

CoDA World Board Face to Face Meeting February 2-3, 2014 Minutes

Sunday February 2, 2014 8:40 am – 4:05 pm

MEETING CALLED BY	Florence F. , Board Chair
ATTENDEES	Barbara D.- Treasurer, Lisa B. - Secretary, Chris H. - Trustee, Dagmar M. - Trustee, Evie S. - Trustee, Mercedes M.- Trustee, Charles Z. - Alternate Trustee, and Lorraine O. - Alternate Trustee. Hal H. - Vice Chair, and David Mc. – Trustee, not in attendance.
OBSERVERS	

APPROVE MINUTES

MOTION 1.	PERSON RESPONSIBLE
To approve the: <ul style="list-style-type: none"> • 28 December 2013 Executive Minutes • 12 January 2014 Executive Minutes Corrected an error: Removed Evie’s name from attendee list	First - Barbara Second - Dagmar Vote results 6-0-1

ALTERNATE TRUSTEE VOTE

MOTION 2.	PERSON RESPONSIBLE
Alternate Trustees stand in place of absent Trustees during this face to face meeting.	First - Dagmar Second - Barbara Vote results 7-0-0

APPROVE SUMMARY

MOTION 3.	PERSON RESPONSIBLE
To approve the January 2014 Summary	First - Barbara Second - Evie Vote results 9-0-0

APPROVE EXECUTIVE SUMMARY

MOTION 4.	PERSON RESPONSIBLE
To approve 28 December 2013 Executive Summary	First - Barbara Second - Lorraine Vote results 9-0-0

APPROVE MINUTES

MOTION 5.	PERSON RESPONSIBLE
To approve January 2014 minutes	First - Barbara Second - Dagmar Vote results 9-0-0

RATIFICATION OF BOARD GC BY EMAIL

MOTION 6.	PERSON RESPONSIBLE
To approve \$2500 for our intellectual property attorney to register eight (8) copyrights in the U.S. with amendment.	First - Barbara Second - Evie Vote results 8-0-1

RATIFICATION OF BOARD GC BY EMAIL

MOTION 6.	PERSON RESPONSIBLE
To approve the Email Voting Policy with friendly amendment Discussion clarified how abstentions are counted, and the difference between ratifying vs. approving	First - Evie Second - Barbara Vote results 9-0-0

ACTION ITEM

ACTION ITEM	PERSON RESPONSIBLE	ACTION REQUIRED
	Florence & Lisa	Will make sure the Email Voting Policy final document is correct and available to the Board of Trustees

RATIFICATION OF VOTES (EXTENSION OF A MEETING)

MOTION 7.	PERSON RESPONSIBLE
Motion to ratify the slate: <ul style="list-style-type: none"> • GC for Coffee and tea at f2f meeting- 7 yes, 1 abstain 1 no 	First - Barbara Second - Dagmar

<ul style="list-style-type: none"> GC for letter to webmaster regarding webmaster concerns and other issues - (Evie abstains) 7 yes 	Vote results 8-0-1
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GC EMAIL MOTION (NOT EXTENSION OF A MEETING)

MOTION 8.	PERSON RESPONSIBLE
Motion to ratify: GC for rewrite of "Changing of the Guard" document 8 yes so far	First - Barbara Second - Dagmar Vote results 8-0-1

GC EMAIL MOTION (NOT EXTENSION OF A MEETING)

MOTION 9.	PERSON RESPONSIBLE
Motion to ratify: GC for Events request for a Face to Face (F2F) Budget Increase (8 yes so far)	First - Barbara Second - Dagmar Vote results 9-0-0

TREASURER'S REPORT

REPORT	PERSON RESPONSIBLE
Treasurer reported the following: <ul style="list-style-type: none"> We have over \$400,000 in the bank Working to set up second bank account No check from CoRe yet Finance will have their F2F meeting soon Discussed adding a line to the CoRe contract about payment; moved the discussion to Monday's agenda.	Barbara

UPDATE MEETINGS

REPORT/DISCUSSION	PERSON RESPONSIBLE
2 issues were discussed: <ul style="list-style-type: none"> Motion for the meeting registration form change Handling private information Decision was made to re-write the statement	Florence

ACTION ITEM

ACTION ITEM	PERSON RESPONSIBLE	ACTION REQUIRED
	Dagmar & Evie	Will work on rewording the Meeting Update privacy information by email or for the March meeting

MOTION

MOTION 10.	PERSON RESPONSIBLE
Move into executive session to discuss the Website Development Project and issue with the webmaster	First - Barbara Second - Lorraine Vote results 8-0-0

Evie left the meeting per our Conflict of Interest Policy

MOTION

MOTION 11.	PERSON RESPONSIBLE
To adjourn executive session. Evie returned to the meeting	First - Barbara Second - Lorraine Vote results 8-0-0

MOTION

MOTION 12.	PERSON RESPONSIBLE
To adjourn for the day. Check out time Close with Serenity Prayer	First - Dagmar Second - Barbara Vote results 9-0-0

Meeting adjourned at 4:05 pm

Monday February 3, 2014 8:35 am – 4:05 pm

MOTION

MOTION 13.	PERSON RESPONSIBLE
Moves that we have a business lunch to entertain our proposed web designers	First - Dagmar Second - Barbara Vote results 9-0-0

UNITED KINGDOM PUBLICATION AND DISTRIBUTION AGREEMENT

REPORT/DISCUSSION	PERSON RESPONSIBLE
<ul style="list-style-type: none"> CoDA UK (National Steering Committee) and Polwarth (publish company) are unable to reach an agreement. 	Florence &

<ul style="list-style-type: none"> • Further discussion will continue by email. 	Dagmar
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ACTION ITEM

ACTION ITEM	PERSON RESPONSIBLE	ACTION REQUIRED
	Dagmar	Dagmar will draft an email to Polwarth's and CoDA UK and send it to the whole Board for review; she will send the original email from Polwarth's. This will be a time-sensitive action item that will not require the usual one week waiting period

ACTION ITEM

ACTION ITEM	PERSON RESPONSIBLE	ACTION REQUIRED
	Board	Board members will review the Polwarth Publication & Distribution Agreement and the CoDA UK Assurances Document before the next meeting.

