

ICC Board of Directors Meeting

Date: February 4, 2021

Attendees: Ahmad Ehsandar, Moslem Noori, Mohsen Khaniki, Amir H. GhasemiNejad, Mehrnoush Ahmadi, Younes Zangiabadi and Kayhan Razavi, Saman TabasiNejad and Arezo Khadir

Meeting Agenda:

1. Updates from all committees and departments.
2. Matters requiring the board discussion and/or approval: ICC Forum, members list access fee, ICC's newsletter, ICC's website
3. Members personal information protection and privacy concerns
4. Fundraising
5. Scheduling the first meeting with the members
6. Processes and workflows for the organization's operation

The meeting of the Board of Directors (BoD) was called to order at 8:00 pm eastern time by Ahmad Ehsandar.

- Minutes of this meeting were taken by Ahmad Ehsandar

Updates from all committees and departments:

Research committee:

(Chair: Younes ZangiAbadi)

- Research committee has been actively looking for internship/job positions for Iranian-Canadians and have found two internship opportunities in the last month offered by the government of Canada parliament and Legislative Assembly of BC. This activity will be continued. Once ICC has gained its access back to its website and we can have a separate page for this purpose.
- Canadian government has an annual summer job program which allows small companies and nonprofit organizations to hire youth. Salaries of the interns are paid through this program by the government. We applied for this opportunity.
- Regarding the banking issue, we have distributed a form in the ICC facebook and about 30 people shared their experience. We had a meeting with them to hear the stories of those who are affected. ICC is to prepare a formal letter asking financial institutions to provide our community members with the reasons behind this action.
- One volunteer is also added to the research committee.

Policy Development Department

(Chair: Amir H. GhasemiNejad)

- Several introductory meetings have been held in the last couple of weeks. Our first recommendation in the Public Relation Policy Committee is to advise the board to hold general meetings with its members at least 3 times a year.
- Our first survey about the ICC priorities is in its final steps and will be sent to our members in near future.
- The change in the function of ICC Forum on Facebook is suggested and The Public Relation Policy Committee has proposed the rules of behavior in that forum to the board.

It is advised to open the page to the public as soon as possible.

Content Development and Organization Structure Committees

(Chair: Kayhan Razavi)

- We gathered more information about the ICC Forum facebook page and experiences of the previous board. We decided to open the Facebook page with good heart to let our members communicate with us.
- I also suggest that the PR department acquire a separate website, especially now that we don't have access to ICC's website through NationBuilder.
- For the time being, we thought the best way to get in touch with our members is to publish a monthly report and update our audience about the progress of each committee.
- Regarding the organizational structure committee, I have reached out to a few people from both Pouyesh and Karzar and also others who have experience in this field to make sure we have diverse opinions for this job.
- We need a professional Zoon account in order to hold our sessions in this committee.
- We also need a lawyer who can advice us in this committee
- We will have our first public meeting in February.

Mental Health Committee

(Chair: Mehrnoosh Ahmadi)

- I have talked with two people who are founders of a charity organization offering mental health services. I didn't have any sessions with volunteers yet. For now, I am structuring the MH committee into four strategy groups: Youth, Women and LGBT group, elders, and general groups. Each group will have at least one mentor.

- We will try to have panels or make short informative movies around the mental health issue. We can also hold panel discussion, and get in touch with related organizations such as LGBTQ organizations like qmunity and Canadian Center for victims of torture etc. and ask them to be our consultant or exchange clients with us in matters related to ICC.
- One general issue that I want to raise is that until the new board of directors take very serious and transparent steps to build trust between ICC and people who support me, unfortunately, I have no choice but to keep the work of the Mental Health committee on hold since I am not in an environment that I can start to work in this committee.

Culture Committee

(Chair: Saman TabasiNejad)

- Saman, Arezou, and another volunteer propose an art project and want to ask people to submit their art projects related to our topic (new beginnings). Saman said they have prepared the website page and hope to launch it tomorrow. Saman shared the link to the webpage with other board members for their review.
- Saman also talked about another topic related to Language support in schools and wants to make sure young Iranian-Canadians have the language support in school. This program has two sections, one panel session and the other is like a campaign.

Service Committee

(Chair: Mohsen Khaniki)

- I haven't formed a team yet since I was busy with the treasury work. But we are planning projects to work on issues of the Iranian-Canadian community.

Executive Department

(Chair: Moslem Noori, and Ahmad Ehsandar, Mohsen Khaniki and Arezo Khadir)

Steps taken so far:

- Moslem Noori updated the board about the steps taken in regards to ICC's form one update, bank account and finding a new virtual office.
- Cost reduction measure:
 - An application was submitted for the Microsoft nonprofit program. It was approved today.
 - Reducing the cost on ICC's google G suite service.

