Nurturing Minds, Inc.

Annual Meeting Minutes

June 5 & 6, 2015

Nurturing Minds Mission: To provide financial and technical assistance to programs that improve access to quality education and life skills for girls in Tanzania, with a particular emphasis on girls who are poor and at-risk of becoming involved in exploitative forms of child labor.

**Friday, June 5th**

**Board Members Present:** Juma Ally, Polly Dolan, Clarke Blynn, Sherley Young, Julie Bourgoin, Jane Nyamunga, Lynda Spence, Tracey Dolan, Betsy Crawford, Sherri Floros, Susan Hannah, Kendall Webb.

**Others Present:** Mary Ayotte, Ashlie Busone, Laura DeDominicis, Caroline Pierce, Matt Plourde.

*The meeting started at 8:26 am.*

1. **Tracey Dolan presented a highlight of NM and SEGA’s year for 2014** which included: Nusura's study abroad, Kidogo Kidogo phones presented at graduation, next steps for 2013 SEGA grads, construction on SEGA campus, East African Girls Summit, SEGA's new students, changing of NM staff, board and volunteers, and much more.
2. **Skype call with SEGA.**

* Dana Droller showed us around the SEGA campus via Skype, and we spoke briefly to SEGA students about their lives at SEGA. After, we were able to Skype with SEGA graduates, with a memorable quote from one of the graduates “my advice to my sisters is to study hard so they can reach their goals.”
* After that we spoke with a few current form IV and form III students, who discussed what they are doing at SEGA, including their trip to Ruaha, and seeing the elephants. The girls also talked about how much they are learning with the businesses, including the chicken business. We then spoke with Pauline the SEGA counselor, she said that the girls are doing fine, continuing with their studies and that the girls have progressed in their studies and any behavioral issues have been dealt with.
* Dana Droller spoke with us regarding volunteers, they all are doing different activities and have taken on helping with clubs. She thinks it is easy for them to get involved in different activities since they are living on campus.
* We were able to connect with Anastasia the headmistress, about SEGA’s academic progress, and her focus to increase the performance of the students on their national exams. Ashlie Busone asked Ana how the staff is doing, and if they are getting enough time to rest and work together as a team. Laura DeDominicis asked how the new computer lab and science lab has made an impact on the studies of the students at the school.
* We then spoke with Peter, SEGA’s new accountant. Thanking him personally for getting SEGA’s books in order. Including some poultry numbers, including the market price of eggs. May was not profitable in poultry, but we are expecting to make profit next month.
* Finally, Laura asked the volunteers how they are feeling after the security issue. They said that the volunteers are feeling good, the precautions made them feel safe. Laura also asked if the volunteers feel like they are getting a break. The volunteers said that they have time, but you have to make the effort as going into town is not a quick 30 minute trip. Dana feels like she wants to be at SEGA for activities, etc. Susan Hannah asked what advice they would give to new volunteers to be better oriented. They answered that having prior travel experience was helpful. Having a senior volunteer helped to transition. Patience and flexibility are important. Lynda Spence asked what an optimal number of volunteers would be needed with the growing size of the school. Dana thinks that it depends on the people volunteering. It is a tough experience if they are there alone, 3 should be a minimum. Victoria liked having 5 volunteers as the tasks were evenly spread.

