

**RESOLUTION OF THE
WACOSA BOARD OF DIRECTORS:**

**Pursuit of Assets following
Dissolution of Independence Center Incorporated (ICI)**

September 17, 2018

Purpose: This resolution is designed to express the full and complete support of WACOSA's governing body for WACOSA management to be open to receiving the assets of ICI should it subsequently dissolve and identify WACOSA as the designated nonprofit entity to whom its assets are to be transferred. The process for accepting ICI's assets/resources will be done in a manner designed to seek to preserve service stability for current ICI clientele, while also creating an opportunity for WACOSA to expand service delivery to additional individuals/client groups with disabilities, under the auspices of its current mission.

Background: With the resignation of its former Lead Administrator, ICI approached WACOSA to consider the concept of merger. For various reasons, it was determined by the WACOSA Board of Directors that the concept of legal merger did not fit the long-term strategic plans, purposes or administrative needs of WACOSA. One path forward for ICI lies in the dissolution of the organization, which its Board of Directors is actively considering as one possibility, among others.

If ICI chooses to dissolve, WACOSA will work cooperatively with ICI's interim Lead Administrator, Board of Directors and legal counsel, to receive ICI's distributed assets, in a manner that will seek to sustain and expand WACOSA's service delivery.

Motion/Resolution:

The WACOSA Board of Directors hereby moves to support the creating and sustaining of stable, program services for the purpose of being able to provide services to the ICI clients impacted by the dissolution of the organization and is willing to receive the distributed assets of ICI following its dissolution. It further resolves to support the efforts of WACOSA's administrative team to properly outfit the program with trained staff and materials to implement such services, as approved by the Executive Director, should the dissolution of ICI and transfer of assets come to full and complete fruition. Finally, the Board resolves to support the effort of WACOSA's administration to work with all parents, guardians, stakeholders and funding partners, to transition services currently being provided to ICI clients as seamlessly as possible from ICI to WACOSA and to seek CARF accreditation for such services by August/September of 2019. This resolution is based upon the Purpose and Background information shared above and is premised upon the expectation that WACOSA staff will continue to keep the WACOSA Board knowledgeable regarding regular progress on the project, either directly or via the Program Committee of the Board.

The resolution is hereby adopted this 17th day of September, 2018 by the WACOSA Board of Directors authorizing WACOSA's administrative team and staff to proceed implementing the above approved resolution.

Executive Committee Representative
WACOSA Board of Directors

Date

