



## **Donor & Website Privacy Policy**

Eye to Eye (E2E) is committed to respecting the privacy of our donors and the visitors to our website. This policy is intended to guide the actions of E2E employees, Board of Directors, volunteers, contractors and/or authorized representatives with regard to the treatment of personal information. Personal information includes personally identifiable information obtained through pledge cards, letters, surveys, email, website and social media submissions or any other manner in writing, in person, by telephone or electronically. Such information may include names, addresses, telephone numbers, email addresses, financial information, interests, and past and present giving information.

Our commitment to privacy extends to how we obtain, use, protect and share personal information. We honor any request to remain anonymous, and provide the opportunity to be removed from our communication list at any time, upon request.

### **Donor Information Collection & Use**

Eye to Eye collects and uses various personal information from donors, including name, mailing address, phone numbers, email addresses, contribution amount and purpose, interests, and similar. Tax laws in the United States require E2E to keep donor contact information and contribution amounts on file. E2E does not sell, trade, rent or share any personally identifiable information such as names, phone numbers, email addresses or mailing addresses of our donors without prior consent.

E2E collects personal information from donors for the following purposes:

- To distribute receipts for donations
- To thank donors for their donations
- To inform donors about upcoming events and activities, or events
- For internal analysis and record keeping
- To report to relevant U.S. and State agencies (reports are not for public inspection)
- To contact donors about changes to this policy

Limited donor information, such as name and timeframe in which a donation was made, may be used for promotional and fundraising activities. E2E provides donors the option to have their name publicly associated with their donation or to remain anonymous (donors must specifically request to remain anonymous).

### **Financial Information**

E2E protects financial information both on-line and off-line. To accept contributions online, E2E uses accredited online payment processing services with world-class security and data privacy policies. E2E does not store, nor does it have access to, your credit card information, bank account numbers, or other account data sent to those processing services. It is important to note that credit card numbers are used only at the time of the transaction, and are not stored following the conclusion of the transaction unless a transaction is selected that occurs on a regular basis. For transactions that recur, credit card information is stored in an encrypted format.



When you submit sensitive information via the E2E website, your information is protected. To protect the security of the information you give us when you donate online or provide other personal information, E2E uses Secure Socket Layer (SSL) technology. Look for the Symantec seal below any form on E2E's site requesting personal information. To learn more about SSL, visit <http://www.symantec.com>.

E2E also protects personally identifiable information off-line. Only employees who need the information to perform a specific job (for example, processing donations) are granted access to personally identifiable information. Donor and donation records are kept in locked file cabinets. Finally, the servers on which we store personally identifiable information are kept in a secure environment behind a locked door.

### **Website Visitors**

E2E's website ([www.eyetoeyenational.org](http://www.eyetoeyenational.org)) takes every precaution to protect our visitors' personal information. We use Google Analytics to optimize our website and visitor experience. This does not require our site visitors to identify themselves, and they do not provide us any personally identifiable information about our visitors that is not supplied voluntarily. We use IP [Internet Provider] addresses to analyze trends, administer the site, track visitor's movement, and gather broad demographic information for aggregate use. IP addresses are not linked to personally identifiable information.

### **Third Party Links**

E2E's web site contains links to other sites. Please be aware that E2E is not responsible for the privacy practices of these sites. We encourage our visitors and donors to be aware when they leave our site and to read the privacy statements of each and every web site that collects personally identifiable information. This privacy statement applies solely to information collected by [www.eyetoeyenational.org](http://www.eyetoeyenational.org).

### **Removal From Our Communication List**

It is our desire not to send unwanted communications to our supporters. Our supporters are given the opportunity to 'opt-out' and remove themselves from our communication list at any time, should they desire to do so. Please contact us if you wish to be removed from any E2E communications.

### **Contacting Us**

If an individual wishes to review their personal information, make changes, or if they no longer desire to receive communications from E2E, we will update, correct or remove that individual's personal data provided to us. To modify or remove your contact information, please call (212)537-4429 or email [info@eyetoeyenational.org](mailto:info@eyetoeyenational.org).



## CONFLICT OF INTEREST POLICY

### Purpose

- a. The purpose of this conflict of interest policy is to protect Eye to Eye's interests when it is contemplating entering into a transaction or arrangement that might benefit the private interests of an officer or director of Eye to Eye or might result in a possible excess benefit transaction.
- b. This policy is intended to supplement, but not replace, any applicable State and Federal laws governing conflicts of interest applicable to nonprofit and charitable organizations.

### Definitions

- a. Interested person -- Typically persons who are affected by a conflict of interest policy are the Eye to Eye's board members, officers, and senior staff. In some cases a major donor could also be in a conflict situation. Eye to Eye takes a broad view of conflicts and board/staff are urged to consider how a situation/transaction would appear to outside parties when identifying conflicts or possible conflicts of interest.
- b. Financial interest -- A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
  - i. An ownership or investment interest in any entity with which E2E has a transaction or arrangement,
  - ii. A compensation arrangement with E2E or with any entity or individual with which E2E has a transaction or arrangement, or
  - iii. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which E2E is negotiating a transaction or arrangement.
- c. Compensation -- Includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest. A person who has a financial interest may have a conflict of interest only if the Board decides that a conflict of interest exists, in accordance with this policy.

