**Board Minutes for CoDA World Board Conference Call**
**April Face to Face Meeting in Phoenix, Arizona**

***Friday, April 13, 2018 from 4pm – 6pm***

**Attendees:** Matt T., Linda A., Mary I., Salle H., and Jen L. as voting members, Don B. as an alternate and SOS staff member Conni I.

**Consent agenda for April**

* **Motions**
* Approval of March minutes
* Cancel Board Meeting of 4/11 due to face to face that weekend, April 13-15th
* Create post reminding Committees to set up their respective Policies and Procedures Manuals, as a means to recruit new members.
* Move to post only Board Minutes in the future, eliminating the Summary. Minutes will be submitted to the Board within 7 days of the Board meeting; Board will have 4 days to review and vote. Minutes will be posted within 16 days of Board meeting.
* Move that Mary research various professional translation services to get pricing for translating and proofing Spanish literature.
* Welcome Don B/SoCal to the Board as an Alternate Trustee.
* **Secretary’s Report –**
* On March 8th Jen sent out a message to Chairs titled 'Committee Volunteer Recruitment - help us to help you.'
* Reminder of CoDA’s copyright sent to group regarding contents of its daily emails.
* **Treasurer’s report**

JP Morgan Chase Checking: $151,657

JP Morgan Chase Savings: $  60,106

National Bank of Arizona: $160,500

Total Assets:   $372,263

* **Chairs’ reports from March Chairs Forum - circulated.**

***Mary made a motion to accept the Consent Agenda. Matt seconded. Approved unanimously.***

**Items for discussion**

* **Secretary’s report –** Agreed to calendar cyclical posts in Office 365, specifically to post quarterly information about: SOS, anonymity issues, the CSC and a post to encourage people to join the Board. Linda is still working on this
* **Website Update** – Jen
	+ Concerns from last call - will need some time to look at the site map and talk about it. Can’t go forward before that is decided. We may want to rename some areas.
	+ Jen spoke with Joan about the database and meeting list. Need to discuss how it’s managed and the backend options, which seem to be redundant and broken. Not sure how to tackle this.
	+ Jen promised the Fellowship that, as we get closer to a more formal new website, she will hold a Fellowship Forum so people can look at it and give feedback.
	+ Zach had a meeting with some of the Chairs and they did quite a bit of website cleanup. That went well. Another such session is scheduled for April 20th.
* **Legal work group Update – Mary**
	+ DAA - Item moved to Saturday after lunch.
	+ Collecting Copyright Assignments to put it in the repository. Mary has asked all Chairs to send these forms in to SOS.
* **CoRe 2X2 update – Mary**
	+ **CoRe/TMC/Lit -** Mary has been working with them. CoRe is working on some things and the *Toolkit* is on track.
* **TMC 2X2 Update –** **Mary**
	+ Mary to request information and offer assistance to TMC, in order to gain a better understanding of the scope of work.
	+ Conni had a call with Crystal. They agreed that TMC will gather all of the translation masters, to be deposited in the legal repository and in SOS’ Google Drive. Crystal to send the masters to Conni.
* **Fellowship Forum updates –** Linda worked with members of one Southern California Spanish-speaking Intergroup to arrange a Forum in Spanish. They will offer another Forum in May, when the theme will be “Why should I use CoDA literature?” A virtual coffee hour will be offered afterwards.
On the English side, the topic of the last Fellowship Forum was “I’m working the Steps, what is next?” They went through the Steps and pointed out that the next step is service, as the Twelfth Step is about giving back. Jen reports that the Fellowship Forum has been a great step forward in communication with the CoDA Fellowship. Spanish members have come up with great ideas. Eventually these Forums will be recorded and made available as podcasts.
* The topic of the next Fellowship Forum will be “What to do if I don’t like my meeting.” It will take place on April 29th.
* **SOS report of items they have been working on:**
	+ **TMC -** Conni reported on her conversation with Crystal and what SOS is able to help with and how we could help in the future.
	+ **Website –** Zach participated in a call with some Chairs, helping to answer questions and make changes to the website.
	+ **Taxes –** SOS worked with the CPA to complete CoDA Inc.’s 2017 taxeson time.
	+ **Event insurance –** SOS negotiated the event insurance policy. Once the Board Chair signs it, that policy will in place for the 2018 CSC.
	+ **Communications** - Conni reported that the reports that are normally sent monthly to the Communications Chair had not been sent for 6 weeks, due to staff changes. Calls were still being answered, but no reports had been sent. She will follow-up with the Communications Committee Chair and make sure reports start up again.
	+ **2018 CSC –** Conni reported that Zach will not be coming to the CSC this year. SOS staff member Krystal Lee will be working this year’s CSC. Zach will prep Krystal about what she needs to do at the CSC.

