



**CoDA, Inc. Board of Trustees
October 7, 2023
Public Board Meeting**

Day/Time: Saturday, 09:00 AM Pacific Time
(Please adjust for your time zone)

Welcome Everyone

Attendees: Barb D., Gail S, David A, Jay G, Tina R, Katherine T, Byrle S, Kevin, Florence F, Steve S

Round Robin Order: Jay, Tina, Katherine, Byrle, Kevin, Gail (Voice-Chairs Forum), Florence, Steve

Serenity Prayer

Step 10: Continued to take personal inventory and when we were wrong, promptly admitted it.

Tradition 10: CoDA has no opinion on outside issues; hence the CoDA name ought never be drawn into public controversy.

Promise 10: I acknowledge that I am a unique and precious creation.

Service Concept 10: When the CoDA Service Conference is in session, the CoDA Board of Trustees is directly responsible to the Conference. When not in session, the Conference assigns its decision-making authority on material matters to the Trustees. The Board of Trustees is authorized to monitor the work of Conference-appointed service committees and may provide assistance or guidelines when necessary. The Trustees serve as the board of directors of CoDA, Inc., the non-profit corporation, are assigned custodial control of all money and property held in trust for the Fellowship and are responsible for prudent management of its finances.

CONSENT AGENDA

Motions passed by email

1. MOTION: Approve 7/28/2023 First Meeting Board 2023 Minutes
Motion: Katherine Yes: 6 No: 0 Abstain: 1
2. MOTION: Approve 8/5/2023 Board Executive Session Minutes
Motion: Kevin Yes: 7 No: 0 Abstain: 0 Unanimous

3. MOTION: Approve 8/11/2023 Board Special Meeting
Motion: Kevin; Yes: 7 No: 0 Abstain: 0 Unanimous
4. MOTION: Approve 9/9/2023 Board Executive Session Minutes
Motion: Kevin; Yes: 7 No: 0 Abstain: 0 Unanimous
5. MOTION: Approve 9/9/2023 Board Public Meeting Minutes
Motion: Kevin; Yes: 7 No: 0 Abstain: 0 Unanimous
6. MOTION: Change our announcements form to this blue template, and spend \$100 to change color of CoDA email on left corner to be visible.
Motion: Katherine; 2nd: Tina Yes: 7 No: 0 Abstain: 0 Unanimous

Motions passed by Executive Session

7. MOTION: Byrle becomes Full Coda Board of Trustees member.
Motion: Katherine; 2nd:Jay, Vote: Yes: 6 No: 0 Abstain: 0 Unanimous –
9/09/2023
8. MOTION: To allow CoDAteen meetings to use the CoDAteen Step and Traditions while waiting for approval at 2024 CSC.
Motion: Florence; 2nd: Jay, Vote: Yes: 5 No: 1 Abstain: 0 – 9/09/2023
9. MOTION: Provide Interpretation services up to \$3000 for CoDAteen F2F and Spanish convention.
Motion: Florence; 2nd: Tina, Vote: Yes: 6 No: 0 Abstain: 0 Unanimous –
9/09/202
10. MOTION: Do not renew 200,000 CD at Chase on Oct 11, 2023
Motion: Tina; 2nd: Florence, Vote: Yes: 6 No: 0 Abstain: 0 Unanimous –
9/09/2023
11. MOTION: For quality purposes, all board invites to meetings with Committees will be recorded. Committees will be notified.
Motion: Florence; 2nd: Jay, Vote: Yes: 6 No: 0 Abstain: 0 Unanimous –
9/09/2023
12. MOTION: CSC prep becomes CEC members of choice and VEL or Alt, to conduct CSC prep business with events and IMC and Web Liaison copied on emails.
Motion: Katherine; 2nd: Tina, Vote: Yes: 5 No: 1 Abstain: 0– 9/09/2023
13. MOTION: Approve MS365 Training for Committee Chairs and Board Members.3-4 sessions @ \$30 each
Motion: Byrle; 2nd Jay; Yes: 7 No: 0 Abstain: 0 Unanimous – 9/21/2023
14. MOTION: To approve interpretation expenses up to \$1,200 per month per World committee as needed. The committee's assigned Board liaison would send to interpretation@coda.org and Interpretation Liaison will approve all such requests and send to interpretation@coda.org.
Motion: Florence; 2nd Tina; Yes: 7 No: 0 Abstain: 0 Unanimous – 9/21/2023

