

Minutes for Imagine Adoption Board of Directors
Location: Conference Call
Thursday January 7, 2010

On Call: Kelly Cussons, Lianne Armstrong, Rob Eagleson, Christine Starr, Martha Maslen, Scott Farrell, Sharon Sell

Regrets: None

1. OPENING ITEMS:

a) Call to Order

Meeting was called to order at 8:01pm

b) Opening Announcement

Sharon Sell is on the conference call.

c) Completion & Adoption Of Agenda

Items to be added to the Agenda:

- Outstanding NGO items required for Ethiopia.
- Fundraising Event
- Sharon – Executive Director Update

d) Minutes Of Last Regular Meeting

Motion to approve minutes from December 15, 2009. Approved.

2. APPROVAL ITEMS:

a) Lawsuit Documentation and Approval of Payment

The Ethiopian courts ruled in favour of the employees with terminated contracts.

Rob has spoken with Bersisa, Ted Giesbrecht, and in consultation with our lawyer in Ethiopia, has recommended that we pay the amount ordered by the court.

It will be approximately \$10,000 US to settle this case. This amount covers all possible claims.

Motion to Approve payment of the settlement. Approved.

Rob will arrange payment.

3. DISCUSSION ITEMS:

a) Executive Director Update

Rob introduced Sharon Sell, the new Executive Director.

Sharon is settling in well, getting used to procedures and operations. Sharon has contacted the staff in Ethiopia to introduce herself and will continue to build those relationships.

There were 4 referrals given out before Christmas.

There were 6 referrals given out this week.

There are several other children matched with families, but we are waiting on paperwork from Ethiopia.

The agency is still waiting for a travel visa for the first families that have passed court.

b) Transition House Document

The report on the Transition House is due to BDO by March 2010.

The decision process will be to discuss tonight and look at all supporting documents. Sharon has provided the Board with a researched document on the Transition House.

All pros and cons were discussed based on all information brought forward from several parties including Sharon and the staff, the Board, staff in Ethiopia and other general information.

Please refer to Board memos and documents.

It was noted that CAFAC does operate a Transition House.

The urgency of this issue is due to the fact that the current facility does not suit our needs.

Further research needs to be done as soon as possible. Sharon will engage the staff in Ethiopia, and in Ontario, in creating a list of requirements needed for a new facility.

The Board needs to understand how many children we need to sustain a Transition House.

Sharon will bring a proposal forward to the Board in the near future for discussion.

The Board supports continuing to operate a Transition House.

The expected timeframe for occupancy would be March or April 2010.

c) Board Documents

Rob requested that all information he requested be returned to him quickly so we can assess Board weaknesses.

Then a search will start for 2 to 3 new Board Members that have the skills the Board requires.

The Ministry has clarified that the Board is not to contain any further 'parents in waiting'.

There will be an open call for prospective Board members that meet the criteria.

Members of the Advisory Panel will also be included and approached to join the Board.

Lianne is still waiting to hear from the corporate lawyer re Board resolutions.

d) NGO Items

There are 2 additional documents required by the Minister of Justice for the re-registration file.

One is a 2010 operational plan from Imagine Head Office.

Bersisa has drafted a version of this document. Rob will follow up and work through this.

The second is a letter outlining the areas of operations in Ethiopia. Martha Moges has drafted one. Sharon will work with her and complete this document.

These documents are to be submitted by the end of January to the Minister of Justice in Ethiopia. The documents will need to be authenticated at the embassy before being sent. Sharon will facilitate this.

e) Fundraising Event

The Board is working on a Celebration event for sometime in March. Details to follow.

f) REGULAR REPORTS & ROUTINE ITEMS:

- a) Sharon and Rob will work on a structure for a biweekly update from the office to present to the Board.

5. MEETING CLOSE:

a) Final Comments

Scott has a contact in a Marketing firm that has offered Imagine Adoption Agency up to \$50,000 in free advertising services.

Kelly will engage some creative services and start looking at a logo.

b) Next Full Board Meeting

Next meeting is a conference call on Monday January 18, 2009 at 8pm.

c) Adjournment

Meeting was adjourned at 9:18pm.