NEW BOARD MEMBER ORIENTATION PACKET

DISCUSSION	PERSON RESPONSIBLE
Suggested items for the packet included: <ul style="list-style-type: none"> • Finance information • Changing of the Guard document • Pull out sections of the Fellowship Service Manual (FSM) 	Chris & Lorraine

ACTION ITEM

ACTION ITEM	PERSON RESPONSIBLE	ACTION REQUIRED
	Board	Board members will write up the following items for this project: <ul style="list-style-type: none"> • Top ten things that we want a new committee liaison to know about the position (For each committee) • Top ten things what board members wish they knew before they walked into the room • Top ten things you learned and experienced while being on the board

ACTION ITEM

ACTION ITEM	PERSON RESPONSIBLE	ACTION REQUIRED
	Chris & Lorraine	Will send out a document for the New Member Board Orientation Packet showing what they have done so far.

C-PHONE REPORT

DISCUSSION	PERSON RESPONSIBLE
The committee is having an issue with one volunteer. The Communications Committee is addressing the issue directly. The volunteer has sent inappropriate emails to the Board; the Board has never responded to the volunteer.	Lorraine

MOTION

MOTION 14.	PERSON RESPONSIBLE
We respond to the C-Phone volunteer as a Board Discussion will continue by email	First - Charles Second - Barbara Vote results 9-0-0

ACTION ITEM

ACTION ITEM	PERSON RESPONSIBLE	ACTION REQUIRED
	Lorraine & Florence	Will draft a letter to the C-Phone volunteer for Board review. Discussion will continue about to whom it will be sent.

SMALL GROUPS

DISCUSSION	PERSON RESPONSIBLE
Break into small groups <ul style="list-style-type: none"> • VE Signing Agreements • Elections Policy & Procedure • Alternate Trustee/VE Liaison Descriptions 	Board

ACTION ITEM

ACTION ITEM	PERSON RESPONSIBLE	ACTION REQUIRED
	Small Groups	Small groups will report via email to the Board before the next teleconference in March.

CSC PRELIMINARY PLANNING

DISCUSSION	PERSON RESPONSIBLE
<ul style="list-style-type: none"> • We solidified the exact dates for the Pre-CSC Board meeting, and CSC 	Florence

<ul style="list-style-type: none"> • We discussed having a social with the newly-elected Board members and the six members who will rotate off the Board this year at the luncheon after CSC. • Discussed telling applicants to make their travel plans so that they can attend the first Board meeting that takes place on the Friday after CSC • Pre-CSC meeting with the committee chairs & will we include delegates? Idea: Chairs could meet with the Board in the morning, and then have workshops in the afternoon for all to attend. • Discussed Communications request for an additional member for note taking for the daily summary • Motions need to be recorded 	
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ACTION ITEM

ACTION ITEM	PERSON RESPONSIBLE	ACTION REQUIRED
	Lisa	Will talk with Events about the luncheon after CSC

ACTION ITEM

ACTION ITEM	PERSON RESPONSIBLE	ACTION REQUIRED
	Evie	Will send previous daily summaries to the Communications liaison for use as a template.

ACTION ITEM

ACTION ITEM	PERSON RESPONSIBLE	ACTION REQUIRED
	Lorraine, Chris & Lisa	Will gather information about the Pre-CSC meeting with the chairs and possibly delegate out to others for assistance.

Evie left at 12:30 pm per our Conflict of Interest Policy.

Arizona Website Solutions arrived for their presentation and second interview during lunch. Dominic, project leader for the Website Redevelopment Project, and Conni, Account Executive (both from SOS, our Association Management Company) joined us for the interviews.

SECOND INTERVIEW DISCUSSION

DISCUSSION	PERSON RESPONSIBLE
Discussed the developers and their presentation Price for the proposed project and payment timeline <ul style="list-style-type: none"> • Total price \$20,400 	All members

<ul style="list-style-type: none"> • \$10,000 to start • \$10,400 upon completion. 	
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TEMPLATE FOR MOTION

MOTION 15.	PERSON RESPONSIBLE
That we hire Arizona Website Solutions (AZWS) to develop the new website.	First - Barbara Second - Mercedes Vote results 8-0-0

ACTION ITEM

ACTION ITEM	PERSON RESPONSIBLE	ACTION REQUIRED
	Conni	<ul style="list-style-type: none"> • Will contact AZWS and tell them that they are hired • Will ask them about the contract and get it signed • Will ask them to send an invoice to the Treasurer for the down payment.

Evie returned at 2:30 pm.

MOTION

MOTION 16.	PERSON RESPONSIBLE
Adjourn the meeting Meeting adjourned at 2:37pm Checkout time Closed with the Serenity Prayer	First - Lorraine Second - Evie Vote results 9-0-0

ITEMS NOT COVERED

<i>SOS INVOLVEMENT WITH COPRORATE COMPLIANCE</i>
<i>Email</i>

FUTURE BOARD MEETINGS

Saturday, March 1, 2014, 8:30AM Pacific Time
Sunday, April 6, 2014, 8:30AM Pacific Time