



## Board Minutes for CoDA World Board In-Person Meeting June 23-25, 2017

The Board of Trustees met on Friday, Saturday and Sunday, June 23<sup>rd</sup> through 25<sup>th</sup> in Phoenix, Arizona. Members in attendance included: Gerald B, Mary I., Jen L., Madeline R. and Lorraine O. as voting members and Addie M. and Anita F. Denny H. was absent. There was 1 visitor – Conni I. from SOS.

### FRIDAY AGENDA - June 23<sup>rd</sup> at 2pm

#### Treasurer's Report

Addie, as acting Treasurer, went through the financial reports:

- Balance Sheet through 5/31/2017
- Profit and Loss through 5/31/2017
- Profit and Loss by class through 5/31/2017
- Budget vs. actuals through 5/31/2017
- Discussed adding sub categories under 7th Tradition - 4020.3 Donations-CoRe; 4020.4 Donations-International; Conni to work with Bookkeeper.
- Brazil wants to donate money - Gerry to follow-up with TMC.
- Discussed process on how internationals pay their 7th Tradition. Discussed adding “international royalties” in new donation platform.
- UK 7<sup>th</sup> Tradition Donation – They had been discussing with Denny on how to get this donation to us. Addie will follow-up with them.

#### Action Items:

- ✓ Conni to have bookkeeper update 7<sup>th</sup> Tradition sub-categories.
- ✓ Gerry to follow-up on how to get Brazil's donation.
- ✓ Addie to follow-up on how to get UK's donation.

#### Website Update

Gerry asked us to work together to identify what we want from a new site and what areas we want to improve. Agreed to put together a Request for Proposal (RFP). The goal would be to send it to potential qualified companies as well as to the Fellowship, who might have contacts to potential qualified companies.

Created a workgroup for the RFP in the next month - Gerry, Lorraine and Jen.

In looking at other sites, we really like the Overeaters Anonymous (OA) Meeting Locator. If we are given permission, we can do the locator right away, and when the website is moved to the new platform, it will be added at the same time.

***Jen made a motion to have Gerry reach out to OA about selling their Meeting Locator software to us. Madeline seconded. Approved unanimously.***

**Action Items:**

- ✓ RFP workgroup to get together and create the RFP.
- ✓ Gerry to reach out to OA about selling their meeting locator site.

**Legal Items**

- **Legal Liaison** - Gerry is stepping down as Legal Liaison effective immediately. Mary will take over legal liaison. The Legal workgroup will be Evie, Liliana, Mary and Madeline. They currently have 5 issues they are working on.
- **Contracts** – Discussed needing a written process to track and make sure TMC contracts keep moving along, including renewals. Discussed creating a TMC workgroup and to look at the FSM job description for this committee. Discussed creating a fillable contract form in the future as well as creating a database that can upload all of the documents and keep track of everything.

**Action Items:**

- ✓ Create TMC Workgroup and look at FSM job description.
- ✓ Set a meeting with SOS to set up a process for tracking documents.

## SATURDAY AGENDA - June 24th at 9am

### Secretary Report

- **Action checklist** – Madeline went through the Board Action list
  - Jen to contact SPO on doing the Part 2 of the handbook – no movement.
  - Mobile App – Gerry sent to Adam/lawyer
  - Spanish literature – getting the word out with CoRe – Liliana is working on doing Spanish kits, CoRe is working on.
  - Committees regarding conflict of interest – no movement.
  - DAA letter was sent and we got a response back from an individual, not the group.

### OLD BUSINESS

#### SPO 2X2 Update

- Switching main liaison to SPO from Madeline to Jen.
- No movement on any SPO items. Jen will follow-up.

#### Strategic Plan Initiative #6

The goals of Initiative #6 is:

- To develop the next generation of Trusted Servants and Service Workers
- Educate and incorporate messaging
- Develop a way to explain what service work is and why it matters
- Develop education on sponsorship – what is it and how you can do it
- Develop a series of testimonials to encourage participation
- Develop a messaging around why service work is important
- To increase awareness and donations among the meetings

Anita suggested that we look at how the board does work and look at breaking up the work internally between corporate and Fellowship.

#### CSC Preparation and Motions

We want to engage the Fellowship at CSC and find ways to explain the corporate work better.

Discussed presentation, with several suggestions to work on.

#### Audio or Video Streaming of CSC

We have quotes for both audio and video streaming. Discussed how we could make this work, as it is something that has been on our plate for a while now and something the Fellowship has asked for.

