Board Minutes/Summary for CoDA World Board Conference Call
November 19-30, 2015

The Board of Trustees met in person in Phoenix, Arizona on November 19th and 20th. Members in attendance included: Gerald B, Mary I., Chris H., Denny H., and Lorraine O. as voting members, Conni Ingallina and Zach Ingallina as staff support.

AGENDA

Strategic Plan Discussion and Updates
Spent time going over each of the Strategic Initiatives that were identified in 2014. *(See Strategic Plan update dated November 19, 2015 and corresponding Strategic Plan Summary and Timeline)*

Priorities were reorganized for 2016:

1. Website
2. Reassess the CoDA Committee Structure
3. CoRe Relationship
4. Policies & Procedures
5. Develop Service at All Levels of the Fellowship
6. Communications/Public Information
7. International
8. Alternative to Participating at the Conference in Person

   Action Items - Ongoing:
   - ✓ Conni to create a summary and timeline for Strategic Plan
   - ✓ Board to put on agenda each meeting for updates

Treasurer's Report – Denny H.

Denny presented financial reports:

- Profit and Loss from January-October, 2015. Went through income and expenses.
- Class reports by Committee – discussed each Board Liaison to send to their Committee Chair.

Discussed that is good to have the financials and the committees will be happy to have them. Agreed to get them out ASAP to the chairs and ask for any changes within the month so that all corrections can be made by end of year. This has been a major focus of Finance and the bookkeeper.

Budgets are calendar year. Discussed how the per deim is coded and how it should be done in future.

Discussed acknowledging donations and sending thank you notes. Is this something we can have Joan do?

Discussed putting financials in the QSR. Discussed what to give the Fellowship – perhaps a P/L in collapsed version in the QSR by quarter.

Discussed CoRe checks and how to get them deposited promptly. Denny to request that Joan note the date the CoRe checks are received and to deposit all checks promptly.

Contract - Discussed Joan's contract. Denny is Liaison and has been working with her. She has requested a meeting on Saturday to go over the contract and her role. (*postnote: final contract has been presented, waiting for signed copy.)*

> ***Action Items:***
> - ✓ Board Liaisons to send Committee Class reports and ask for feedback.
> - ✓ Discuss further about acknowledging donors, who to do and process.
> - ✓ Treasurer to work with SOS to provide quarterly financials in the QSR.
> - ✓ Treasurer to ask Joan to deposit CoRe checks promptly and let him know when received.

Policies and Procedures – board went through Sections 1 through 3 for changes. Section 6 is new. Board members to review the remaining sections before next meeting – Section 4-Mary; Section 5-Lorraine; Section 7-Chris.

> ***Action Items:***
> - ✓ Mary, Lorraine and Chris to review remaining P&P sections by December meeting.
> - ✓ Conni to update P&P changes as received. Review at next F2F.

Executive Session

Prioritized needs of the website. Discussed Scope of Work for all parties involved. Prepared for meeting with AWS on Friday.

Motion to approve October board minutes was made and seconded. Approved unanimously.

Technology

Gerry and SOS have been reviewing technology options for board and committee use, with options to use video conferencing, tele-conferencing, screen sharing, audio recording, etc. Paired it down to 2 main options:

- **Microsoft Office 365** - $2.40 a month per person, $60 a month for committees up to 300 users; full install of all MS Office applications. File storage of 1 terabyte – ability for everyone to be on the same page. Store and archive business emails. 50 gig inbox. Outreach would have own server-based email. If computer crashed, all email stored on server. Each committee becomes a user, each committee has 50 gig storage. This option offers a lot. Gerry set up a 30 day trial. They have a nonprofit rate. He gave Zach and Denny access to try out with emails. Support seems to be really good. Discussed that there may be a possible problem with people who have already have MS Office.

  Email inbox in the Outlook format. We would be able to give email to board members – like treasurer@coda.org. Can check from personal gmail and set it up so that emails come from your coda address. Would need to set up right and do some instruction videos for everyone.

  Skype for Business is the tool for telecommunications. It has the ability to drag a document in the window and it actually goes to them, make changes in real time. Each account has additional users under the account. We would set up for each committee and then teach them how to use it. Can call in with regular skype.

  Need to do some testing. Ask more questions. Up to 300 people. Pay for however email addresses you make and are willing to pay for. Chairs and board will get accounts. Outlook might be a learning curve.

- **Google for Nonprofits** - Does everything that 365 does and its free as a qualified nonprofit for up to 3,000 users. Business suite is free because we are a nonprofits. We have already been approved and have done a little testing. Has all the same features as Office 365.

