

**Co-Dependents Anonymous, Inc.**

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

The Board of Trustees held a public meeting on Saturday, March 6th by videoconference. Members in attendance included: Nancy O./Canada, Gail S./Nevada, Barbara D/NorCal, Faith J./Canada, Joe/Guatemala, Matt T./Texas, Yaniv/Israel, Chairs Forum Representative, Pam - CoNNections. Absent: Don B./SoCal

**CONSENT AGENDA**

***Motion 1*** - To accept Rev. 4 of the Feb. 6, 2021 Board Minutes. Moved: Nancy Seconded: Faith, Unanimous

***Motion 2 –*** To authorize $5,116.66 in Google Maps API website service charges for the period Feb. 18, 2020 - Feb. 19, 2021 for the account set up by SOS Solutions for this service on the behalf of CoDA Inc. Also, to authorize the switchover to the recently approved non-profit CoDA Google Maps account that provides CoDA with $450 total credits per month for this service effective Feb. 20, 2021.  **Note**: Google Maps is a service that provides the Fellowship with access to Google Maps while using the Meeting Search features on the new Coda.org website.   Moved: Nancy, Second: Barbara. Majority (Yes: 7, Abstention: 1)

**Treasurer’s report/Financials**

JP Morgan Chase Checking: $ 256,687.36

JP Morgan Chase Savings: $ 120,362.53

National Bank of Arizona: $ 100,657.48

Total Assets: $ 477,707.37

**Motion:** To accept the Consent Agenda – Moved: Barbara, Seconded: Faith, Passed Unanimously.

**OLD BUSINESS:**

**Website:**

* **Phase II Update –** Nancy gave an update indicating that we are nearing completion of this Phase.
* **Google Maps API – Move Executive Session**
* **Website Hosting – Move to Executive Session**
* **Google Translate Widget - Move to Executive Session**
* **Standing Committee Minutes Meeting Website Process –** Majority willing to keep things the way they are currently set up, i.e. standing committees are to continue forwarding their Committee Minutes to the Web Liaison (webliaison@coda.org) for posting on the codependents.org website.
* **Historical Documents from Past Service Structure Committee Chair –** There was discussion regarding where to store historical documents received from a past Committee Chair. It was agreed that they should be stored on codependents.org as well as the CoDA Board Dropbox. Gail to provide instruction to Geff on how to proceed.

**Associated Management Company (AMC) Transition Update**

* **Financial –** Barbara advised that financial bank account changes making Gail S backup on CoDA Bank Accounts are nearing completion.
* **Document Signing Software**
	+ **Motion**: To purchase Dochub at cost of $59.88/yr to be used for esignatures, Moved: Nancy; Seconded: Barbara; Unanimous
* **CoDA Historical Storage –** Update – Storage facility - $65/Month
	+ **Motion:**The Board authorizes the treasurer to sign up for the storage facility called Dollar Self Storage at a cost of $65/month. Moved: Barbara; Seconded: Nancy; Unanimous
* **AMC Account Manager Training –** Nancy gave an update on how training of the new account manager, Connie of MCS was proceeding. It was decided that Gail would draft an email announcement to the fellowship re the new AMC and Bookkeeper.

**CoDA Seal/Trademark Email Announcement Update – Legal –** Gail advised that she is working on a new page for the website that she can refer people to when responding to legal matters relating to CODA Seal/Trademark infringements. She will send her draft to the board to review.

**Fellowship Forum Update – Gail – Gail advised that** Communications has agreed to take on responsibility for the Fellowship Forum beginning in May 2021

**NEW BUSINESS:**

**Events Winter Retreat Zoom Needs and Spanish Outreach (SPO) Needs for Conferences –** Barbara Dasked the Boardto provide Events and SPO with the ability to increase their Zoom participants level without the need to request Board approval for each Event that they host. She also advised that Events would like to test out new interpretation earbuds for use at future Events. The following two motions were approved;

* **Motion**: Board to have a policy that Events and SPO can increase their Zoom capacity, as needed, for the purpose of a conference or convention for one month at a cost not to exceed $100/month. Moved: Barbara; Seconded: Nancy; Unanimous
* **Motion**: Move that board approve 2 sets of Interpretation earbuds for Events to practice with to see if they will meet our needs, not to exceed $200/set. Warranty unknown. Motion WITHDRAWN at this time to give time for Events to discuss at their next meeting.

