



Board Minutes for CoDA World Board

Conference Call

June 24-26, 2016

The Board of Trustees met face to face from June 24th through 26th in Phoenix, Arizona. Members in attendance included: Gerald B, Mary I., Chris H., Denny H., and Lorraine O. as voting members. Other: Conni I (SOS) (June 24th only)

FRIDAY

Updated To Do List

Discussed clarity on areas of responsibility and renamed to Action list.

Policies and Procedures (P&P) updates – The Board went through suggested changes to the Board P&P manual. The Board asked to look over a couple of sections separately and get back with Conni with changes. This will be approved this summer.

Strategic Plan Overview – Reviewed every area of the strategic plan and made changes to timeline and next steps. This document to continue to be reviewed regularly by the Board.

Motion – *Lorraine made a motion to have the next Chairs forum liaison contact Chairs forum and request they read the purpose of the committee from the Fellowship Service Manual (FSM) at the start of each Chairs forum. Motion seconded by Gerry. Approved unanimously.*

Website Update

Discussed current state of Website. Meeting Locator went live on 6/20/16, still need to tweak a few things. SOS to work on a Training Video on to explain the meeting search function. Agreed that the Board must approve all major changes to website, then goes to web liaison. Discussed updating the contact form for multiple contact points. Discussed adding a note at the bottom – “For information on this website, contact webmaster@codas.org.”

Motion - *Chris made a motion to authorize web designer to tweak our contact form on the CoDA website to have drop down list to include webmaster, coda information and meetings to CET, committee info to chairs, board to board. Seconded by Lorraine. Discussion followed. Approved unanimously.*

Communications chair includes CET, phones, email. CET emails go to Communications, to be distributed to proper committee.

Discussed needing to pay for a service that updates the Zip Code database.

Motion - Gerry made a motion to spend 79.95 per year for quarterly download on the <https://zipcodedownload.com>. This is to be charged on our credit card, and web designer instructed to install. Seconded by Chris. Approved unanimously.

Action Items:

- ✓ Conni to connect with web developer and webmaster on outstanding issues.

Shopping Cart for Donations –Denny has been investigating a new product for the online shopping cart, instead of using PayPal. Need a solution that lets us have more flexibility in getting information from the donor. Denny has been investing **givingwisesolutions.com**. All agreed this needs to be done. Denny will investigate more and report back to the Board.

Action Items:

- ✓ Denny to get more information and report back to Board.

Fair Use Policy – Gerry reported that the Legal Committee is working on this right now and will send to SOS for posting when done.

Ongoing retainers - Discussion. This includes Web, CPA, SOS, lawyers. Tabled.

Technology for board meetings – Discussed having quarterly board internet meetings and provide ways for the committees to meet. Gerry reported that he has been exploring 2 options – Google and Microsoft. He presented both and suggested we go with Microsoft for ease of use throughout CoDA and good price.

Motion – Mary made a motion to conditionally accept Microsoft as our program of record for email, HD video, Skype. The cost to be \$2.40 per user, with a maximum of 20 users. This is pending the clarification of the email porting. Gerry seconded. Approved unanimously.

Action Items:

- ✓ Gerry to move ahead with Microsoft.

Spanish Outreach (SPO)- We have been looking for a solution to how Spanish Outreach can update their website. The solutions that we came up with is that SOS will copy and paste direct to the website from an SPO document with explanations on where it is to go in English. English, followed by what they want to put there in both English and Spanish. All agreed this is a good solution. Denny will follow-up with the committee.

Action Items:

- ✓ Denny to work with SPO on how to get updates to the Spanish website.

Treasurer's Report – Denny presented the current Financials including the Balance Sheet and P/L. He reported that the current bank balance at National Bank of Arizona is \$180,296.69 and the current bank balance at Chase is \$34,094.21.

SATURDAY

Finance

Denny presented that the Finance Committee will be making a motion at CSC to change the policy for receipts that they would only have to be submitted for receipts over \$31. The Board suggests that they add the verbiage “*for record keeping, for items less than \$31, receipts are appreciated but not required*”. The Board is supporting this motion.

Denny presented that the Finance Committee will be making a motion at CSC Motion to reduce the prudent reserve. After discussion, it was suggested that the Board and Finance discuss a 5 year financial plan.

Request Finance get with events to get the word out about anyone with reimbursable expenses for CSC should bring their receipts. Great job by finance to update the ERR on-line.

Action Items:

- ✓ Denny to follow-up with the Finance Committee.

CoRe Report – Discussed a letter to CoRe for items that are outstanding and to clarify some contract issues.