## Fellowship Forum

Had a discussion about having a forum where the Fellowship could call in and have a discussion about CSC topics. Call it a “Fellowship Forum” and open it to anyone that would like to get questions answered before CSC. Jen volunteered to facilitate the conversation. August 11<sup>th</sup> is deadline for VEI or motion submissions, so July 22<sup>nd</sup> and August 5<sup>th</sup>. Also discussed sending a survey to the Fellowship before CSC to get their questions so we can get it answered before or during CSC.

### Action Items:

- ✓ Create Fellowship Forum on July 22<sup>nd</sup> on the topic of audio streaming at CSC and August 5<sup>th</sup> on the topic of CSC motions. Saturday at 9am Pacific/12pm Eastern. This would be promoted as an opportunity to provide feedback and brainstorm with the Fellowship on how to make the CSC the most valuable for all.
- ✓ Mary and Jen will attend next Chairs Forum and let them know about this opportunity.
- ✓ Mary will assist Jen by monitoring questions,-comments and bringing them up for discussion.

## CSC Motions

CSC starts on October 10<sup>th</sup>; bylaw changes deadline is July 27<sup>th</sup>, deadline for motions is August 11<sup>th</sup>.

- **Bylaw Addition/Dissolution Clause** - At last year’s CSC, we passed a motion to put a dissolution clause in the bylaws, not realizing it was already covered in the Articles of Incorporation. We need to take out the dissolution clause in the bylaws and put a reference to the Articles of Incorporation dissolution clause. Lorraine will write this up with all of this in the remarks and send to the board for Group Conscience (GC).
- **Board Member Temporary Leave of Absence** – to cover the event that a board member or officer needs to leave the Board for a period of time. After discussing some verbiage, we realized we could include this under Article 6, Section 5 in the bylaws by adding “Family Leave (not to exceed 45 days)” to the list of reasons for a board member position to be vacant. We would put further information in the Policies and Procedures to cover what would happen in that event.

***Lorraine made a motion that due to the resignation of a current board member, we are appointing first alternate trustee Addie as a permanent voting board member until the 2017 CSC. Madeline second. Approved unanimously.***

***Lorraine made a motion to appoint Addie Treasurer for the rest of Addie’s term through the 2017 CSC. Jen seconded. Approved unanimously.***

## Liaison Role Changes due to resignation:

- Lorraine will be the Liaison for email Coordinator/QSR liaison.
- Addie – will be primary Liaison to Events, Finance, SSC and Chair’s Forum and backup to CoRe.
- Mary will be backup to SSC.
- Jen will take the Administration Fellowship Service Worker and be backup to the Chair’s Forum.
- Gerry will be backup to H&I.

- Anita will be backup to Events.
- Madeline will be backup to IMC.

**Action Item:**

- ✓ Make the committees aware of the changes taking place, each change.
- ✓ Have Zach change aliases.
- ✓ Lorraine write up bylaw motion regarding dissolution.
- ✓ Create bylaw update for Article 6, Section 5.

**OLD BUSINESS**

**Response for requests for board recordings** – Board calls are open to everyone, unless it is a Board closed session, and the Board sends out a summary and minutes of the meeting for the Fellowship to know what is happening at the Board level. The Board records for 2 reasons – for a Board member that is not able to attend and for the Secretary’s use, if needed, to refer to for minutes. They are not kept for any other reason. Agreed to encourage members to attend a meeting if there is an issue they are interested in.

**Process for website changes** – Discussed a process for web changes that makes it so there are not multiple emails to the webmaster to sort through. Suggested a spreadsheet that could be used for any chair to post changes they might have to the liaison list, or anything else. This would be monitored by the web liaison and changes made weekly by the web master.

**Action Items:**

- ✓ Each Liaison to reach out to the Committee Chairs to remind them that they are there to support them.
- ✓ Gerry and Zach to create website To Do List, which can include alias changes. Zach and Gerry to monitor and update weekly.
- ✓ Anita and Madeline to set up a 2X2 with the Communications Committee
- ✓ Mary will send verbiage about board recordings to the Chairs Forum.

**Tapers Contract**

The contract for the company that tapes the ICC has been received. Mary brought up some of the issues with this contract. Discussed whether we should send this out for an RFP. Discussed whether CoRe would have interest in doing this themselves?