  Google Hangouts is for telecommunications, similar to Skype. Can share screen, audio, video, documents. Google Ad Grants is available for us as well as YouTube nonprofit program and Google Earth.

  Big difference is the learning center which has video tutorials for everything. Read on paper or watch video. Has setup wizard for each person. Google Hangouts bar can go directly to a Google conversation. Set up meetings for Google Hangouts. Call a live number from your computer or call in with a phone to a meeting. From phone you can access, not tied to computer.

  Need to keep track of all passwords for all emails. You can't change password so we can keep access and won't lose it. Screen sharing, image sharing, use Google docs and make changes in real-time. Learning curve would be less because of Google docs.

  Action Items:
  - ✓ Gerry and Zach to continue to test both and decide which one to use. Use one for the next Board meeting.
  - ✓ Once finalize choice, start testing with committees.

Website

Board agreed that we aren't willing to throw out the website, want to keep working with it.

Biggest complaint:

1. Meeting Locator – need the page more user friendly.
    o Need to make international more prominent. Have some more information on the page.
    o This page (meeting locator) needs to be revised.
    o Video on how to use on more than one place. More instructions on the home page.
2. SITE MAP – at bottom, only a list. Want a site map that looks like a flow chart.
3. Search engine – need better search engine. Can he enhance the search function?
4. Calendar – want it to be searchable.
5. Clear direction on what the designer does, what the webmaster does and flow.

In meeting with Developer, need a clear picture of what is complete, and how to move forward. Need to discuss clear boundary – who sends and receives with Les.

Approvals for the website goes through Gerry; priority list and expectations on when things can be done. Zach to manage developer. Discussed doing a 6 month retainer.

Meeting with LES

1) Discussed chain of communication. Zach is Les' liaison.
2) Discussed retainer for 6 months.
3) Discussed building trust and working towards a healthy relationship.
4) Priorities for website:
    a. Meeting locator
    b. Sitemap
    c. Trainings/understanding of what kinds of items need the developer and what need webmaster and what can do for selves.
5) Database – Les explained that a lot of the problems we have had with the meeting locator has to do with the database and the way that the meeting information was entered. They have done some cleanup with offending characters and other issues, but there are still a lot of problems with database and the way meetings were input. Google cannot read characters like /,?, and if the record is incomplete, misspelled or wrong, it won't come up. Suggested that we have the meeting database person check the meetings and correct any input. Input needs to be perfect.
6) Meeting Search – discussed having the page look different and results show up differently. Discussed showing a map of the U.S. and be able to click on state, which would allow someone to drill down, instead of getting no search results. Sort on list when it comes up – so it's clickable and can be sorted by either. Also discussed how to find international meetings. Clearly define the international – use tabs. Discussed restricting what people put in fields. Make them choose dates and times so the database is in the format we need. Better search capability for online meetings, Spanish, International and USA.

Les explained that this site has a very complicated database and search engine and this will always be a work in progress. Discussed continued cleanup of the database and using a checklist to update meetings.

- Have Joan clean-up database?
- Printable registration form for Joan to fill out. Printable forms needed.
- Interface – need to update it – work through Zach.
- Meeting Counts – how many in each state and country. Record counting. Add to list.

After discussion of how the meeting locator should be, we decided on:

- Map as first step for meeting locator
    - Pick State
    - Search box for city by state
    - Search box for zip code
    - Or CLICK HERE for zip code – takes to the current one and dumb it down.
    - Tabs – US, Intl, Online/phone
    - International – show a map of the world, need list of other websites and list of meetings that will be colored. Statement on those countries we don't have anything for.
- Agreed to engage Les with a 6-month retainer – Les will track his time and let us know where we are at monthly.   See if he can do this within the retainer. Agreed to have him do this now and see how the fellowship responds.
- Site map – leave as is. Maybe make a site map not so deep. Or something for the public. Research something that is built a better one. He can check.
- DATABASE – how to move forward with this? Joan? Chris? Need direction. Chris work with Joan – give her list and verify and add what is missing. Lorraine and Chris willing to work on the database. Support training of Lynda for the Spanish site, by Zach. Type words, update page, etc.

Motion: ***Mary made a motion to engage the service of AWS for a period of 6 months for a total of $3,600 as a retainer. We may authorize a separate quote for a meeting locator if it does not fit within the parameters of the retainer.***

Lorraine seconded.

Discussion   ***Round robin – discuss retainer to work on small projects for a 6 months period as needed and won't cost us more than 3600. Hopefully he can do the meeting locator in this time as well.***

Approved unanimously.

Zach will talk to Les about the retainer and the locator and the list that we need done. We'll talk about what can be done within the retainer.

