

**CoDA Board of Trustees Public Meeting**

**Minutes**
**October 3, 2020**

The Board of Trustees held a public meeting on Saturday, October 3rd by teleconference. Members in attendance included: Nancy O./Canada, Gail S./Nevada, Yaniv S./Israel, Barbara D/NorCal, Faith J./Canada, Joe/Guatemala, Matt T./Texas, Don B./SoCal
Guests: Marily B/NorCal, Pilar G – SPO, Hamid M; Staff: Anna

**CONSENT AGENDA**

***Motion 1*** - Move to accept the attached 2020 CSC Motion Summary.

***Motion 2*** - Move that the Co-Dependents Anonymous Board of Trustees not implement CSC 2020 Motions 20030 and 20031 (Ad Hoc Committee motions 4 and 5).  This Motion is based upon legal advice regarding these two motions, and within the authority granted to the Board under the Co-Dependents Anonymous Articles of Incorporation and Bylaws as stated: “CoDA Bylaws, Revision 2019, Page 9, Section 4: If it (a CSC Motion) passes by a two-thirds (2/3) vote of the total number of Voting Members present, it is binding upon the Trustees, except to the extent the implementation of such a motion would cause the Trustees to be in violation of the Board of Trustees’ legal responsibilities to the Corporation and its members or would put the fiscal integrity of the Corporation at risk. A simple majority is not binding on the Board of Trustees, although they may agree to be bound by the vote.”

***Motion 3*** - Move to hire Nadia as FSW in charge of Spanish emails to be hired under same/similar contract as current FSW’s and paid at the same rate.

***Motion 4*** - Move to replace the current **CoDA Service Conference (CSC) Preparation and Responsibilities Sec. 2.9**of the Board P&P with the attached new Sec 2.9 of the Board P&P. ***Intent***: To add a new section **2.9.4 Post CoDA Service Conference**that is website related and to make some wording changes to the current sections 2.9.1, 2.9.2 and 2.9.3.

***Motion 5*** - Board P&P Motion - Regarding Section 3.4 of the Board P&P, correct the Cross Reference FSM to Part 4, Section 5 rather than Section 7, and change the wording of Section 3.4 Item #6 of the Board P&P to the following.

6. Liaisons bring any committee concerns to the Board before or at each scheduled Board meeting.

**Treasurer’s report/Financials**

JP Morgan Chase Checking: $ 210,370.59

JP Morgan Chase Savings: $ 120,342.98

National Bank of Arizona: $ 100,633.68

Total Assets: $ 431,347.25

***Barbara made a motion to accept the Consent Agenda. Don seconded. Approved.***

**OLD BUSINESS:**

Website Prototype Testing Update – Sept. 24 email with recommendations

Recommendations were made by the Web Liaison Committee to go live with the new meeting search solution prototypes recently provided by the website developers. The rationale was that this was a better method to test the prototypes as the users are better able to identify problems and provide feedback. The board agreed with the recommendation with a 3-month test period. Nancy is to send an email to the website developers following this meeting to get agreement with the plan. In addition, the Web Liaison Committee which includes the Meetings Fellowship Service Worker, will meet every couple of weeks to review and consolidate Fellowship feedback to provide to the website developer on a bi-weekly basis.

Committee Liaison Update

The board is still waiting on a few more committees to approve their liaison assignments before the Liaison assignments chart can be uploaded to the website..

Spanish Outreach Fellowship Service Worker Update and 7th Tradition Donations

Matt is still working on generating a contract for the Spanish Outreach Fellowship Service Worker.

There are outstanding funds in the 7th Tradition Donations from Spanish literature sales that the Spanish Outreach Committee (SPO) would like to earmark for specific SPO needs. The board agreed it did not want to set a precedent by approving this request and felt that SPO needs can be provided for from their approved budget rather than from 7th Tradition donations. If their budget is insufficient to meet any specific need, a request could be made to the board at that time.

***Nancy motioned that the 7th Tradition Donations from Spanish literature sales get put into the general fund. Seconded. Unanimous vote.***

7th Tradition Donations – Quick Respond (QR) Code – Tabled to a future meeting

**NEW BUSINESS:**

2020 Fellowship Service Manual (FSM) Updates

In the first version of the 2020 Fellowship Service Manual (FSM) that was forwarded for review by the Service Structure Committee (SSC), there was some missing elements from approved 2020 Conference Motions, including one of the board motions and a correction in wording. In addition, a Board Policy and Procedure update needs to be made in the FSM. Nancy will advise SSC of the needed changes.

Revised ByLaws (Post CSC)

The staff from the management company has provided an update to the CoDA Bylaws based on the motions passed at the 2020 CSC. However, before approving the changes to the ByLaws, the board wants to obtain a legal opinion on the correct wording for use of the CoDA name in the ByLaws in relation to the Service Structure Motion 20026. Nancy will request a legal opinion on this matter right away.

Spanish Convention Project

SPO requested that audio and visual recordings from their recent convention be posted on the Codependents.org website. The board agrees with this request. Gail will reach out to the Email Coordinator and ask him to make arrangements to post the recordings on the Codependents.org website and if needed, to obtain assistance from the coda.org webmaster to get this done.

Zoom Account – dudas@coda.org

When Linda A. was on the board, she had access to the dudas@coda.org Zoom account for the Spanish Fellowship Forum. When the committee started leading the forum, they began using their own Zoom account and as a result, the dudas@coda.org is no longer needed. The board has therefore advised staff to deactivate this account.

3rd Quarter QSR due October 15

Gail created a Dropbox folder for the Board Quarterly Service Report. Nancy and staff will work together to get that folder shared with the board.

**Next Public Board Meeting –** November 7, 2020  **Next Workgroup Meeting** - October 17, 2020