

**MINUTES FOR
IMAGINE ADOPTION PROPOSED BOARD OF DIRECTORS
Location: Waterloo (Libro Financial Group)
Tuesday, October 6, 2009**

Present: Kelly Cussons, Rob Eagleson, Scott Farrell, Samuel Getachew, Christine Starr, Lianne Armstrong

Regrets: Martha Maslen

Guests: Susan Taves

1. Call to Order

- The meeting was called to order at 7:10 p.m.

2. Approval of Minutes

- Motion to approve Minutes as amended from September 29, 2009
- Approved

3. Board Appointments

- Governance committee will be struck to review by-laws and make recommendations on amendments, including number of officers.
- Discussed replacement of John Hamilton as director as he has regrettably advised that he can not proceed due to health concerns. Discussion was adjourned to allow directors to consider the needs of the board.
- Directors accepted nominations of Rob Eagleson as President, Scott Farrell as Treasurer and Kelly Cussons as Secretary.

4. Banking Approval

- Rob Eagleson has opened the necessary Canadian and U.S. accounts at Libro Financial
- The accounts will be handled by a Libro manager other than Rob Eagleson
- Libro has a service to permit the board to wire funds to Ethiopia in Canadian funds, U.S. funds or Birr
- It was agreed that the board will not apply for a corporate credit card. This issue will be reassessed, if necessary
- It was agreed that the staff will not have access to petty cash. This issue will be reassessed, if necessary
- Two signatures will be required for all cheques. Rob Eagleson, Scott Farrell, Kelly Cussons and Lianne Armstrong will have signing authority.

5. Insurance Update

- Confirmation received that the Board of Directors has errors and omissions insurance
- Rob Eagleson has obtained general liability insurance for the corporation.

6. Office Update

- Christine Starr has met with the computer technician and determined the needs of the office
- The phone line has been requested with three separate lines and an independent fax
- The costs for the phone lines and internet is \$365 per month
- A security company has been retained at a cost of \$20 per month

7. Staff Update

- Melissa Burke will be working 15 hours per week
- Val Goodyear and Jo Ann Barber will both be working 35 per week
- The bookkeeper will be providing weekly services
- Mike Evans, a chartered accountant, will be providing accounting services as deemed necessary
- It was agreed that we would continue to retain the corporation's auditor; Tim Sullivan of Graham Mathews
- Rob Eagleson and Scott Farrell will arrange a conference call with the bookkeeper and accountant to discuss division of labour

8. Ministry Update

- Martha Maslen has confirmed that she is on track for filing the licensing application by the end of the week

9. Organizational Name

- Discussed requirement that the name "Imagine Adoption" be used as there is a Court Order prohibiting the corporation from using the name "Kids-Link".

10. BDO Funds vs. Renewals Fees

- First renewal payment will be held in trust until November 30, 2009.
- BDO funds will be used for the operation of the company until November 30, 2009.

11. Ethiopia Review

- Waiting on confirmation from Ted Giesbrecht that orphanages in Ethiopia have accepted the payments from Imagine Adoption.
- Ethiopian staff have been directed to complete the files of children who are matched to families.

12. Travel Plans to Ethiopia

- Travel expenses proposal was presented by Rob Eagleson and accepted by board
- Ted Giesbrecht, Val Goodyear and Christine Starr will travel to Ethiopia in early November 2009
- Will require confirmation of fees from Mr. Giesbrecht prior to travel
- Christine Starr will prepare agenda for trip, in consultation with Mr. Giesbrecht

13. Other Countries

- Waiting on report from Ted Giesbrecht regarding viability of Ghana program
- Staff has been directed to undergo high level review of viability of other programs

14. Communication Strategy

- Volunteer will be sought to assist the board with communications
- The volunteer will be required to sign confidentiality agreement

15. Ontario Government

- Board agreed that it is not the appropriate body to be requesting funding from the Ministry of Children and Youth Services. The families are the appropriate group to pursue this funding request.
- Christine Starr attended the annual business meeting for private adoption practitioners. Ministry was very positive in discussions surrounding restructuring of Imagine Adoption.

16. Other Business

- Samuel Getachew requested the Board send a thank you gift to Yamana Gold. Options are being considered.

17. Adjournment

Meeting adjourned at 9:10 p.m.