1. **Field Update**

* Discussion continued onto the volunteer program.
  + Service learning is a tricky term. Ashley thinks we should not shut down the volunteer program. Currently our volunteers are coming in through a cold call on the website, or through personal networks.
  + The SEGA board thinks that we should not be shutting down the volunteer program.
* Polly shared the site plan, including the new interior fence. Gates are now closed, and people must come through a checkpoint. Metal grille doors are now on all of the residential buildings, and panic buttons are in the volunteer house. Working to get approval from ASHA to reprogram some money for lights on the residential houses. Polly and Clarke have isolated 4 issues SEGA needs to deal with so we hope to reprogram in ASHA in the 2014 grant.
  + Kendall Webb asked if the fence was solid, Polly said no, but they are planting bougainvillea that has thorns to grow around the fence. Constant movement at night to protect the boarder.
  + We have Push bar emergency doors on either end of the dorms so the girls can get out if there is a fire as the metal grille doors are now installed
  + The lights on the fence will be turned on by motion.
* SEGA Deputy Director
  + Ideally, the committee is looking for a strong empowered Tanzanian woman who has spent time in the US, but who wants to live in Tanzania.
  + Jane thinks that the committee should re-word the posting to focus more on operations vs education. Polly asked if it is realistic to recruit someone from US to go back to TZ. Jane thinks that people want to know if their job would be secure if they move back.
  + A small committee on both the SEGA side and NM side are looking at CV’s and shortlisting. Polly said during her initial scan of CV’s, no one initially jumped out at her as a strong candidate.
  + Next steps: We need to advertise again, can get people through word of mouth if we connect to our networks. Revamp the job description. A very important role is Dana’s communications role, is very key, there are a lot of little pieces to pick up to support the school as well as the important connection with NM. A permanent fixture vs a volunteer position.
  + Polly sees her role as moving toward the institutional sustainability of SEGA. Polly does not see herself moving away from SEGA or NM, but strengthening the school and making it not as dependent on her for day-to-day operations.
  + If the communications person continues to be a stipend role, it provides the volunteer with $500 a month after taxes. An appropriate salary for that position might be, $15,000-$20,000.
* SEGA Development Plan – Polly is comfortable with the testing results of SEGA’s students due to their rural backgrounds. Need to try to find a balance between making sure we keep our focus on vulnerable girls, but keep our grades up so we are competitive for paying students.
  + Students coming from SEGA have tangible skills, can run their own business, they get life skills and something that they can really use immediately. The issue is how do we measure that? Some of the most powerful stories or facts we see are the stories of the girls, and where they are after SEGA. We currently measure at the output level. The skills that the girls are getting are really rare in TZ.
* The SEGA Report Card is something we could put on the website and communicate to the public. Pull stats and put on the impact page.

1. **Financial Sustainability Plan**

* The Poultry business will start making money once we start to produce our own, good quality feed. The new feed should produce better quality eggs for sale, as well as people wanting to buy our feed.
* The ICT Training program will teach introductory computer skills such as turning the computer on, Excel, Word, etc.
* The Hotel is projected to bring in an average of $180,000 a year by 2020.
* Finally, we need to find another new business that can bring in $100,000.
* The goal is to get to 60% of SEGA’s costs in-country by 2020.
* Second Stream of Students will be useful as it will bring down the cost per student. The school will continue to run with a group of full scholarship students, a group of merit scholarship students, and a group of full paying students.
* It was discussed that pushing for self-sustainability is important, but we need to stay focused on our mission to educate vulnerable Tanzanian girls. Most importantly that funding for a school for vulnerable girls is different than funding vulnerable girls at a school.

1. **Twitter**

* We currently have 190 followers on Twitter. Ashlie Busone spoke about needing to have a critical mass of following that we can inform at the correct time. To do this, we need to be following key partners and foundations, and use popular hashtags.
* Ashlie asked if anyone knows of an organization, or a trend we should be following or tweeting, to please let her know. Her goal is to have 500 followers on Twitter by the end of the year.

1. **Construction**

* In 2014, SEGA completed the multipurpose building, opened the canteen run by the business club, and added 2 dorms at the east end of the campus, a teaching staff house, and a non-teaching staff house.
* The multi-unit volunteer house is being finished now, and is part of the FY14 grant. We are reprogramming funds from the FY14 grant to cover the additional security expenditures. Parts of the FY14 grant that would be impacted is the water tower and postponing or reducing the size of one of the staff houses. The FY14 grant also includes a dorm, another staff house and additional solar panels and equipment.
* Clarke Blynn discussed the recent ASHA proposal in which we applied for a hotel/laboratory for a proposed hospitality program.
  + The hospitality program would still fall under our mission of educating vulnerable Tanzanian girls.
  + We would have until 2020 to finish this grant. This includes construction and raising the matching funds.
  + We would need to bring electricity to campus other than solar. Water would also be needed for the project.
  + Clarke has already gauged interest from potential donors, and thinks that if we secure ASHA funds, we should be able to find potential supporters and an education partner to help offset costs.
  + We would need to raise around $421,000 for the match.
  + We find out in October if our proposal was accepted.

