

CoDA World Board August 2012 Conference Call

August 19 8:30am-10:30am PST

MINUTES

MEETING CALLED BY	Lisa B. , Board Chair
ATTENDEES	Florence F. -Vice Chair, Barbara D. - Treasurer, Evie S. - Secretary, Dagmar M. - Trustee, Hal H. - Trustee, David Mc. - Trustee
OBSERVERS	Marwa from Egypt and Terri S. from Texas

Agenda Topics

APPROVE MINUTES

MOTION 1.	PERSON RESPONSIBLE
To accept July Board Minutes	First- Evie Second- David Passed unanimously
MOTION 2.	PERSON RESPONSIBLE
To ratify the approval of the June Minutes	First- Florence Second- Barbara Passed 5-0-2

RATIFICATION OF BOARD MOTIONS VIA EMAIL

MOTION 3.	PERSON RESPONSIBLE
To ratify the motions approved by GC during the month: <ul style="list-style-type: none">● Conflict of interest regarding Evie & Leo● Procedure for annual signing of the Conflict of Interest Policy● Procedure for attorney invoices● The Board responding to JudiAnn's email as a group● Procedure for ERR approvals for CSC 2012 (current chair/vice chair)● Revised procedure Board con call participation● CoDA Mexico regarding lawyer in Mexico, CoDA Trademarks, and website violations	First- David Second- Barbara Passed unanimously

REPORTS

TREASURER	PERSON RESPONSIBLE
<p>We have opened a new checking account that will make it easier to make payments to non-US people. This account will be used for paying of all bills and deposits. Our investment accounts are still with our previous bank although we may choose to move them at a later date. The new bank has been very cooperative and easy to work with.</p>	Barbara
LEGAL LIAISON	PERSON RESPONSIBLE
<p>There has been much activity this month including several requests to print and use documents from our website, work on the CoDA Mexico issues and ongoing involvement with a former board member's threat of legal action against CoDA, Inc.</p>	Evie
QSR LIAISON	PERSON RESPONSIBLE
<p>The currently scheduled due date for the next QSR is October 15. We will be looking at the possibility of speeding up the gathering of data and publishing of the QSR which is currently published 45 days after the end of the quarter.</p>	Lisa
FORMER WEB LIAISON	PERSON RESPONSIBLE
<p>Progress is finally being made on the development of the improved Meeting Search Engine. We are hopeful that this will be successfully completed very soon.</p>	Barbara
COMMITTEE LIAISONS	PERSON RESPONSIBLE
<p>All Committee Liaisons gave reports on their committees. Most committees are ramping up after our annual conference with new members and new goals. One committee no longer has a chair and are not responding to emails so they will be contacted via phone. We discussed the fact that it would be helpful to compile a list of contact information for all committee members including phone numbers in order to deal with situations like this. The Board Secretary offered to look into making this happen</p>	All

POTENTIAL CONFLICT OF INTEREST

DISCUSSION	Evie, the Board Secretary, provided a written statement (attached at end of minutes) outlining the potential conflict of interest between Leo, the webmaster, and herself, a Board member. The Board has addressed this by assigning another Board member as Web Liaison, and still another member to authorize Leo's salary and payment. The Board ensures that Evie is recused from any group conscience decision making process that involves the website and money that Leo would be paid.
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WEBSITE WORK GROUP

DISCUSSION	Evie volunteered to be on the Website Work Group that has been tasked with developing a requirements document for a new website. Evie will be the Board Liaison to the group. Leo is a member of this group, so a potential conflict of interest could be present. The Board agreed that this group will only make recommendations, so her participation is not a problem. If she is chosen to lead the group, the Board of Trustees asked Evie to discuss this with them to ensure there is no conflict of interest before accepting the position. If any further discussion is needed, it will be documented in the next Board meeting minutes.
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MOTION 4.	PERSON RESPONSIBLE
To accept Evie as the board member of the Website Work Group.	First- David Second- Hal Passed 5-0-2

ANNUAL SIGNING OF CONFLICT OF INTEREST POLICY

DISCUSSION	3 board members have already signed and submitted our Conflict of Interest policy which needs to be signed annually by all board members. All other members were encouraged to sign and submit soon.
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VE LIAISON ASSIGNMENTS

DISCUSSION	We completed the assignment of all but 2 Voting Entity Liaison assignments. The Web Liaison will submit the list for posting on the website.
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VOTING ENTITY CONTACT LISTS

DISCUSSION	The Voting Entity (VE) contact lists on the website continue to be very out of date. While at CSC we did receive some names of people who are willing to be added to the list and many VEs still do not have a contact. The Board Secretary will be reviewing the lists and making a recommendation as to how to consolidate and maintain the lists on an ongoing basis.
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BOARD GOALS

DISCUSSION	During the month we prioritized our list of goals and selected the top 6 to begin work on. Most board members have now signed up for those they wish to work on.
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EMAIL FROM COMMUNICATIONS COMMITTEE

DISCUSSION	We discussed an email that the Communication Committee submitted related to Website/Webmaster concerns. The Webmaster will be responding to that email.
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REQUIRING AMENDS TO RETURN TO WORLD SERVICE WORK

MOTION 5.	PERSON RESPONSIBLE
To table discussion on whether we should revisit our decision to require amends as a condition to return to world level service work.	First- Florence Second- David Passed unanimously

FUTURE BOARD CON CALLS

Sunday, September 9th, 8:30AM Pacific Time
Saturday, October 6th, 8:30AM Pacific Time
(note the change to Saturday which will be our usual day for the foreseeable future)

Evie Stern conflict of interest documentation

August 8, 2012

Covered person - Evie Stern

Signification relationship with Leo Carlin, spouse, Webmaster

Disclosure

I formally disclosed the potential conflict of interest that existed when Leo applied to be the new webmaster last year. At that time I was the board web liaison which meant that I approved the payments to the then webmaster (then called the web coordinator). I was also the primary contact person from the board to the web coordinator.

Refrain from Influence

I immediately removed myself from any position of influence involved in the selection of the new webmaster.

Recusal

I formally recused myself from all discussions related to the hiring of the new webmaster, the formal interview process and the official vote that was taken. My only involvement in the hiring process was to supply a starting list of questions that could be used as interview questions which I did in my role of web liaison and also because of my many years experience working in the technology industry. The list was further developed by a subgroup of other board members without my involvement.

Standard for Approval of Covered Transactions

The board made the decision to hire Leo as the new webmaster without my involvement. The decision was then made to allow me to continue as the web liaison but to move the approval of the payment of all webmaster bills to the board Treasurer.

At the first board meeting after the 2012 CSC the board also made the decision to move the web liaison responsibility away from me. So I no longer have any direct responsibility for interfacing with Leo in his role as webmaster.