4111
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JEROLD B. HOFFMAN*
MARC H. EDELSON**

* MEMBER PA. & N.J. BARS
** MEMBER PA. & N.Y. BARS

March 6, 1992

Re: Narcotics Anonymous

Dear Steve:

You have requested that we research two (2) issues regarding Narcotics Anonymous. Below please find our analysis of each issue.

(1) Whether an individual who signs a contract on behalf of the corporation may be bound personally to the contract or whether the corporation is the only party that is responsible for honoring the contract?

Traditionally, there are three types of authority that can exist between a principal and agent. The first is express authority. This type of authority exists when the principal directly grants the agent the authority to act on behalf of the principal. In practical terms, this means that Narcotics Anonymous would explicitly direct an individual to act on behalf of Narcotics Anonymous.

The second type of authority is implied authority. This is more difficult to show than express authority. Implied authority exists when the agent reasonably believes that he has been given the authority to act on behalf of the principal, though the granting of this authority is not expressly stated by the principal. Generally, this is accomplished through actions of the principal.

The last type of authority, and the one which is of most concern to a principal is apparent authority. Apparent authority exists when a third person reasonably believes that an agent has the authority to act on behalf of the principal. Therefore, if a principal acts in a way that would lead this third person to

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believe that the agent possessed authority to act on the principal's behalf, the principal would be bound even if, in fact, the agent had no such authority.

Thus, the key is whether the agent has authority, express or implied, or has the principal acted in a way that would lead others to believe that the agent has authority.

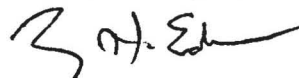
If the agent has no actual authority, express or implied, and the principal has not acted in a way that would lead others to believe that the agent has authority, then the agent himself will be personally bound and the principal will have no obligation to uphold any contract executed by the alleged agent. However, if the agent has actual authority, express or implied, or if the principal has acted in a way that would enable a third person to believe the agent has authority, even if the agent does not, then the corporation will be bound to the contract.

(2) Whether a committee of Narcotics Anonymous who uses the Narcotics Anonymous taxpayer identification number will be taxed directly for transactions entered into by the committee or whether Narcotics Anonymous will be taxed directly?

If the tax I.D. number used is that of Narcotics Anonymous and it is used by a party other than Narcotics Anonymous, only Narcotics Anonymous will be taxed and the committee will have no tax liability. However, it is imperative that you be apprised of what the committee is using the number for. If it is for a purpose that violates the tax exempt status of Narcotics Anonymous, there is the risk that not only will the transaction be taxable, but that Narcotics Anonymous may lose their tax-exempt status. Therefore, as a practical matter, I suggest that only Narcotics Anonymous use their tax I.D. number and that it not be supplied to any committees or individuals.

If you have any questions regarding the above, please do not hesitate to call.

Very truly yours,



Marc H. Edelson

MHE:kj