Spanish page – discussed funding Linda to talk to Zach and/or be trained. Need a punch list of stuff she needs. Denny to reach out to better understand her needs. He'll send to board and then can better decide if we need to make a motion to approve time.

   Action Items:
      ✓ Zach to work with Les on meeting locator and list of items that need to be updated.
      ✓ Chris to talk to Joan about verifying and updating meeting list.

✓ Denny to talk to Linda about Spanish page and what her needs are.

Other Business

Relationship with CoRe – Discussed needing to receive royalties in a timely fashion. Need them to send a portion of it by the 15th of month. Denny has been working on, but should be able to do a direct ACH deposit with bank info. We need to have it by the 15th. Could do an online check on the 1st, or send a check on the 1st, so we can get into bank. Partial payment will remit (send it) ON the 15th of the month. When update CORE agreement, need to change ON to BY (received by).Keep the envelope of when it was sent. Follow-up with Joan, when she gets, put it in the bank ASAP.

    a. 2x2x2 group on a later discussion, on list of Strategic Plan.
    b. 30 year medallion – CORE wants to supply a coin to make CODA's 30th birthday. Discussed wanting to know what the cost is. Gerry will respond to them and tell them that we would like more information on cost, amount, etc.

Gerry made a motion to move the 30-year medallion discussion to the next board meeting as first item on the agenda. Mary seconded. Approved with 3 ayes and 1 abstention.

Discussed CoRe relationship and that the CoDA Board is the primary way to communication, not through committees. On next QSR Chris to make a statement to committees reminding them that they have a liaison and they are the proper way to communicate so we know what is going on.

    Action Items:
        ✓ Denny working with CoRe for timely royalty payment by 15th of month.
        ✓ 2x2x2 group to be set up
        ✓ Discuss 30-year medallion in December board meeting

Section 6 – was approved at CSC – discussed whether we need to make any changes right now. The checklist and matrix can be an exhibit that can be behind it as an example tool. Discussed the use of the word "agent" instead of "liaison."

Mary made a motion that on page 1 of Section 6 that the word agent be replaced with the word "member" (legal liaison is a member of the Board of Trustees). Lorraine second. Discussion. Approved unanimously.

    Action Items:
        ✓ Conni to update Section 6.

RECAP

- Next meeting is December 13th at 1pm PST.
  - Moved Committee overlap to phone conversation - 4
  - Discussion of country assignments, to phone conversation - 2
  - Discussion of alternates - 3
  - Core discussion to phone conversation - 1 (CORE CONTRACT EXPIRES JANUARY 1ST OR WILL AUTMOATICALLY RENEW)
  - P&P Changes – 5 (maybe handle in emails)

Any of these items can be discussed via email, couple possibly discuss some of this. If you get an email about committee overlap, participate in discussion.

Alternates – everyone find 2 people interested in board, have them fill out application, try to get the board filled.

> ***Action Items:***
> - ✓ Chris to create agenda for December meeting
> - ✓ Everyone to look for alternates who could start serving.
> - ✓ Everyone participate in email discussions.

Transition Procedures Review – Conni to add to the P&P. Discussed having a liaison to new board members. Items to be a part of this:

- Policies and procedure manual (hard copy and on thumb drive.)
- New Board list that includes the new members.
- Scope of Work for the Board – ex: how does Denny get PayPal to change a password? Guidelines for each position complete with usernames and passwords and things that need to be passed on. Manual for each position. Before end of this term, be aware that we don't have that type of item and if you can create a checklist or informational tool for the things you do in your position. We do have overviews, but this would be great to have for next person.

> ***Action Items:***
> - ✓ Chris, Lorraine and Conni work on Transition Procedure for P&P.
> - ✓ Everyone work a description/manual for your position.

Contracts on the legal repository – All professional contractors' contracts will be in the legal repository. We will put Geff and Joan's when we get them.

Administrator Contract – Joan has until the end of the year to work out the contract. She wants to get other examples from other 12-step programs. If she comes up with a contract that is acceptable, and we want to accept, that may happen.

Emails – Geff is asking about bounced emails. If they are bounced twice, they will be removed. Geff is asking to send out an email to the fellowship. Put a statement on the email list signup. Email to authorize his statement to Lorraine to tell Geff, action item to Gerry to make a spam statement on our signup page.

> ***Action Item:***
> - ✓ Gerry to create a spam statement for the email signup page and get posted.

Communication update – Discussed putting the calls SOS receives and stats in the SOS QSR. Stats for website too. Discussed Chair forward the hours and admin sheet to Committee Chairs so they are aware what hours we are using monthly.

> ***Action Item:***
> - ✓ Chris to send monthly hours and admin report to Committee Chairs.