



**Minutes of Board Meeting
June 22, 2020**

Present: Virginia Bartley, Penny Hopkins, Jeff Richardson, Barbara Royce-Payne, Sandra Thomson, Duane Webster, Lynda Wide

1. Call to Order

The meeting, held on Zoom, was called to order at 7:00 pm.

2. Approval of Agenda

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

Motion carried

3. Approval of Minutes

Motion by Barb (Duane) to approve the minutes of the February 12, 2020, meeting, as circulated.

Motion carried

4. Business Arising from the Minutes

(a) CORAL Story

Sandy reported that the story about the therapist at CORAL has been completed and posted to the website.

(b) Facebook Story

Further to some of the discussions on the succession planning committee, a new volunteer, Wendy Robbins has agreed to prepare some success stories for the website as well as some stories about our CANFRO volunteers.

Action Item: Working with Wendy and the committee, Jeff will draft and send a general email describing our volunteers and requesting additional volunteer participation.

Action Item: Jeff will work with Kim to see that postings about volunteers are made to the website, as appropriate.

(c) Judi Schwartz Legacy Gift

Virginia reported that, pursuant to the amended Trustee Act of Ontario, a trustee is now permitted to invest trust property in any form of property in which a prudent investor might invest, and must exercise the care, skill, diligence, and judgment any prudent investor would exercise in making investments. As a result, the types of investments trustees can currently invest in are considerably broader than under the former rules.

Penny reported that the amount of slightly more than \$75,000 CAD from this legacy gift has now been invested in an interest-bearing credit union account. The remainder of the funds, once received, will be similarly invested.

(d) Donor Appreciation Event

Jeff noted that this item will be raised again for discussion and action once the pandemic is contained and travel and social meetings are again freely undertaken.

(e) CANFRO Credit Card

Penny reported that this card could be used for a CANFRO PayPal account.

Action Item: Penny will arrange for issue of a CANFRO credit card.

(f) School Stipends

Penny reported that, according to Dra. Marta at CEI, the process of obtaining the Mexican government-sponsored stipends for students was complicated. She is not sure if any CEI students have access to these funds. Lynda reported that, according to Jaasiel Quero at TOLC, the stipends are administered through individual high schools. It seems the stipends are not, broadly speaking, affecting students assisted through CANFRO, although it is certainly interesting that the government is trying to help.

(g) Donor Businesses

Jeff noted that all donors who wish to be acknowledged are thanked on the website. There are hot links to corporate donors as well. Alvin Starkman had suggested that the website might also include ads from corporate donors, but the communications committee did not see ads as appropriate at this time.

5. President's Report

Virginia did not provide a report for the meeting, save that there have been no problems with communications and other operations systems, and that CANFRO was working smoothly. As discussed at the February meeting, we are receiving inquiries from organizations that would like CANFRO to work with them. While this remains a positive development in terms of seeing CANFRO's enlarging profile, it is tricky and time-consuming to craft individual responses to such inquiries, and they are liable to increase over time. This might be something to address on the website.

Action Item: Virginia will craft a generic answer for use by board members as well as a possible inclusion for the website.

6. Treasurer's Report

Barb reported that financial systems are working well, necessary transfers are up-to-date, and each NGO's administration is working with project managers to keep the minimum required balance in the accounts for CANFRO's projects. The CORAL account might need attention in that regard. She also noted that, thanks to Jeff's special fundraising and matching appeal, there will be a significant donation to TOLC in the near future.

Action Item: Sandy will check into the matter of the CANFRO account with CORAL and address any issues outstanding.

7. Vice-President Finance's Report

Penny is still monitoring spreadsheets to observe and track incoming and outgoing funds. It appears that transfers to CORAL are not being effected and funds are returning, even after two attempts were made to effect them. Sandy noted that she had checked with Saúl Fuentes at CORAL, who said that no changes had been made to the account and could not offer an explanation for the returns of funds. Sandy then suggested that CORAL, indeed all CANFRO projects might consider registering with Transferwise. Transferwise could provide the services needed at a lower rate than banks.

Action Item: Sandy will check into the possibility of using Transferwise and report to the board.

Penny also reported on donations, advising the board that approximately half come through e-transfers and half through PayPal, although a few donors use Canada Helps and a few others use cash and cheques.

Action Item: Virginia will update existing policies and procedures to specifically note how CANFRO will address administrative fees

and expenses related to soliciting, receiving, accounting for and disbursing legacy gifts.

8. Project Managers' Reports

See attached.

Virginia noted that we should be pleased with how our Oaxacan partner agencies have adapted during the pandemic to provide for online and other distance learning opportunities.