*Motion – Lorraine made a motion to approve the CoRe letter as written. Denny seconded.
Approved unanimously.*

Action Items:

- ✓ Letter to be sent to CoRe

Committee Updates

TMC Work Group – Mary reported that the 2x2 process has started. She will be the second on the 2x2, replacing Lorraine. The agenda is to complete the process for Publications and Distributions.

Legal Committee – Gerry reported this group has started meeting and is making progress.

Discussed that we need a policy on non-functioning committees. Agreed to ask the Chairs Forum to assist the Board in writing a policy for non-functioning committees.

Discussed wanting to post Committee Minutes on the website in the Trusted Servants area under each committee's tab. Reach out and ask them to submit to webmaster for posting.

Chairs Forum – Denny will attend the next meeting on July 9; Mary will attend August 12 and Gerry will attend September 10.

Action Items:

- ✓ Denny to reach out to Chairs Forum to have a policy for non-functioning committees.
- ✓ Board to ask committee chairs to submit committee meeting minutes to webmaster for posting in Trusted Servants area.

SOS contract – Discussed renewal of contract and CoDA needs.

Motion - *Mary made a motion that prior to approval of current contract, SOS would agree with the stipulation/intention of reviewing current web maintenance requirements with the intent to remove the need for an on-going web designer, including a review of budget plan of AMC hours. Denny seconded. Approved unanimously.*

Motion – *Mary made a motion to extend the meeting. Gerry seconded. Approved unanimously.*

CoDA Service Conference (CSC)

Number of Board votes – Discussed a proposed bylaw change for a change of Board votes at CSC. All agreed no change should be made

Discussion to reverse motion 4598 Roman numerals on coins – Discussed returning to roman numerals on the coins. This will be brought up in the 2x2. A CoRe and Board motion would be needed by 24th August.

CSC at same time every year – The Board is proposing that we have a summer range to have the CSC, in June, July or August. This refers to Bylaws Article 5 first section page 8. Need to check motions data base for previous events motion number. Mary to write a CSC motion to submit before 75 days out.

Action Items:

- ✓ Mary to write CSC motion on when to hold CSC.

SUNDAY

Remaining Board Meetings – Discussed the length of meeting for Board Calls. Don't have enough time for discussion.

Motion – *Mary made a motion to extend the Board conference call meetings to 1 ½ hours. Lorraine seconded. Approved unanimously.*

Work Study Session - Discussion on holding a monthly 1 hour work study session for the Board monthly to help with discussion of pressing matters and action items. Maybe the 4th Monday or Thursday at 5:30 Pacific time. No motion at this time, referred to email motion.

CoDA Service Conference (CSC)

Board Alternates – Discussed potential candidates and the need of the Board to expand.

Elections – Discussed moving the Candidates Forum to during second day (Wednesday) of CSC at 11am. Bring candidates to front for Q&A, followed by 4pm election. Board agreed.

Email to Fellowship – Mary following up from motion from previous month, to send a request for service email blast. *Approved unanimously.*

Board meetings during CSC 2016 - Discussed having a Wednesday night social for current and new board; Thursday dinner meeting to include legal paperwork and officer election; 7am Friday breakfast meeting to cover committee assignments plus select date and time of future meetings.

Changing of the Guard – Reminder to all to please read info for changing of guard in the P&P Section 2.8. Send suggestions for changes, additions or corrections to Mary to send to Conni.

Action Items:

- ✓ Mary to send a request for service email blast from the Board.
- ✓ Mary to send any change to Changing of the Guard policy to Conni.

CSC Board Motion:

Motion – Lorraine made a motion, seconded by Mary and approved unanimously, to accept the following motion for CSC to correct the wording of the following section in the Bylaws:

CURRENT APPROVED BYLAWS wording with changes shown

Under Corporation page 1:

1. *Conduct the daily business affairs and operations of the Corporation:*
 - a. *Manage, hire, and ~~fire employees~~ (**change to** terminate contractors) and observe and support the work of the committees as directed by the CoDA Service Conference*
 - b. *Receive and deposit Seventh (7th) Tradition and other income*
 - c. *Update Contacts and Meeting Directories of CoDA groups*
 - d. *Support the Fellowship by sending out a Quarterly Bulletin in which committees can report their activities*
 - e. *Receive ~~initial telephone contacts and answer income mail~~ (**Change to** Other duties, as needed.)*

Intent: *To reflect wording appropriate to CoDA not having employees*

Committee Structure per Strategic Plan – Continued discussion of its place in the Strategic Plan. No action.

Outstanding VE's – Discussed open VE's. Lorraine to create a list of open VE's for the board to review. Discussed that we need a better procedure for reporting and tracking to include resolution and how it works with IMC.

Action Items:

- ✓ Lorraine to create a list of open VE's for the board to review.
- ✓ Chris to work on a better procedure to report and track outstanding VE's.

Meeting closed at Noon with Serenity Prayer.