

CoDA World Board August 2013 Conference Call

August 17 8:30am-10:30am PDT

MINUTES

MEETING CALLED BY	Florence F. , Board Chair
ATTENDEES	Hal H. - Vice Chair, Barbara D.- Treasurer, Lisa B. - Secretary, Chris H. - Trustee, Dagmar M. - Trustee, David Mc. - Trustee, Evie S. - Trustee, Mercedes M.- Trustee, Charles Z. - Alternate Trustee, Lorraine O. - Alternate Trustee, and Natasha K. - Alternate Trustee
OBSERVERS	Leo (webmaster)

APPROVE MINUTES

MOTION 1.	PERSON RESPONSIBLE
To approve the July Pre-CSC , Mid-CSC, and Post-CSC minutes	First - Evie Second - Barbara Unanimous

RATIFICATION OF BOARD GCS VIA EMAIL

MOTION 2.	PERSON RESPONSIBLE
<ul style="list-style-type: none">• Exception to the Expense Reimbursement Policy (ERP) regarding the Board face to face meeting per diem be changed• Funds for Literature to Venezuela• CoDA Email Program Change from Geff (Communications)• Approved \$9,000 for filing trademarks in Venezuela	First - David Second - Evie Unanimous

TREASURER'S REPORT

REPORT	PERSON RESPONSIBLE
<ul style="list-style-type: none">• Gave a brief background of the report for new Board Members• Not all Expense Reimbursement Requests (ERRs) have been paid out at this time• Sent out minutes from the Finance Committee meeting with motions for the Board to consider.• Barbara will send out a Group Conscience (GC) email for each motion presented by Finance.	Barbara

ACTION ITEM	PERSON RESPONSIBLE	ACTION REQUIRED
	Barbara	Will send out a group conscience (GC) email for each motion presented by Finance.

CONFLICT OF INTEREST POLICY

REPORT/DISCUSSION	PERSON RESPONSIBLE
Conflict of Interest policy – reminder to send them in.	All

BOARD FACE TO FACE MEETING (F2F) NOVEMBER 2013

REPORT/DISCUSSION	PERSON RESPONSIBLE
<p>Will be held in Los Angeles, CA. We need to ask someone to work on finding a hotel for the event. Will be focusing on places near LAX; Long Beach is not far if it is more convenient.</p> <p>Evie suggested that we include the archive of documents stored at her home as part of this meeting/trip. Will be addressed by email.</p>	All

ACTION ITEM	PERSON RESPONSIBLE	ACTION REQUIRED
	Lisa	Will work on finding a hotel for F2F meeting in Nov 2013
	Evie	Request a group conscience decision for the archive project in Los Angeles either before or after our F2F meeting.

ASSOCIATION MANAGEMENT COMPANY (AMC): CONTRACT

REPORT/DISCUSSION	PERSON RESPONSIBLE
<p>John Gilbert reviewed the contract, and the changes were sent to Connie. She agreed with all changes except the rollover hours.</p> <p>Questions & comments from Board members:</p> <ul style="list-style-type: none"> • Florence's title should be chair, rather than president. • Two signatures are required for contracts. Possibly the Chair and Treasurer. • What is the \$1000 transition fee for? This gives them time prior to September to start working with us. Before Sept, the person assigned to us will be in contact with us (as an example) regarding the website. • Signature: We have the Voting Entity Agreements signature block – can that be a standard for all our contracts? Barbara will check on this. • Are we notified before the Account Executive is going to exceed the 	Barbara

number of monthly hours? Barbara will check on this.

- Is the Transition Charge included in CoDA's budget? Unsure, but since we are starting in September, we have extra money available.
- Have we considered the reimbursable costs in our budget? Not yet as we don't know what they will be.
- When will we authorize who will work with the Account Executive? We hope to decide today; Barbara is willing to do that this year.
- We should not use their address as our business address.
- Disappointment that a bid process had not been followed to choose a company. Barbara explained that CoDA needed to have an AMC that was based in the same state that it's incorporated. There are only two Association Management companies in AZ, and only one is accredited.
- We need to rely on our attorney for correct wording and understanding
- What is the overage rate? \$55 per hour
- Who approves it and how is it done? Connie agreed to the overage request in writing (change by John Gilbert)
- How documents are labeled universally on the Board and how revisions are identified: needs to be done.
- Overage – is it a monthly determination? At what point and who authorizes it? Does it go to the whole Board for approval.
- How is the Administrative Fellowship Service Worker (Admin FSW) integrated into this process? How will communication between the AMC and Admin FSW work? The Admin FSW is aware of the AMC and is happy to see it happen. The AMC would like to take over some of Joan's function. We have explained that we don't want them to do it; only special projects right now. Might be reviewed later.
- They have assigned an Account Executive (AE) to us already (tentatively); Connie oversees all of them. If we are uncomfortable with this person, we can ask for someone else.
- Change the end date for the new contract to August 31; renewal will take place September 1.
- After we sign the contract, we ask the AMC to submit the Request for Proposal (RFP) for website development. We are not asking them to manage the site.