**Old Business**

* **Update to Treasurer’s Report** – Salle reported that she and Conni went to National Bank of Arizona to finalize some paperwork and get a check for $60K, to be moved to the Chase Checking Account. Balances as of today are:
	+ Chase Checking $151,657
	+ Chase Savings $120,106
	+ National Bank of Arizona $100,500
	+ Total assets $372,263
* Salle also reported that she met with the SOS Bookkeeper today.

**New Business**

* Board Liaison positions update – discussed liaison positions. Changes are marked with an asterisk\*.

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| --- | --- | --- |
| **Committee** | **Board Liaison** | **Backup** |
| Communications | Linda | Jen |
| Co-NNections | Linda\* | Jen |
| Events | Salle | Linda |
| Finance | Salle | Mary |
| Hospitals & Institutions (H&I) | Linda | Salle |
| World Connections (WCC) | Matt\* | Don\* |
| Issues Mediation (IMC) | Mary | Jen |
| CoDA Literature (CLC) | Matt\* | Mary |
| Outreach (Pro-Outreach) | Mary | Matt\* |
| Service Structure (SSC) | Jen | Matt\* |
| Spanish Outreach (SPO) | Jen | Mary |
| Translation Management (TMC) and TMC Workgroup | Mary | Salle |
| CoRe | Matt\* | Don\* |
| Email Coordinator/QSR | Linda\* |   |
| Admin Coordinator | Linda\* |   |
| AMC Liaison | Jen |   |
| Pre CSC Workgroup | Don |  |
| Legal/Legal Workgroup | Mary | Jen |
| Web/Web Workgroup | Jen | Mary/Linda\* |
| Chairs Forum | Linda (Jen) |   |

Conni will send the new list to the Board. New liaisons will reach out to the Committee Chairs regarding changes, to ask whether they can be added to the committees’ aliases.

**Adjourned at 6:00pm**

**Saturday, April 14, 2018**

**7 – 11:30am (Strategic Plan); 3 – 6pm**

**Strategic Plan Review**, facilitated by Conni of CoDA’s Association Management Company, SOS. This review was to update what is most important to work on over the next year. Full report to come by end of April.

***11:30 – 2pm LUNCH, Fellowship Forum with local Fellowship***

**Old Business**

* **DAA –** Board discussed the DAA issue.

***Mary made a motion that the DAA from Quebec, Canada be denied use of the CoDA logo and be denied the right to produce and sell CoDA literature. Salle seconded. Approved unanimously.***
Mary to work with Don to send a Cease and Desist letter to DAA.

* **Website Consultant –** discussed finding a company to provide some quality management as the website is built, to insure that all necessary elements are in place.

***Mary made a motion to research the cost of obtaining a consultant to advise the Board concerning the quality management of the website development and maintenance phases.*** Intent is to insure objective oversight by the Board for up to six months after launch date. ***Salle seconded. Approved unanimously.***

**Adjourned at 6:00pm**

**Sunday, April 15, 2018**

7am – 1pm

**Other Business**

* **Events Chair Meeting** – The Board met with Katherine T to discuss CSC for 2018. Discussion included start and stop dates, times for ICC and CSC, the history of the CSC, ways to improve the Fellowship’s experience at CSC, the Delegate reception and the cost of hosting for the host group.

Thank you to Katherine T, Events Chair, for meeting with the Board to discuss the 2018 CSC. We look forward to working together for a successful CSC.