15. MOTION: To switch web hosting platform from Inmotion to Flywheel, not to exceed \$600/month.
Motion: Florence; 2nd Tina; Yes: 6 No: 0 Abstain: 0 Unanimous – 9/21/2023
16. MOTION: To move ownership of Smartsheet's to the Board.
Motion: Tina; 2nd Katherine; Yes: 7 No: 0 Abstain: 0 Unanimous – 9/21/2023
17. MOTION: To pay for tech support to support learning curve for Smartsheet's for Treasurer.
Motion: Katherine; 2nd Steve; Yes: 7 No: 0 Abstain: 0 Unanimous – 9/21/2023
18. MOTION: To approve meeting with our current CPA on a quarterly basis for advice, guidance etc based on recommendation from our bookkeeper.
Motion: Katherine; 2nd Jay; Yes: 7 No: 0 Abstain: 0 Unanimous – 9/21/2023
19. MOTION: IMC to share all past and present Delegate information with the Board on an ongoing basis.
Motion: Katherine; 2nd Byrle; Yes: 7 No: 0 Abstain: 0 Unanimous – 9/21/2023
20. MOTION: To approve Healthy Meetings Task Force
Motion: Katherine; 2nd Tina; Yes: 7 No: 0 Abstain: 0 Unanimous – 9/21/2023

Treasurer's Report (amounts are rounded to the nearest hundred)

Holdings:

Wells Fargo Savings	\$151,500
Chase CD	200,000
Chase Checking	20,000
Events Committee Funds	5,700
H&I Funds <small>(included in general funds)</small>	7,400
Total Holdings	\$377,200

3rd QTR Revenues:

Royalties	\$45,400
7 th Tradition Donations	18,600
Total Revenue	\$64,000

Motion to approve- Byrle; 2nd: Steve, Yes: 6, No: 0, Abs: 0 (Florence tech diff, did not vote)

September Executive sessions topic summary:

- Board Member resigned, voted Alternate to full member
- Update Liaison Roles
- Proposals to create a CoDA App
- CoDAteen use of Steps and Traditions

- Future of CSC Prep Group
- Tax Attorney recommendations for updated ERP
- MS365 Training for Committees
- Interpretation for Committees
- Use of Smartsheet & Quickbooks
- Create Healthy Meeting Task Force

NEW BUSINESS

Web Liaison Report

- [Looking at contracts for CoDA App](#)
- [Board took recommendation to upgrade backbone of website for better performance \(Flywheel\)](#)

Quarterly Service Reports Due October 15-

- Currently we are requesting from the Board, Committees, and Fellowship Service Workers.
- Are we requesting some of our Independent Contractors to complete?

Section 3.2 Board P&P (Cross reference FSM, Section 9)

Quarterly Service Report (QSR) is published each quarter and provides information to the CoDA Communities from actions of each Committee and the Board of Trustees.

3.2.1 QSR Submission Procedure

1. All QSR submissions are made to QSRsubmit@coda.com
2. All submissions to the QSR editor are made through the QSR Board liaison.
3. There are no content additions, deletions or changes to a committee's report by the editor without discussion and agreement with the committee first.
4. The final draft of the QSR is made available for review by all Board members, and must be reviewed by at least two members.
5. No content changes will be made after final approval by the Board. Punctuation, grammar and spelling corrections may be made when needed without approval.
6. The QSR board liaison will send out a reminder email no later than the last day of the quarter (March 31, June 30, Sept 30, and Dec 31).
7. Publish dates: QSR editor will strive to send the report out within 15 days of receiving all submissions; thus,

FSM

The Fellowship Service Manual of Co-Dependents Anonymous Part 5 Approved 2022
CoDA Fellowship Service Manual Part 5 Page 17 Last Revision: 2023-05-06

Section 05 Quarterly Service Report Guidelines

- The QSR board liaison will send out a reminder email no later than the last day of the quarter (March 31, June 30, Sept 30, Dec 31). The report is due by the 15th of the following month.
- All QSR submissions are made through the appropriate board liaison, i.e.: The Finance Committee report is submitted through the Finance Committee Board liaison. The QSR liaison is also copied on all submissions to ensure receipt in case the committee liaison is unavailable at the time.
- All submissions to the QSR editor are made through the QSR Board liaison.