- Negotiating with Nation builder to waive the next three payments on our account.
- Finding a more budget friendly virtual office
- Projected total saving in 2021 is about \$1900.
- Talk with ICC's lawyer and provide a payment plan to pay our debt to him. We have about \$6000 of debt and with the remaining cost to finish the settlement work, the total debt will amount to \$7500. Our plan is to pay out the debt over five months. We need a strong fundraising campaign to achieve this.
- Some of our members are concerned about their privacy and personal information, especially after receiving email from email addresses other than ICC's email address. We are seeking legal consultation on ways that we can better protect our members' privacy.
- Minutes of the last three Board meetings have been prepared.

Work in progress:

- Developing an internal process for ICC workload.
- Fundraising
- Applying for a credit card for ICC

Amir H. Ghaseminejad left the meeting at 9:00 pm.

Financial updates:

- Mohsen Khaniki updated the board about the ICC's financial position at the moment. As of today ICC has an outstanding balance of (\$-6,726.00 CAD). Please note the minus sign shows the debt of the organization.
- Ahmad ehsandar asked Mr Khaniki to prepare the balance sheet and income statement for the last four months of 2020 and report it to our members.
- Mehrnoosh Ahmadi: asked about the source of the payments of the cost of lawyers related to the both ICC's legal cases. She also asked how it has become the organization's debt (and not personal debt for the previous board members) and why ICC should have a fundraising for this debt. She mentioned that as far as she knows that cost of the legal cases was not supposed to be on ICC's shoulder.
- Mohsen Khaniki stated that all debts have always been ICC's debt. About 80 thousand dollar cost that ICC declared last year was related to a legal fee which after negotiation most of it was cut down. Big part of this cost was covered by the membership fees that ICC received in late 2020. And the rest was covered by the fundraising ICC held. For instance in one fundraising session we could raise around 10000 donations from our supporters.
- Mohsen continued that the previous board spent about \$20,000.00 from their own pocket that later all board members decided to waive that for the sake of organization.

- Younes Zangiabadi stated that the current debt that has been transferred to the new board is mostly related to the second legal case. And although the ICC won the legal case, the other party was ordered to cover only about %60 of ICC's cost. So the rest of the cost remained as a debt to the ICC account and transferred to the new board.
- Younes Zangiabadi emphasized that this cost is not related in any way to the cost the previous board members individually spend to defend themselves in the court. He mentioned that since the legal case was brought against ICC as an organization, the legal fees for the case are due to be paid by the ICC and it's an organizational cost.
- Moslem also explained that some of this debt occurred since the current board was appointed. For example, one of the members contacted the ICC lawyer shortly after the election asking for the members list. Because of the lawyer's involvement and several back and forth conversations, it cost the organization a couple of hundred dollars.
- Arezoo Khadir also stated that the current structure of the ICC is not compatible with work we are doing and hoped that we can change the organisation structure in the future to NGO. She also suggested that kayhan razavi include this topic in the monthly report he is preparing.
- Younes Zangiabadi suggested that every board member should send a fundraising email to cover ICC's debt as soon as possible similar to what Ms. Ahmadi did to raise funds for her group (Karzar) by providing drawing pictures for donors.
- Mehrnoosh Ahmadi asked board members to first consult with members and then continue with their plan for fundraising otherwise it will become an issue for the members.
- Ahmad Ehsandar mentioned that fundraising by itself is not an issue for our members and everybody should feel free to make contributions if they want to.
- Ms. Ahmadi stated that the applicant [4 people who sued the organization] gave you all necessary warning and they before they took you [the ICC] to court. They also advised you to talk to a proper lawyer. She mentioned that the reason behind both legal cases was that the previous board didn't provide access to the membership list, they didn't publish minutes of the board meetings along with one or two other unlawful actions and she continued that it is because of those cases that today, the new board is preparing minutes and providing membership list. Ms. Ahmadi explained that the applicant didn't know what the board members wanted to achieve in two consecutive SGMS [in two days apart from each other.] The applicants thought the board members wanted to dissolve the organization since suddenly they scheduled two consecutive SGMS. Ms. Ahmadi continued "I wish they [the former board members] had done it [meaning dissolved the organization]."
- Moslem responded by saying that it is an insult to me and other board members to claim that only because of the legal cases we are providing minutes of the meetings and certainly is not true. We are doing this because this is our standard to follow the rules and we believe this is the right thing to do. And it is very discouraging to hear one of the board members wishes the organisation would be dissolved. Why one work in it if he/she thinks so.
- Arezoo khadir stated it is not acceptable to spend hundred of thousand of dollars for just minutes of non for profit organisation. This money should have been spent on community problems not on such issues.

At this point (9:35 pm) Moslem Noori moved to the next topic in the agenda list.