**2021 CoDA Service Conference (CSC)**

* **CSC Prep and Events –** Gail (CSC Prep) advised that work with the CSC Prep team has commenced and that they hope to communication with the Fellowship regarding 2021 CSC dates in the near future. Barbara (Events) advised that the Events team is currently focused on the upcoming Virtual Winter Retreat scheduled for March 27, 2021, and that they will turn their focus to the 2021 CSC following the retreat.
* **Workgroup Meeting to work on 2021 Motions –** Nancy O reminded everyone that the 2021 CoDA Service Conference is fast approaching and that Board Motions will need to be submitted sometime mid-May 2021. The Board decided to begin working on Board 2021 Motions at our next Workgroup meeting of March 20, 2020

**Next Quarterly Report Due April 15, 2021 –** Faith has agreed to begin working on the next Board Quarterly Report (Jan.1, 2021-March 31, 2021) and to share her work with the Board as soon as her draft is ready.

**IMC Request for Additional Spanish Speaking Member –** Matt (IMC) requested the Board approve the following Motion:

* **Motion:** To approve IMC current request to add one Spanish speaking translator temporary member to IMC for a specific Spanish case, per FSM wording. Motion: Matt; Seconded: Barbara; Unanimous

Note: Fellowship Service Manual (FSM), Part 5, Page 12: In between CSC, if it becomes necessary to increase IMC members due to resignations, leave of absence, death or any other reason deemed necessary by IMC, IMC will present vetted nominee(s) to the board for approval of additional IMC members through the board motion process.

**Executive Session**

**Website Hosting** – The Board met with the Website Consultant to discuss his recommendations for a new website host. This was necessary because the current website advised the Board that they would need to increase monthly costs from $60/month to $400/month to meet our increased needs. Several options were discussed and the following decision was made.

* **Motion**: To move to the new website host provider InMotion as soon as feasible at a cost of $599.88/year. Also, authorize Intersection Online to assist with the migration at a cost not to exceed their quote of Feb. 20, 2021 (i.e. $550-$740, plus an hourly rate of $70/h after that as needed to tune and stabilize the site.) Moved: Nancy; Seconded: Yaniv, Unanimous

**Google Maps API** – The Board met with the Website Consultant to discuss and gain permission to make adjustments to our Google Maps meeting search settings to test various options to reduce costs associated with this service. The Board gave its support for the website developers to work with website developer and website liaison to make consecutive changes to the Google Maps API features to identify where the costs are coming from. Nancy to advise by WhatsApp when these changes are taking place.

**Google Translate Widget** – The Board gave permission to the web liaison to apply for the Google Translate widget nonprofit for use on our website to determine if we qualify. We will decide whether to move forward after the website hosting has been moved over.

**Twelve Tradition Emails** from Email List Co-Ordinator- There was discussion regarding wording used in recent Twelve Traditions Emails. Gail is to advise the Email List Co-Ordinator of make the required changes to future emails.

**Delta Hotel Ottawa Contract –** The Board was advised that due to the pandemic, the Delta Hotel Ottawa was willing to waive any penalty fees if the decision is made to cancel the Ottawa 2021 CoDA Service Conference in July 2021. However, as stipulated in the contract the deposit of ($6580.50 CAD/$5200 USD was not refundable. The Board decided as follows:

* **Motion**: To cancel the current contract with the Ottawa Delta Hotel for the 2021 Conference and to forfeit the previously paid 2020 deposit of $5200.00 US. Note: The Hotel would not move it to a subsequent year and they are waiving any cancellation penalties. As a result, the 2021 CSC will be held virtually. Moved: Nancy, Seconded: Barbara; Unanimous.

**Coloring Books** – There was general discussion regarding the need to get assistance from our attorney to contact an outside party inappropriately using the Co-Dependents Anonymous trademarks on Coloring Books being sold online. The Board agreed to ask our attorney to proceed with this work on our behalf.

**Legal Letter Templates** – The Board discussed the need for a set of letter templates that the legal liaison can use when responding to CoDA Seal/Trademark infringements. Nancy will work with Gail to prepare an email to send the attorney requesting a quote for him to create a standard set of letter templates the legal liaisons can use when needed and for possible placement in the Board P&P.

**Next Public Board Meeting –** April 3, 2021 at 8:00 am Pacific **Next Workgroup Meeting** - March 20, 2021 at 7 am Pacific