1. **Governance**

* *Jane Nyamunga and Betsy Crawford were excused while the board voted.*
* Approval for Jane Nyamunga to join the Nurturing Minds Board of Directors
  + A motion by Sherley Young, seconded by Susan Hannah to approve Jane Nyamunga to join the Nurturing Minds Board of Directors passed unanimously.
* Approval for Betsy Crawford to join the Nurturing Minds Board of Directors
  + A motion by Clarke Blynn, seconded by Sherri Floros to approve Betsy Crawford to join the Nurturing Minds Board of Directors passed unanimously.
* *Jane Nyamunga and Betsy Crawford rejoined the meeting.*
* Recommendations for changes to the Nurturing Minds bylaws.
  + Article 4, Section 4.1, Number of Directors. The Board of Directors shall consist of not less than **ten (10)** and not more than twenty-five (25) Directors…
    - A motion by Sherley Young, seconded by Lynda Spence to approve the change to Article 4, Section 4.1 of the Nurturing Minds bylaws passed unanimously.
  + Article 4, Section 4.2, Election of and Procedure for the Appointment of Directors and Advisors. Except as otherwise provided in Section 4.1 hereof, Directors and Advisors may be elected to the Board **one time per year**…
    - This recommendation was tabled after discussion and needs to be reworked at the Governance Committee level.
  + Article 10, Section 10.1, Policy. Add a new section to read **d) Every board member will sign a conflict of interest letter and confidentiality agreement.**
    - This recommendation was tabled after discussion and needs to be reviewed by Chris Ozeroff.
* Vote on Board Members and Advisors Terms of Service.
  + A motion by Julie Bourgoin, seconded by Lynda Spence to approve the slate as presented with two exceptions; 1. Susan Hannah’s Vice Chair term changed to 5/15-5/16, and 2. Lynda Spence’s Secretary term changed to 5/15-5/16, passed unanimously.

1. **Finance / Budget**

* FY2016 Budget – Covering 7/1/15-6/30/16
  + Cash donations are budgeted at $867,000. That is a 17% increase from the 2014 budget. NM expenses increase 10% overall to $199,171. The 10% increase is partially due to an added program (SEGA Study Abroad) of $7,800 and added employee benefits (401k and standard of living wage increase).
  + We expect to have $455,405 in income from grants, in which NM would be responsible for $120,563 for match.
  + Our budget shows an overall net income loss of $9,232.
* We have earmarked a few items in construction that we can hold off on if we think we will not make our budget for the year.
* Cash flow and cash reserves were discussed. It was mentioned that NM will try to move to receive donations in off-times when cash flow is low. This could be done by asking Board members to donate at a certain time of the year, making sure we keep up on SSP renewals, or holding an online campaign in our slow fundraising season. Also it was mentioned that NM should try to keep cash reserves at a certain level to support the organization and SEGA for a few months if needed.

1. **Fundraising**

* Susan Hannah presented a PowerPoint on NM’s current and future fundraising strategy. Highlights included:
  + Where we have been: Board of Directors doubling from 9 to 18 members since 2008. Our constituency growing since 2008; individuals by 400% to $304,000, Foundations growing by 30% to $90,000, and events growing from $12,000 to $154,000.
  + Where we are going: Moving to 100% self-sufficiency in country and strategies for getting there like building foundation support, starting an endowment and planned giving program, growing and maintaining a diversified board and sponsorships.
  + Threats and Obstacles: Donor fatigue, board network saturation, student sponsorship saturating and SEGA not being a priority for funders (international, scale, sustainability too far off).
  + Important take away: Know your network, be creative, keep in touch with donors and engage your network in new innovative ways.
* Fundraising projections for FY16
  + Board and Advisor giving: $122,000
  + Individuals (nonevent): $395,000
  + Faith based and schools: $20,000
  + Foundations: $175,000
    - See weighted grant pipeline which contains 22 potential grants weighted by probability of return.
    - Laura will be focusing on foundation research this summer to identify more potential foundations to put into the pipeline.
  + Corporate Sponsors: $20,000
  + Events: $135,000
  + Total: $867,000

1. **Board Feedback on ED performance**

* *Laura DeDominicis excused herself from the meeting while the board discussed her performance.*
* The board discussed the ED’s performance to date and are very pleased with her level of productivity and overall management of NM operations.

