

**WESTIE RESCUE MICHIGAN
A Not for Profit Corporation**

**FIRST ANNUAL BOARD MEETING
August 15, 2012**

Present:

Beth Widdows

Martha Sayles

Jean Story

Jackie Curtis

Margaret Murray

Carole Beaudry

Absent:

Christine Finkbeiner

Meeting was called to order at 7:52 p.m.

IT IS HEREBY RESOLVED by unanimous vote of the board of directors of Westie Rescue Michigan, a Michigan nonprofit corporation, that the By-Laws be approved and adopted effective immediately and until such time as the board of directors may revise or modify them in accordance with the provisions of the Articles of Incorporation and Bylaws.

RESOLVED: Motion made by Widdows for approval of board of directors as follows:

Beth Widdows – President

Jackie Curtis – Treasurer

Margaret Murray – Secretary

Jean Story – Director

Carole Beaudry – Director

Chris Finkbeiner – Director

Martha Sayles – Director

Motion seconded by Story. Motion carried unanimously.

IT IS HEREBY RESOLVED by unanimous vote of the Board of Directors of Westie Rescue Michigan, a Michigan Nonprofit Corporation, that Jacqueline A. Curtis is elected and appointed "Registered Agent" effective immediately and until such time as the Board of Directors may elect another individual in accordance with the provisions of the Bylaws of the corporation.

Jacqueline A. Curtis hereby consents to serve as Registered Agent in the State of Michigan for the following nonprofit corporation: Westie Rescue Michigan

IT IS HEREBY RESOLVED by unanimous vote of the Board of Directors of Westie Rescue of Michigan, a Michigan Nonprofit Corporation, that the Conflict of Interest Policy be approved and adopted effective immediately and until such time as the Board of Directors may revise or modify it in accordance with the provisions of the Articles of Incorporation and Bylaws.

RESOLVED: Motion made by Murray, that the Board Treasurer find an accounting representative, competent and legally able to set up and handle the annual reports and filings with any and all governmental agency to whom the corporation must report or file paperwork. Motion seconded by Widdows. Motion carried unanimously.

After request by Curtis that the board determine financial boundaries for such accounting representative, there was discussion concerning various firms and accountants that have been contacted about pricing.

RESOLVED: Motion made by Widdows that the Board Treasurer be authorized to hire, at her discretion, an accounting representative and that she is further authorized to spend what she deems reasonable and necessary to maintain and complete the accounting and books for the corporation. Motion seconded by Beaudry. Motion carried unanimously.

Martha Sayles indicated she would be leaving the state and the rescue program in the spring of 2013. Martha will speak personally with a couple of current rescue workers to see about getting someone to succeed her for the surrender coordinator. After discussion any board action for replacing her both on the board and finding a replacement for the duties she currently carries out, is tabled to a future meeting.

There was discussion about the new logo for the corporation stationary and website use. Beth Widdows will ask Marcia Reimer to add some new artwork or change some artwork and the board will revisit these changes. Any board action is tabled to a future meeting.

RESOLVED: Motion made by Widdows to form a committee to meet online to determine the guidelines under which a fundraising committee will work. This will include, but not be limited to organizing projects and organizing sales for events. Motion was seconded by Curtis. Motion carried unanimously.

RESOLVED: Motion made by Widdows to open a corporate bank account and fund it very minimally until the corporation is operating fully as a corporate entity with insurance. Motion seconded by Story. Motion carried unanimously.

RESOLVED: Motion made by Widdows that the account opened will continue with the current signors. Motion seconded by Story. Motion carried unanimously.

There was discussion regarding the necessity for a separate contract for the occasional transporter. It was decided to take no action but continue to meet online to discuss this question.

There was discussion regarding the ongoing search for a company to underwrite the liability insurance for the corporation and it's officers. It was decided Jackie Curtis would continue the investigation and report at the next Board meeting on her findings.

RESOLVED: Motion made by Murray to adjourn this meeting. Motion seconded by Sayles. Motion carried unanimously.

Meeting adjourned at 9:22 p.m.