



CANFRO

Minutes of Board Meeting June 4th, 2012, 4:30 PM

Present by Skype: Virginia Bartley, Penelope Hopkins, John Rollins,
Alvin Starkman, Duane Webster, Lynda Wilde

Regrets: Patricia Simmons

1. Approval of Agenda

Penny and John noted that there would be no Treasurer's Report at this meeting. The agenda did include mention of one.

Motion by John (Duane) to approve the agenda as circulated.

Motion carried

2. Approval of Minutes for February 13th, 2012

Motion by Virginia (Alvin) to approve the minutes as circulated.

Motion carried

3. Business Arising from the Minutes of February 13th, 2012

Penny suggested that we develop a common project report template. This document would provide similar information of each project's history, ongoing work and fundraising and any issues needing Board attention. It would be completed year-by-year and project-by-project, and be used to share information to the Board and to CRA.

Action Item: A common project report template will be designed and approved. Not assigned.

- (a) The Food Project (Penny)
- (b) The School Sponsorship Project (Penny)

Agency agreements for these projects have been prepared, executed and submitted to CRA. Approval of recommendations for use of funds and projects' budgets will be sought at the AGM.

- (c) The Book Project (Lynda)
- (d) The Tutor Project (Lynda)
- (e) The Advanced Education Project (Lynda)

No agency agreements are necessary. Administration of donated funds will be handled through Lynda with contacts at *Libros Para Pueblos* and *The Oaxaca Learning Centre*. Approval of recommendations for use of funds and projects' budgets will be sought at the AGM.

- (f) The Hearing Aid Project (Alvin)
- (g) The Women's Project (Alvin)

No agency agreements are necessary. Administration of donated funds will be handled through Alvin with contacts *CORAL* and *Casa de La Mujer*. Approval of recommendations for use of funds and projects' budgets will be sought at the AGM.

- (h) Website (Lynda)

Lynda reported that development is proceeding and that the website should be ready shortly. She asked for photos to enhance the website's effectiveness. She also noted that, although there will be basic "how to amend the website instructions" made available, someone with technical skills will be needed to properly maintain and update the website once it is up and running.

Action Item: Useful photos are needed. A person to maintain and update the website is needed. Not assigned.

- (i) Branding (Logo) (Alvin)

Alvin reported that he has been working with his contact on this and that, given delays, he would seek other help if acceptable alternatives were not provided forthwith.

- (j) Submission to CRA Charities Directorate (Penny)

Penny reported that she has been contacting this government agency regularly and that, despite her many inquiries, responsibility for the CANFRO file had not yet been assigned as of April 24th, 2012. She will continue to call to try to get the file moving.

4. Approval of Minutes for April 12th, 2012

Motion by Duane (John) to approve the minutes as circulated.

Motion carried

5. Business Arising from the Minutes of April 12th, 2012

(a) Board Governance

Presently, Bylaw No. 1 of CANFRO, under Article IV - Board of Directors, and Section 4: Board Members – Terms of Office – reads:

Board members shall serve two-year terms of office, but are eligible for re-election.

There was a brief discussion about the possibility of amending Bylaw No. 1 to “encourage” Board members who had served two terms to step down for a period of time, but feel welcome to stay active in CANFRO activities while not members of the Board.

Motion by Virginia (Lynda) to amend Bylaw No. 1 as noted.

Motion defeated

Action Item: By consensus, the matter of terms of office for Board members will be addressed again at the AGM.

John reported that he had priced Board liability insurance coverage. He learned that the prices for \$1,000,000 and \$2,000,000 coverage will be about \$1,000 and \$1,450, respectively. He noted that there are few options for coverage but that he is still investigating this matter. Penny noted that the board for Arthur Frederick Community Builders carried \$2,000,000 coverage.

Action Item: By consensus, the matter of Board liability insurance will be addressed again at the AGM.