**Saturday, June 6th**

**Board Members Present:** Juma Ally, Clarke Blynn, Sherley Young, Julie Bourgoin, Jane Nyamunga, Lynda Spence, Tracey Dolan, Betsy Crawford, Sherri Floros, Susan Hannah, Kendall Webb, Chris Ozeroff

**Others Present:** Laura DeDominicis, Caroline Pierce, Matt Plourde, Clare Reilly

Started at 8:45 am. Board members filled out the major donor prospects list.

1. **Planned Giving**

* Laura presented on the planned giving program saying that it is one of the strategies the board wanted to pursue when compiling the strategic plan.
* Planned giving programs offer a high return on investment. 17% of donors have charities in their wills, yet 51% of donors said that no charity had ever asked them for a planned gift. Most gifts come from retired women with no children, or who feel their kids don’t need an inheritance.
* Repeat/Loyal donors are most likely to give, and the average age is 75.
* We have created a brochure, and will create a website page. We will have 1 targeted mailing per year during June or ‘Leave a Legacy Month’ to donors who have given consistently to NM over the years. Info on planned giving will be included in newsletters and e-blasts and we’ll have information on the website.

1. **Administrative Update**
   * 2016 Annual Meeting will be held on April 8th and April 9th. Location TBD.
   * Matt presented his proposed weekly update to the board. All agreed that this will help keep board members to stay informed. The group decided that Friday’s would be the best day to send.
2. **Skype Call with SEGA**

* We had another Skype call with some of SEGA’s board members. They told us that their board has been meeting once every 3 months, and they realized that their role has been more of an advisory board vs a governance board, and they would like to change this and become a more active board.
* The board members think that proper security measures have been initiated including formalizing the Massai’s patrol schedule. They did say that they are not in favor of hiring an armed security officer as it might draw more attention to the school.
* A few of the SEGA board members are on the committee reviewing the Deputy Directory applications. Astridah said that she is encouraged in what she has seen on paper.
* Both of the boards then discussed what can be done to strengthen the relationship between each other.

1. **Audit**

* It was discussed that the Finance Committee was given the recommendation to create an Audit Committee in which 2 members will be independent from Nurturing Minds board of directors and advisors. The Audit Committee’s main objective will be to review and approve the audit, as well as review the audit company when the contract ends. Mary Kathryn Fallon and Andrea Steenstrup both CPAs will join the committee.
  + Approval of the 2014 Audited Finance Statements
    - A motion by Sherri Floros, seconded by Clarke Blynn to approve the 2014 Audited Financial Statements passed unanimously.

1. **Budget**

* Approval of the FY16 Budget as presented at yesterday’s meeting.
  + A motion by Sherri Floros, seconded by Julie Bourgoin to approve the FY 2016 Budget as presented passed unanimously

