

**Avivara Board of Directors
Board Meeting Minutes
March 20, 2011**

Attending:

David Austin, Tom Friedman, Gary Teale, Mary Austin-Seymour (by telephone).

The meeting was called to order by David Austin, president, at 12:25 pm.

Minutes of December 2010 were approved as submitted.

Annual Report for 2010:

Gary forwarded a draft version of the annual report to Board Feb, 2011. Discussion re: how much data to include in analysis of email contact with donors; given that some foundations require this information in the annual report, this section was trimmed to 1/2 page, down from 1 1/2 pages in the first draft. It is noted that the annual reports provide a sequential history of the organization and its development.

The report was formally approved by the Board.

Record Retention Guidelines:

Gary reviewed the existing three levels of retention of documents. The proposed guidelines are a codification of the existing approach to record retention. The Board approved the guidelines as proposed.

Board Term Limits:

Existing bylaws, section 3.5, state that Board members may serve two successive terms. Given that some Board members may wish to continue their service on the Board, there was discussion of how to modify the language of this section to allow for this continued service. It was agreed on and approved by the Board that the bylaws should now read that Board members are no longer limited to serving only two terms (the word "two" was removed from the bylaws). It is noted the Board approval is required for continued Board membership after 2 terms of 2 years each. The website will reflect this change.

Signatories on Bank of America Account, Change in Signatories:

Gary explains that for practical reasons, the three signatories on the Bank of America account should change from Ann Austin, Tom Friedman and David Austin, to Gary Teale, Tom Friedman and David Austin. The change is approved by the Board.

Updates on programs:

- ◆ Two additional schools are being added to those receiving support, for a current total of 10 schools, 70 teachers, and approximately 1600 students receiving support from Avivara. These schools will receive similar support as the existing schools, including teacher and school supplies and teacher workshops.
- ◆ There are 41 students currently receiving scholarships, three of which are University level students. These students require a higher level of support,

- including netbook and internet access. One netbook computer is shared between four junior high school students, with internet access.
- ◆ Tunino school is participating in long term strategic planning process. Seattle University grad student Sandrine Espie is helping with this project.
 - ◆ Rutgers professor is working developing 5 week long teacher training program for summer 2012.
 - ◆ Gustavo is holding parent workshops for interested parents at Pacul, in response to their request; ninety parents attended.
 - ◆ Gustavo is now being provided with medical insurance for himself and his family.
 - ◆ Avivara is now on Facebook, with weekly posting of photos, videos and comments.
 - ◆ Gustavo is still able to participate in after school program in San Pedro (there was a concern that he would not have sufficient time for this).
 - ◆ Ann is teaching art 2 days/ week (Yalu and Segunda Cruz).
 - ◆ Ann, Gary and Gustavo have been having weekly staff meetings. Minutes from these meetings will be posted to a hidden page on the website for Board review, if desired. Gary will send links to the Board.

2010 Tax form 990:

Gary prepared, Tom reviewed, form has been sent in. Of note is that foundations wish to see 990 form (not 990 EZ).

CEO evaluation:

Not yet completed.

1st Quarter 2011 Preliminary Financial Report:

Gary expects donations totaling \$24,000 by end of 1st Q. He had hoped for \$8,000 from small venue presentations this trip, but only three of the 25 persons who were asked were willing to host one this spring. Discussion of letter drafted by Board to donors to ask for monthly donation schedule; Gary will assist in drafting.

Operating Reserve Status:

Tom is implementing by placing \$35,000 in Capitol One Money Market account. Gary indicates that the organization is in excellent shape to weather slow period of donations (typically summer).

Board Expansion:

Would be ideal to add 2-3 members in 2011. Potential individuals were discussed. Long term goal to add Guatemalan to Board.

Meeting was adjourned at 2:15 pm.

Respectfully submitted,
David Austin