There was a brief discussion about the development of a policies and procedures manual for Board members. Sandra Thomson mentioned that she had some policies and procedures templates to share. Virginia indicated that she would be willing to work on developing a manual for CANFRO. She and Penny will meet to get started on this.

Action Item: Virginia and Penny will start on the process of developing a CANFRO policies and procedures manual.

(b) Donor Relations

Penny reported on the two options previously discussed for website-based donations: PayPal and Canada Helps. A donation tab on the website can be linked to either. PayPal has the advantage of being better and more widely known, and having special rates for non-profit recipients of funds (1.3 %). Canada Helps, while having higher rates (3.9%), has the advantage of being a whole receipting/replying system that provides immediate feedback to the donor. It is possible to use both.

Penny highlighted the importance of transparency for donors: the website should make it clear how much of each donation goes to CANFRO administrative costs, to PayPal and/or Canada Helps, and how CANFRO is committed to handling funds pursuant to sound financial advice and according to accepted accounting practices.

Board members agreed that immediate response to donors is important. John reported that he is willing to issue receipts. Penny reported that she is willing, as President, to send thank-you notes - Board members agreed that project managers can and should do the same for donations specifically made to their projects. They also agreed that thank-you notes should be generally standard in form across all CANFRO projects.

Action Item: By consensus, the matters of website donations, financial transparency, receipts and thank-you letters will be addressed again at the AGM.

(c) Internal Systems

Penny reported that CANFRO can now receive cash donations.

John reported that he has set up a CANFRO account at the TD Bank in Belleville. There is money in the account but there has been no recent activity. The account is subject to a small monthly fee (\$1.95). Signing authority has been given to three Board members: John, Penny and Patricia. John and Alvin agreed to further discuss the best way to transfer money between Canada and Mexico, perhaps initially between two TD Bank accounts in Canada (CANFRO's and Alvin's). Alvin reported that he is poised to set up a "receiving" account in Oaxaca (in his own name). He believes he can avoid a fee if the account maintains a minimum balance.

Action Item: By consensus, the matter of internal systems will be addressed again at the AGM.

Penny reported that she has looked in to the Canadian Council for International Cooperation. It seems to be primarily focused upon advocacy in relation to human rights. It may not be a useful organization for CANFRO to look into at this time.

By consensus, the matter of looking further into the C.C.I.C. will be addressed again at the AGM.

(d) Oaxaca Community Partners

Board members again discussed that, while CANFRO can be seen to cooperate with Oaxaca community partners, it must comply with CRA requirements. It must demonstrate constant control of donated funds and not appear to simply be a conduit for them. Indeed, it was noted that identifying specific CANFRO projects might encourage donations.

(e) Fundraising

Board members generally discussed fundraising, and specifically the fact that the first year or so will likely involve seeking and receiving individual donations. After that, there are possibilities in sponsoring events (like skydiving) and applying to organizations. Penny reminded Board members about pursuing analyses of personality dimensions as a fundraising tool as well.

6. New Business

As noted, Penny reported that CANFRO can now receive cash donations. Of course, no receipts can be issued until CRA gives approval and assigns a charitable number. Board members discussed mentioning to donors and potential donors that receipts might be available for donations made in 2012 – this was deemed the “judicious solicitation” approach. Alvin and Lynda were uncomfortable with it.

Motion by Penny (John) that CANFRO begin to solicit donations once the internal systems are established, making no promises as to receipts for the 2012 taxation year.

Motion carried

Board members briefly discussed reimbursement to project managers of expenses related to their assigned projects. Members agreed possible reimbursement should be addressed in a CANFRO policies and procedures manual.

Action Item: By consensus, the matter reimbursement of project managers' expenses will be addressed again at the AGM.

7. Next Meeting

Board members discussed dates for the next meeting and AGM. September 17th, 2012 was agreed upon, at 4:30 PM.

8. Adjournment

Motion by Duane (John) that the meeting be adjourned.

Motion carried