

**Co-Dependents Anonymous, Inc.**

 **Board of Trustees Minutes**
**February 6, 2021**

The Board of Trustees held a public meeting on Saturday, February 6th by videoconference. Members in attendance included: Nancy O./Canada, Gail S./Nevada, Barbara D/NorCal, Faith J./Canada, Joe/Guatemala, Matt T./Texas, Don B./SoCal. Yaniv/Israel, Michael WCC.

**CONSENT AGENDA**

***Motion 1***  - To approve Version 5 of the Board QSR4 2020.

***Motion 2 –*** To approve the combined Board QSR4 2020.

***Motion 3 –*** To approve Revision 3 of the January 9, 2021 Board Meeting minutes.

***Motion 4*** – To approve the CoDA QSR Q4 2020.

***Motion 5*** – Move that the Board authorize the Finance Committee to apply $12,182 of the 2020 surplus to the existing budget so there is a balanced budget.

***Motion 6 -*** To create a new Google Cloud Maps API account with assistance from the website consultant and to get the website developer to restrict the usage of dynamic Google Maps on the website.  Also, to restrict the number of dynamic Google Maps on our current Google Cloud Maps API until the new account is created.  To authorize up to 1 hours work @$70/hour to make these changes.

**Treasurer’s report/Financials**

JP Morgan Chase Checking: $ 245,339.91

JP Morgan Chase Savings: $ 120,358.86

National Bank of Arizona: $ 100,653.62

Total Assets: $ 466,362.39

**Motion:** To Accept Consent Agenda – Moved: Barbara, Seconded: Gail, Passed Unanimously.

**OLD BUSINESS:**

**Website:**

* **Phase II Update –** We are nearing completion of the updates to the meeting search filters, and currently waiting to hear back from the website developer regarding costs to add a print button to the bottom of the meeting lists, and/or an extra button to allow people to extract meeting lists to a spreadsheet.
* **Possible New Banner for Meeting Searches –** Nancy to ask the webmaster to create a new page on the website where we can post a Meeting Search help guide to assist people with doing Meeting Searches. We will then add a new sliding banner to the Home Page pointing people to the new help guide that will hopefully reduce the flow of mails regarding meeting searches. Michael mentioned a concern that most of the website changes are for English, and asked if changes could be considered for international members. The topic of directing people to use the translate feature on Chrome to translate the entire website was discussed and how to inform and educate the Fellowship on this. An email announcement could be sent out and it could be added to the Frequently asked questions (FAQs). It was noted that the speed of the sliding banner had been reduced and working better. However, some users have noticed the bottom of the banner is cut off. Nancy is working with the website consultant to find out why this is happening for some users. **Action**: Gail is to ask Geff to send an announcement advising the Fellowship on how to translate the website.
* **Location of Previous Years Committee Minutes** - A decision was made to move all of the standing committee minutes of meeting from the coda.org website to the codependents.org website and to provide just the link to these minutes on the coda.org website. **Action**: Gail is to ask Geff to create the pages required to move all of the past and current standing committee minutes of meeting to the codependents.org website. Once completed, steps can be taken to make changes to the coda.org website.
* **Associated Management Company (AMC) Transition Update**
* **Financial – Move to EXECUTIVE Session**
* **Online Accounts –** Barbara is working on making the changes to the PayPal account but will need a copy of these minutes requesting that Conni Ingalinna of SOS Solutions be removed from our account and that Barbara Delantoni be added to the account, and requested that the minutes be completed as soon as possible for this purpose.
	+ **Motion:** To remove Conni I from our PayPal account and to add the Treasurer, Barbara D. Moved: Don, Seconded: Nancy; Unanimous
* **Google Cloud Maps API** – Nancy advised that we are working to correct a mistake made with the setup of Google Maps API as a regular account rather than a nonprofit and automated charges being made that were just recently discovered by the new treasurer. Once corrected we hope to receive a credit for the charges. Michael noted that it would be important to document lessons learned going forward.
* **CoDA Historical Storage** – Joan is still looking for a facility to store our documents and hopefully, a location will be secured by next week.
* **TMC Physical Documents –** These documents have been successfully delivered to our attorney, Mr. John Gilbert.
* **Alternate AMC Companies** – **Move to EXECUTIVE Session**

**Email to the Fellowship re 2020 Income Update –** Don advised that he does not have the information to create the email. **Action**: Barbara will work with Rob of Finance to create an email to the Fellowship with a focus on congratulations. The email will be run by the Board before it is sent out. Also, the Board and Finance could work on a Motion for 2021 on how to best use the surplus.

**CoDA Seal Email Announcement Update –** An email announcement regarding inappropriate use of the CoDA Seal and other Copyright Trademarks is being worked on by the legal liaison.

**CoDA Meeting FAQs Update –** Don will ask Joan for her input on the updated Meeting FAQs that Literature worked on.

**NEW BUSINESS:**

* **2020 Budget Surplus –**There were numerous ideas provided by trusted servants on how to best use the 2020 budget surplus created by the reduction in expenses, due mostly to reduced travel costs in 2020 as a result of Covid. Michael suggested investing in an organizational drawing program to map out our organization and processes. The decision was made to move the discussion on this topic to Workgroup or Executive session.
* **CoDA 2021 Year of Service –** The 2020 CoDA Service Conference decided that 2021 is to be the CoDA Year of Service. An Email announcement was sent out in January 2021 to inform the Fellowship and it will be repeated on a quarterly basis. In addition, a Fellowship Forum is being scheduled for February on this topic. The Board feels that any further direction on how groups decide to approach the Year of Service would be overreach. **Next Workgroup Meeting -** February 20, 2021 at 7:00 am Pacific

**Executive Session**

* **CSC 2021 Dates** – As requested by the Events Committee, the Board discussed moving the planned July 2021 Ottawa CoDA Service Conference (CSC) to October 2021.
	+ **Motion** – To advise Events that the currently signed contract for the dates July 22, 2021-August 2, 2021 CSC is to be retained, and to prepare for a virtual CSC in the event that the borders are closed and that a face to face conference in July 2021 would not be possible. Moved: Don; Seconded: Nancy; Unanimous
* **Association Management Company (AMC Contract) -** The Board has reviewed 3 submissions for potential new AMCs to help with CoDA Administrative Services. Our preferred company, Meetings & Concierge Source (MCS) has submitted a contract the Board is willing to approve.
	+ **Motion** – To accept the contract with Meetings & Concierge Source (MCS) an Association Management Company. Moved: Barbara; Seconded: Don; Unanimous.
* **Action** - Gail is to prepare the contract for signature with an effective date being the date of signature. Barbara is to set up a meeting with the MCS Account Executive for her and Nancy to attend to get things started.
* **Financial Services Discussions** – SOS Solutions announced that they will no longer provide Financial Services to CoDA, Inc. effective February 28, 2021. Marie who has been providing this service to CoDA, Inc. As an employee of SOS Solutions has agreed to continue providing Financial Services to CoDA, Inc. as an Independent Contractor starting March 1, 2021.
	+ **Motion** – Move that once we have a signed contract with MCS, a contract will be sent to Marie to become the CoDA, Inc. Bookkeeper as an Independent Contractor effective March 1, 2021. Moved – Barbara; Seconded – Nancy; Abstain – Don; Passed by 2/3 majority

**Next Workgroup Meeting:** February 20, 2021 at 7:00 **am Next Public Board Meeting –** March 6, 2021 at 8:00 am Pacific