* **Changing of the Guard document** – Conni to send this document to everyone, to give Conni comments for any suggested changes.
* **CSC Prep –** Jen asked **“What do we need to be mindful of in preparing for the CSC?”**
	+ Motions summary - Geff and Linda are looking at motions from the 2017 CSC to see how they affect CoDA. They will follow-up with the Board before disseminating this summary.
	+ Look at Bylaws and Motions that are specific to CSC over the past 4 years.
	+ The role of the CSC facilitator is important, as that person keeps the CSC organized.
	+ Motions – Need to provide more information to the CoDA community, by compiling the pros and cons of motions, by the 75 day deadline (July 20th, bylaws) as well as the 60 day deadline (August 10th, motions). Solicit cons through the Fellowship; obtain the pros from the committee that created the motion.
	+ Present Fellowship Forums ahead of the CSC, to walk Delegates through the CSC process, the motions and their expectations. Record those Forums for others to listen to.
	+ Environment – Expressed concern that the layout of the meeting room be helpful to the conduct of business rather than distractingly crowded.
	+ Place an announcement on the podium about the ongoing recording, so that all are mindful, both of the need to take turns and CoDA’s no crosstalk guidelines.
	+ Orientation – Clarify who speaks; reiterate to Chairs the orientation the Board provided last year.
	+ To be mindful of translation this year, additional pauses will need to be included in presentations, to allow the translator sufficient time to translate.
	+ When presenting on the floor, be clear and concise because everything has to be translated into Spanish – avoid clichés, etc.
	+ Do whatever we can do to make sure the process and logistics are well documented and visually intuitive, to reduce sound issues on the recording.
	+ RECORDING - speak clearly into the mic. No speaking from floor, stand close to the mic and remember: no crosstalk. Pause for questions, pause for translations.
	+ Label mics for Pros and Cons
	+ Agenda schedule - updates were made on the screen in 2017. Suggested we create a FINAL agenda, post CSC, that will include all the changes in the agenda. SOS to work with Events on this.
	+ Be clearer on the intent and remarks so newcomers can understand.
	+ Use of acronyms - be more mindful of spelling them out initially and within context.
* **Host city motion**

***Mary moved to designate a budget for the CSC host community to come from the Board’s Contingency fund, up to $1,500. This is a one-time expense that will become a line item in the Board’s future budgets. Salle seconded.***  **Discussion**. This will be effective solely going forward. **Approved unanimously.**

**Mary moved that the Board donate $500 to the last 2 CSC hosting cities, to partially reimburse them for their expenses in hosting the CSC. Salle seconded.** Remarks: the Board became aware, during its April 15th face to face meeting, of the significant financial outlay for the CSC on the part of the host city fellowship and wanted to make a donation in good faith for the past 2 years and to address this situation going forward. **Approved unanimously.**

* **CSC Prep** - Schedule another Face to Face Board meeting, before the due date for motions. Agreed upon June 8th, 9th and 10th in Las Vegas. Conni to research commercial hotel without gaming, as well as breakfast and a shuttle from hotel. Need to inform the Vegas intergroup that the Board will be coming to Vegas and would like to meet with them on Saturday the 9th. Ask them what time works for them. Jen will reach out to Lisa B.
* **Board Policies and Procedures Manual review and update -** We haven't looked at it in well over a year and need to see whether any corrections, additions or deletions are needed. Each person takes a section, reviews it and brings back comments via email, as follows:
	+ **Section 2.3 - Board - Mary 2.3-2.7 and Matt 2.8-2.11**
	+ **Section 3 - Liaison - Jen**
	+ **Section 4 - Elections - Linda**
	+ **Section 5 - Finances - Salle**
	+ **Section 6
	and all the attachments - Legal - Don**

Please give Conni the changes to the Manual by May 15th, for inclusion in the June 8th F2F agenda.

* **Discussed how expenses for Board’s Face to Face meetings are handled.**
	+ The Board Chair saved a $100 rental fee for the projector by getting Katherine to loan me the Events projector.
	+ The Board continues to be frugal during our meetings.  For example, while the Board did not use all the per diem allowed, it managed to provide lunch for the Arizona Fellowship Forum held during the face to face.  Total under budget - $41.

**Adjourned Sunday, April 15th at 1:00pm**