- There are no additions, deletions or content changes to a committee's report by the editor without discussion and agreement with the committee first.
- The final draft of the QSR is made available for review by all Board members, and must be reviewed by at least two members.
- No content changes will be made after final approval by the Board. Punctuation, grammar, and spelling corrections may be made when needed without approval.
- No changes may be made to a committee's QSR submission without discussion with the committee.
- No content changes may be made without mutual agreement unless there is a legal issue involved.

Round Robin Discussion

- Should we just be asking for QSR's from Committees and Board, or should we continue to receive from FSW
- Should we add to Board's P&P to receive from FSW as well?
- Not all FSW have been completing. Jeanie-ERR's, Carlos?

Discussion thoughts:

Makes sense if engaging in work that needs to be documented to a QSR. We are paying them to do QSR. Good idea to have FSW do it. Don't believe ICs have ever done a QSR. ICs have a contract and should follow what is required in the contract. Do need to have a way to document what needs to be documented. Good to have everyone do one, as part of Board oversight.

- Should we be asking to receive from all Independent Contractors (IC), Bookkeeper, Translators?

Should FSW and/or IC do QSR?

IC ex: Attorney, Website Host, CPA (not members of the fellowship)

GC that FSW will do QSR and IC don't have to. Will add to Board P&P. Board will discuss a motion to add to FSM. Note, if do make a motion, need to make sure to distinguish between FSW and non FSW IC

- Would it be beneficial to provide a template? to Help committees with QSR?

Discussion thoughts:

Provide Temp good idea. Help committees and what goes in, No template, leave up to committees. Come up with guidelines, but leave flexible for committee

GC to create a template for QSR

ACTION: Katherine work on template

Communications requesting another MS365 account for Info@coda.org so committee members can go into that account and answer all emails from that account and have everything saved in that account.

The Comm Chair currently has an MS365 license. Comm would like a separate for info@coda.org to allow people who respond to use the MS account not a separate Gmail account. All info for info@coda.org would be in the separate MS account not Gmail or Comm MS365 account

MOTION: Provide MS365 account for Communication, info@coda.org
Motion: Katherine; 2nd: Steve, Vote: Yes: 6 No: 0 Abstain: 0 Unanimous

ACTION: Katerine to get account

Communications would like a Constant Contact account

- Currently the Board has an account, and SPO has an account.
- We have asked our Admin to investigate how our account works....Can we add to the existing Board account or do we need to purchase new accounts?
- If we are providing to Communications and SPO should be providing for all committees?

Discussion thoughts:

SPO has for Spanish contacts and been successful. Communication asking as Board task to come up with a plan for newsletters and emails. Have heard Constant Contact can be a problem with spam. All committees are equal and can have an account if needed. Need to look at MS365 for items that we are paying for. Need something to complete the Board task. The urgency for the need is up to the Board. Comm just finding best way to meet Board task. If use Sway (MS365), the FSW doing MS training could possibly train Comm to use.

ACTION: Katherine, MSC, FSW, and Gail (if wish) will research Sway.

Revisit next month after research

Healthy Meetings Task Force

Byrle scripted email to send to Chairs Forum to see who wants to join. Send out email to get on the Chairs Forum agenda.

ACTION: Byrle to send to codachairs@coda.org

Questions from observers?

If doing QSR for committees, have one for FSWs as well. Good to have different info want to include. Having observers is much appreciated.

Next Board Meeting Saturday November 4 @ 9am

End 12:58 Eastern

Submitted by: Kevin M, Board Secretary