1. **Communications**
   * Caroline Pierce presented for the communications committee.
   * She has been posting updates to our Facebook at least 3 or 4 times per week. We currently have 828 likes. Our likes have grown significantly over the past 2 years from 200 to our current number. The key to Facebook is keep reminding them about what is going on at SEGA. Caroline has been keeping posts strategic, and does not want to overwhelm donors by always asking for money through our Facebook page.
   * Caroline has also been writing our blog, which she posts a new blog every 2 weeks. Again, the purpose of the blog is to update our donors with brief, informative articles. She hopes to add different perspectives to the blog in the future. This could include posting articles written by students, or a board member.
   * We currently do not have access to our Feedburner account, which shows us how many blog subscribers we have, but Matt is working to get us access. Tracey will connect with Nikki to see if she remembers the log in information.
   * The annual report for 2014 was reviewed by the group. Everyone commented that it has a great look and includes a lot of positive information. The designer was found by Heidi Kane and is doing the work pro-bono.
   * Laura presented an updated version of the PowerPoint that can be used by board members during presentations.
2. **English Immersion Program**
   * Sherley presented on the English Immersion Program she is putting together. It will consist of 17 American volunteers traveling to SEGA for 3 weeks. The purpose of the program is to help the SEGA students continue their use of English outside of the classroom, including making sure they are understanding the concepts of the English they are learning.
3. **School Partnership Program**
   * Clare Reilly joined us to present on the School Partnership Program. The group reviewed a list of current partners identifying schools which are no longer active, and updating contact information.
   * Some items that Clare has identified are that the schools need to feel more of a connection to SEGA, perhaps this can be done with Skype sessions. She also feels that there needs to be a connection to SEGA either with a sponsor teacher or a student in order for the clubs to be active.
   * Finally she shared with the group that she has prepared a list of activities, fundraisers and other ways to engage with schools and wants to put it into a commination package that can be sent to the schools.
   * Matt will let Clare know when money from a school fundraiser comes in so Clare can reach out and touch base with the groups. Matt will also follow up to make sure that all groups are in our database and are receiving communications about SEGA.
   * Finally Clare asked if a board member has a connection within a school that is interested in starting a partnership program, to let her know so we can cultivate.
4. **Strategic Plan**
   * Lynda Spence presented the Strategic Plan. Some key points were that a survey identified that NM wants SEGA to be 100% financially self-sustainable in-country by 2030, with a goal of reaching 60% financially self-sustainable in-country by 2020. To this end, NM will work towards self-sustainability in country for SEGA but will stay on as a partner for strategic connections (SSP, endowment, foundations, partnerships, etc.)
   * NM is already focusing on growing SSP and foundation support as well as creating an endowment and planned giving program.
   * Another area identified within the strategic plan is governance development. NM and SEGA have already appointed representatives to serve on each other’s board.
   * The group discussed changes for the strategic plan before approving it.
     + Part II, Section B, Point 2C, bullet iii - change to "SEGA may institute an "A" level program, depending upon funding and need."
     + Addition of Point 3 under Part II, Section B to read as follows:
       - 3. SEGA’s Security Management:
         1. By the end of 2015, SEGA will have installed a comprehensive security system.
         2. SEGA’s goal is to create a campus that is safe for students, staff, and visitors.
         3. SEGA’s security system should be re-evaluated on an annual basis to make certain that it includes the most appropriate technology and equipment.
         4. SEGA will continue working closely with significant community partners –such as Peace Corp –to keep abreast of criminal activities.
         5. Also noted was that the volunteer/Service Learning program will now be overseen by SEGA.
     + Approval to adopt the strategic plan as presented with the revisions stated above:
       - A motion by Lynda Spence, seconded by Julie Bourgoin to approve the strategic plan as presented with revisions passed unanimously.
5. **Student Sponsorship Program**
   * Laura presented a PowerPoint on the student sponsorship program. Highlights included:
     + $170,000 raised in 2014 through SSP from 184 sponsors.
     + In 2014 we brought on 2 new sponsorship coordinators, Beth Goldstein and Arlene Agree. Heidi Kane stepped down as coordinator.
     + All sponsorships set up in GiftWorks to better track donors, groups of donors, renewals, sponsored students, etc.
     + The renewal process is now handled by Matt who sends out electronic renewals monthly to donors. This process runs smoother and we have better control over following who has renewed.
     + 50% of sponsors from the 2014 graduating class renewed with another student.
   * The Study Abroad Program was discussed during the presentation. We will be having 2 students visit this year during the month of November. Pledges for the funding of the program, as well as host families have already been secured in the Newton area. The students will go to the International House in downtown Boston and study in the mornings. Criteria for choosing the students will be decided at SEGA.
     + It was mentioned that Nusura had a difficult time acclimating back into life at SEGA after her study abroad. It was said that this could have been due to the way she was selected, so a better selection process is needed as to not show favoritism.
6. **Intelligence Bank Pros/Cons and Alternatives**
   * Matt presented on IB usage and costs. It was purchased at the end of July. The original price for 20 users for 1 year was $4,872. We received a discounted price and paid $2,828. The discounted is not guaranteed moving forward.
   * Usage since August 2014 has been low with the most usage coming from 5 people.
   * Matt than proposed that we keep IB as a backup for NM’s files and sharing on specific projects. We will drop down to 5 users per year which will be a cost of $1,026.
   * Matt showed the group the new board portal he set up using NM’s website. It is a free portal that will host just the main documents needed by the board. IB had too many documents that were not needed and had a confusing layout. With the new system, all documents the board will need will be on one page. There is also a calendar in which anyone can add an event, and a directory of all board members, advisors, etc.
   * Matt asked the group to let him know what types of documents they would like to see on the portal. He will be rolling it out in July.
7. **Board Report Card & Self-Evaluation**
   * Julie asked the board to fill out a report card and self-evaluation.

*The meeting was adjourned at 3:15 pm*