**Action Items:**

- ✓ Events Liaison (Addie) to go to Events Committee and ask for a sales report for the last couple of years – what was sold and how many dollars were generated for CODA.
- ✓ Addie to work with Events Committee to negotiate better terms on the contract – i.e., that they don’t hold them for 6 months but allow us to sell after 30 days, he pays for his own hotel room; and take Denny off as signer and put Events Committee as group responsible to complete actions. Board to sign contract.
- ✓ Addie to ask for 3 other competitive bids from Events.

- ✓ Lorraine to ask CoRe if they would like to look into taking over this function.

## CoNNections

Connections is seeking acceptance of guidelines and copyrights for video and audio podcast submissions. Agreed we should grant them permission, but ask them to add to the guideline the statement “all audio and/or video submissions will be vetted for tradition violations.”

***Madeline made a motion to accept CoNNections copyright and guidelines for audio and video submissions, as amended. Jen seconded. Approved unanimously.***

## CoRe 2X2 Report

Lorraine reported that she went to the CoRe in-person meeting last week. They are working on Spanish starter kits to be handed out. Liliana took 20 kits back to Colombia to put together and give out.

One topic they would like the Board to discuss is creating a group of literature called “non-conference” endorsed literature, but recommended type things, like the list of feelings, or from Michelle’s workshop “Feelings Aren't Facts,” not endorsed, but used in a workshop. Not suggesting outside authors.

Discussed vetting requirements. Motion discussed for CSC that any literature that is approved at the voting entity level can be brought to CSC for approval. Once CSC approves, it can then go to CoRe to sell. Work to be done on this

### Action Item:

- ✓ Finalize a CSC motion for VE literature.

## NEW BUSINESS

**Pamphlet for Approval** - Gerry presented a pamphlet called “Codependents Anonymous for Professionals” as a service item from Outreach. This has been vetted by the committee and is automatically owned by us. All agreed it is a great piece and should be distributed.

***Madeline made a motion to make the pamphlet called “Codependents Anonymous for Professionals” a service item, to accept it and move forward with using it. Addie seconded. Approved unanimously.***

Outreach plans to submit to CSC for CSC approval.

### Action Items:

- ✓ Gerry to send pamphlet to webmaster to put on website as a free download.
- ✓ Have Geff do an eblast making it available through a link.

**Finance motion** – discussion concerning Face to Face (F2F) rotation for committees.

## SUNDAY AGENDA - June 25th at 9am

### CoRe Contract Report

Lorraine presented the CoRe contract and noted that the only change is the royalty, which was raised to 40%. It is an automatic renewable contract.

***Lorraine made a motion to approve the CoRe Contract as presented. Gerry seconded. Approved unanimously.***

#### Action Items:

- ✓ Next step is DocHub for signature.
- ✓ Keep Word Doc in File.
- ✓ Put signed document in the repository.

### Initiative 6 Brainstorming

Discussion concerning #6 and different ways of looking at it. Discussion on best practices on communication. Jen volunteered to work on a document about this.

#### Action Items:

- ✓ Jen to create a document on relationship building.

## NEW BUSINESS

**Process for Images** – the Chairs requested for us to review the process for images. Gerry reiterated that all images have legal ramifications. Need to include this in our chairs checklist. Discuss posting more information on the website and make them aware it is there. This is a necessary, legal step that is for the business side of the corporation. Perhaps use a statement for the chairs “please use caution when using any written materials or images in your committee work, as each committee could be responsible for any litigation or costs associated with using non-approved items.” Mary will respond to the Chairs Forum.

**Conflict of Interest** – need to get the conflict of interest out to the Committee Chairs to utilize with their committees. If they need more information, they can contact their Board Liaison. This is a necessary, legal document that is for the business side of the corporation that the board has to sign and we would like the committees to do the same.

**WebEx** – Addie reported that we canceled the WebEx in October of 2016 when we moved to 360, but one of the Fellowship members used it in May, 2017 and now they are charging us a fee—Addie will continue to work with WebEx to resolve without additional fees.

**Changing of the Guard Document** – Conni to revamp with internal suggestions from this meeting and send back out for discussion.

Action Items:

- ✓ Mary to send verbiage to Chairs Forum about the legal side of using materials and images.
- ✓ Addie to continue to work on WebEx issue.
- ✓ Conni to revamp Changing of the Guard Document.
- ✓ Send Conflict of Interest document out to the Chairs with explanation.