Matters requiring the board discussion and/or approval: ICC Forum, members list access fee, ICC's newsletter, ICC's website

- Moslem shared the prepared guidelines for the ICC forum with all the board members the day before the meeting. He asked everyone to turn on their cameras before the motion is presented.
- Mehrnoosh Ahmadi mentioned that it was better if ICC consulted the community first before preparing the guidelines. And some parts of the guidelines are not clear.
- A motion was moved by Moslem Noori to open the ICC forum based on the guidelines shared with the board members. The motion was seconded by Younes ZangiAbadi.
 - The motion was adopted unanimously by the attending board members.
- Moslem noori moved to the next topic of fees for accessing the organization's members list. He started by mentioning that the law requires the fee list access fee to be a reasonable amount. The \$40 cost was decided when the members of the ICC were very low. The number of ICC's members has grown substantially over the past couple of years and consequently the cost of bookkeeping has increased as well. Moslem Noori suggested that the fee for acquiring the list should be increased and the board should discuss the new amount.
- Ahmad Ehsandar Mentioned that the cost of bookkeeping the members information is currently around \$500 CAD per month and it is the highest cost compared to other services ICC is paying for. We should take into account that this \$40 is set when ICC had only a few hundred members and its operational cost was a lot less. Ahmad mentioned that assuming we will have around 20 people applying for the list annually (same as last year) and the fact that we are paying around \$5000 annually the \$250 is a reasonable amount for acquiring the list.
- mohsen khaniki stated that the publicity of the ICC has grown in the last couple of years and as such its cost has increased and it is fair to increase the fee for accessing the list. Also, the amount of this fee should be as such to discourage spamming attempts by those who want to abuse this right. He mentioned that with around 3500 members the list access fee should be \$500 CAD.
- kayhan razavi mentioned that other non profit organizations also consider such fees simply because all require money to provide service to their community. He mentioned 500 CAD might be too high and no one will be able to pay that much. But 250 CAD that Ahmad suggested is reasonable.

- Moslem emphasized that we cannot put any monetary value on the private information of our members and we are only asking for a fee just to cover the cost of its bookkeeping. We also don't want to increase it too high to raise any suspicion that the new board doesn't want to provide the list to our members. Moslem suggested a fee between 150 to 200 CAD.
 - Mehrnoosh Ahmadi said that just the price will not discourage those who are determined to get the list. The cost should not be that high that only wealthy people can afford it. She also explained that emails [Regarding Mehrnoosh's meeting as board member with other ICC members to discuss ICC related issues.] sent to members were not sent from her but if we have ICC forums available for members, there would be no need for such emails in the future.
 - Saman TabasiNejad stated that the \$250 may be a reasonable price specially with many emails she received complaining about random emails distributed recently. However, we don't want to make it hard for those who want to campaign during the election period, we can come up with a plan to reduce the cost close to election.
 - The board unanimously agreed that this fee can be changed in future when we get more feedback from our community.
- A motion was moved by Ahmad Ehsandar to increase the fee of acquiring the list to \$250. The motion was seconded by Kayhan razavi.
- The motion was adopted by six votes in favor, one abstention (Moslem Noori) and one vote against (Mehrnoosh Ahmadi).
 - Mehrnoosh Ahmadi mentioned that she needs to discuss it with her supporters. But she thinks that this number is too high.
- Moving to the next topic Kayhan Razavi announced that the PR department has decided to publish a newsletter to inform the ICC members about the ICC activities in a monthly frequency. It will have different sections to cover activities of the ICC along with updates of each committee.
 - Mohsen stated that we can make this a short and weekly newsletter to better engage our audience and be able to publish it in our social media as well.
- A motion was moved by Moslem Noori for the ICC to publish a newsletter monthly. The motion was seconded by Younes ZangiAbadi.
- The motion was adopted unanimously by the attending board members.
- Moving to the next topic, Moslem Noori talked about the ICC's website and the fact that we have a very limited access to the website since it is part of NationBuilder software that we don't have access to at the moment before the settlement is completed. In the meantime we can start to design a new look for ICC's website.
 - It was discussed that ICC will use volunteers for this purpose.

- Kayhan mentioned that this issue has been raised in the PR department and Amir H. has suggested that the PR department control this website for the time being for the purpose of communicating with members.
- A motion was moved by Moslem Noori for the PR department to start to design a new look for the ICC website. The motion was seconded by Ahmad Ehsandar.
 - The motion was adopted unanimously by the attending board members.
- Items 3 and 4 of the agenda were already discussed within previous topics.

Scheduling the first meeting with the members

- Molsen Noori suggested that the board have a meeting with the ICC members and asked others about the dates and times of the meeting. He thought weekends close to Nouroz would be a good time.
- It was decided that we have several time slots and board members vote which time they think is better for such a meeting.
- Younes Zangiabadi suggested that considering the financial situation we are in, each board member should try to send one or two fundraising emails to members and he will send the first one soon.

Meeting was adjourned at 10.58 PM.