ACTION ITEM	PERSON RESPONSIBLE	ACTION REQUIRED
	Barbara	Will submit Board member questions/comments about the AMC contract to Connie or the Account Executive: <ul style="list-style-type: none"> • Florence's title should be chair, rather than president.

		<ul style="list-style-type: none"> • Two signatures for Contract. • Signature: We have the Voting Entity Agreements signature block – can that be a standard for all our contracts? • Are we notified before the Account Executive is going to exceed the number of monthly hours? • What is the overage rate? • Change the end date for the new contract to August 31; renewal will take place September 1.
	Florence	<p>Additional questions to discuss by email:</p> <ul style="list-style-type: none"> • We need a general procedure for how multiple versions of documents are labeled. • At what point and who authorizes overages?

MOTION 3.	PERSON RESPONSIBLE
The Board Chair and the Board Secretary will be the primary liaisons to the Accountant Executive from the Association Management Company (AMC). For special projects, other Board members may be appointed as lead liaisons for the projects.	First - Lisa Second -David Unanimous

WEBSITE DESIGN PROJECT

DISCUSSION	PERSON RESPONSIBLE
<p>Reviewed what was done and how the Requirements Document and Request for Proposal were created. She will send them to everyone. We are discussing both the Website Redesign and the Meeting Search Function. They need to be done together. Evie would like to volunteer as the Board member who interfaces with the Account Executive assigned by the AMC about the website design project.</p> <p>Discussion Included:</p> <ul style="list-style-type: none"> • Webmaster was given voice: Concerns about how it's done, who is involved, that things will actually work and not be poorly done. Project manager will decide what goes in based on the requirements documents. Stick to the plan. Question: How does he see himself involved? He wants to be sure that he and Evie will work with them. Don't need the AMC to get in the middle of that. Wants to be involved in the project as it goes ahead. • Who we hire is what we need to focus on; need to have other Board members involved. The AMC can help us with this. Suggests those that have technical knowledge. At least 3 people. • Hal is willing to help with the hiring process. • Have someone on the hiring group who is aware of people skills (communication, listening, etc.) • Web liaison may be a good person to have on the hiring group. Web 	Evie

<p>liaison wants to be part of the project after the company is chosen.</p> <ul style="list-style-type: none"> • Focus on the codependent who still suffers & newcomers • The primary liaisons to the AMC should work along with Evie in the choosing process. • Interviewing process involves AMC; candidates would be presented to the board for approval. • Take into account what other committees have said; take their needs into consideration. • Procedure for hiring. Working on the project is a separate sub-committee with Evie and others. • Would like to see Hal involved with the Request for Proposal process. • Evie has suggested putting together a high-level project plan for the website. 	
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MOTION 4.	PERSON RESPONSIBLE
Evie will be the lead liaison for the web design project.	First – Chris Second - Hal Unanimous

ACTION ITEM	PERSON RESPONSIBLE	ACTION REQUIRED
	Evie	Will Send out a high-level project plan along with Web Requirements Document, and the Request for Proposal (RFP) to all Board members

MOTION TO EXTEND TIME

MOTION 5.	PERSON RESPONSIBLE
Extend our time for 15 minutes	First -David Second -Chris Unanimous

CORE CONTRACT

DISCUSSION	PERSON RESPONSIBLE
<p>We have one to possibly send to our attorney for review. Question for discussion: Can the royalty amount be reduced? If they pay less, will they reduce the price of the literature?</p> <p>Discussion Included:</p> <ul style="list-style-type: none"> • Unclear about how a reduction in royalty will impact price of literature. Who reviews the annual royalty? (As stated in the contract). It should be a regular item to review annually at CSC and should be CoRe's responsibility to report. Hal suggested getting the questions/concerns in writing to him for the next 2x2. • Let's not nitpick this contract. 	Hal

<ul style="list-style-type: none"> • Original royalty was 40%, lowered to 30% a few years ago. • It is a primary source of our income. Could see if they can reduce the price and not change our royalty. Our attorney suggested that CoRe has too much money like CoDA, Inc. • Should be reviewed by CoDA Board and CoRe Board annually. • Confusion about where they are located; they are in North Carolina and moved from Texas several years ago. • Clarify the process/procedure for review in the contract 	
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ACTION ITEM	PERSON RESPONSIBLE	ACTION REQUIRED
	Hal	Will take Board questions and comments back to the CoRe 2 x 2 group for discussion.

ITEMS NOT COVERED

<i>INCLUDE ITEMS</i>
<i>Web Liaison Role - Chris</i>
<i>Posting on the Committee Work Area (CWA) by committees and storage of information</i>
<i>Domain Names (Evie will address by email)</i>
<i>Abstention Voting (assigned to Nov 2013 face to face meeting)</i>
<i>Election process (assigned to Nov 2013 face to face meeting)</i>
<i>International Task Force (Evie & Dagmar will discuss)</i>
<i>Voting Entity (VE) Liaison Assignments (will continue by email)</i>
<i>Confusion regarding the CoDA Email Team (CET) alias and the Board Liaison [Lisa B. will email them]</i>

FUTURE BOARD MEETINGS

Sunday, September 22, 2013 8:30AM Pacific Daylight Time
Saturday, October 19 or 26, 2013, 8:30AM Pacific Daylight Time