In response to an inquiry from Sandy, Saúl at CORAL had asked about allocating some funds to provide counselling. Penny noted that unassigned funds received by CANFRO, up to the amount of \$1,000 CAD, can be allocated by Barb and Penny as needed. Additional commentary about disbursement of funds will be found under New Business, below.

9. Report from Communications Coordinator

Jeff noted that he has worked on a revised template for project managers' annual report/budget approval forms. It is a simple standard template that can be amended to suit individual project purposes. It, or some variation on it, will be submitted by project managers for the September annual meeting, and will henceforth be accessible through the website to be viewed by interested members of the public. Once again, Jeff thanked Kim Cable for all of her amazing supportive work.

10. Report from Succession Planning Committee

The committee, comprised of Jeff, Lynda and Sandy had its initial and, thus far, only meeting in March. The committee noted that we needed to gather information about the experience and skill sets of our current donors to make it easier to approach individuals who might be suitable volunteers. To this end, project managers could use the same Excel template Penny had developed regarding possible legacy donors.

Several people were identified as possible future volunteers and board members. The committee will continue to work on identifying new volunteers, including potential project managers and board members. Those present at the current meeting agreed that project managers are still best placed to identify possible successor managers for their own projects.

11. Report of Legacy Gift Committee

Prior to this board meeting, Lynda asked the committee to consider these two questions from Don Northey: 1. Regarding legacy giving for Canadians and LPP, can the legacy funds only be used for buying

books or can it be used for additional purposes e.g. developing resource units, training for Regional Coordinators etc? 2. What fee does CANFRO currently charge for processing a legacy gift based on a donation through a will?

The committee had a wide-ranging discussion about the limitations on disbursement of funds suggested by the current agency agreements. Jeff consulted with a lawyer with current experience in the charities sector and confirmed our general understanding that the CRA will not micromanage oversight of agency agreements, provided they are in compliance with our general corporate and project objects and provided that CANFRO always retains appropriate direction and control over its projects and resources. Committee members agreed that our agency agreements can and should be altered to allow for more flexibility in disbursement. This answered Don Northey's first question.

Moved Virginia (Duane) that project managers draft amended agency agreements for approval at the next annual meeting. These amended agreements should describe the uses of project funds in broad, non-limiting ways.

Motion carried

Action Item: Project managers will provide Virginia with draft amended agency agreements by the end of July.

Action Item: Virginia and Jeff will edit these as needed to ensure consistency and Virginia will circulate them for board members before the annual meeting.

The new agency agreements will be held in the corporate books maintained by Virginia as CANFRO secretary. They can be provided to the CRA if and as required.

Motion by Jeff (Penny) that gifts up to and including \$50,000 CAD be assessed the usual administrative fee of 5% and amounts in excess of \$50,000 be assessed a lower fee of 3%. Audit and other expenses that exceed the usual annual expenses, and that are incurred as a result of a gift, will also be paid from the gift itself.

Motion carried.

This answered Don Northey's second question.

Action Item: Virginia will communicate the board's decisions to Don Northey.

Motion by Barb (Sandy) to receive and accept the reports proffered at this meeting.

Motion carried

12. New Business

(a) General Literacy and Legacy Gifts

This was addressed in the report of the succession planning committee.

(b) Emergency Funds/Pandemic Strategy

Virginia reported that, according to the project managers, each of CANFRO's partner agencies has responded to the pandemic with unfolding plans of assistance to project beneficiaries. Websites have been updated, plans for distance learning have been created, food supplies are being distributed. See above, under project managers' reports.

Sandy noted that there are two times to raise money in the charitable sector ... when things are good and when things are bad.

Action Item: Project managers will, as appropriate, approach their donors to assess whether regular gifts can be anticipated additional gifts will be possible.

Action Item: Jeff will send a "soft call" email soliciting additional donations during the pandemic and encouraging legacy giving generally.

(c) Website Maintenance Fees

Kim has been doing significant work to update the website. Her fees have surpassed the amount initially allocated to pay her.

Motion by Jeff (Duane) to pay Km's account up to the end of the fiscal year.

Motion carried

The board will consider an appropriate amount to budget for Kim's work at its next meeting.

(d) Donations through Facebook

The matter of adding a "Donate Now" button to CANFRO's Facebook page will be addressed at the next meeting.

Action Item: Virginia will follow up on this matter with Jo-Anne Vandierendonck.

13. Next Meeting

The next meeting of the board will be a Zoom meeting on Monday September 21 at 7:00 pm.

14. Adjournment

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

Motion carried