### Procedures

- a. Duty to Disclose -- In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the Board Chair or to Governance & Nominations Committee.
- b. Recusal of Self -- Any person may recuse himself or herself at any time from involvement in any decision or discussion in which he or she believes a conflict of interest, without going through the process for determining whether a conflict of interest exists.



- c. Determining Whether a Conflict of Interest Exists – For each interest disclosed, the Board Chair, or the Governance & Nominations Committee, as appropriate, will determine whether the organization should: (a) take no action or (b) disclose the situation more broadly and invite discussion/resolution by the full board of what action to take, or (c) refrain from taking action and otherwise avoid the conflict. In most cases the broadest disclosure possible is advisable so that decision-makers can make informed decisions that are in the best interests of the organization. When the conflict involves a decision-maker, the person with the conflict (“interested party”): (i) must fully disclose the conflict to all other decision-makers; (ii) may not be involved in the decision of what action to take (e.g., may not participate in a vote) but may serve as a resource to provide other decision-makers with needed information.
  - i. In some cases the person with the conflict may be asked to recuse him/herself from sensitive discussions so as not to unduly influence the discussion of the conflict.
  - ii. The fact that a conflict was managed and the outcome will be documented in the minutes of board meetings.
  - iii. The Board Chair and/or the Governance & Nominations Committee will monitor proposed or ongoing transactions of the organization (e.g., contracts with vendors and collaborations with third parties) for conflicts of interest and disclose them to the Board and staff, as appropriate, whether discovered before or after the transaction has occurred.

#### **Violations of the Conflicts of Interest Policy**

- a. If the Board, Board Chair or Governance & Nominations Committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
- b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the Board determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action up to and including discharge, removal, and/or other appropriate sanction or action.

#### **Compensation**

- a. A voting member of the Board who receives compensation, directly or indirectly, from E2E for services is precluded from voting on matters pertaining to that member's compensation.
- b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from E2E for services is precluded from voting on matters pertaining to that member's compensation.
- c. No voting member of the Board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from E2E, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

#### **Annual Statements**



- a. Each director, principal officer and member of the Board with delegated powers shall annually sign a statement, which affirms such person:
  - i. Has received a copy of the conflict of interest policy;
  - ii. Has read and understands the policy;
  - iii. Has agreed to comply with the policy, and
  - iv. Understands E2E is a charitable organization and in order to maintain its federal tax exemption it must engage primarily in activities, which accomplish one or more of its tax-exempt purposes.
- b. If at any time during the year, the information in the annual statement changes materially, the director, principle officer or member of the Board with delegated powers shall disclose such changes and revise the annual disclosure form.
- c. The Governance & Nominations Committee shall regularly and consistently monitor and enforce compliance with this policy by reviewing annual statements and taking such other actions as are necessary for effective oversight.

#### **Periodic Reviews**

- a. The Governance & Nominations Committee will conduct periodic reviews to ensure E2E operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:
  - i. Whether compensation arrangements and benefits are reasonable, based on competitive market survey information (if reasonably available), and the result of arm's length bargaining.
  - ii. Whether partnerships, joint ventures, and arrangements with management organizations, if any, conform to E2E's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement or impermissible private benefit or in an excess benefit transaction.

#### **Use of Outside Experts**

- a. When conducting the periodic reviews as provided for in Article VII, E2E may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the Board of its responsibility for ensuring periodic reviews are conducted.



## **WHISTLEBLOWER PROTECTION POLICY**

Eye to Eye (E2E) requires directors, officers and employees to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. As employees and representatives of E2E we must practice honesty and integrity in fulfilling our responsibilities and comply with all applicable laws and regulations.

### **Reporting Responsibility**

This Whistleblower Policy is intended to encourage and enable employees and others to raise serious concerns internally so that E2E can address and correct inappropriate conduct and actions. It is the responsibility of all board members, officers, employees and volunteers to report concerns about violations of E2E 's code of ethics or suspected violations of law or regulations that govern E2E 's operations, and to provide truthful information in connection with an inquiry or investigation by a court, an agency, law enforcement, or other governmental body.

### **No Retaliation**

E2E expressly prohibits any form of retaliation (including harassment, intimidation, adverse employment actions, or any other form of retaliation) against any board member, officer, employee or volunteer who in good faith reports an ethics violation, or a suspected violation of law, such as a complaint of discrimination, or suspected fraud, or suspected violation of any regulation governing the operations of E2E. An employee who retaliates against someone who has reported a violation in good faith is subject to discipline up to and including termination of employment.

### **Reporting Procedure**

E2E has an open door policy and suggests that employees share their questions, concerns, suggestions or complaints with their supervisor. If you are not comfortable speaking with your supervisor or you are not satisfied with your supervisor's response, you are encouraged to speak with the CEO, or a board member. Supervisors and managers are required to report complaints or concerns about suspected ethical and legal violations in writing to the Secretary of the Board of Directors, who has the responsibility to investigate all reported complaints. Employees with concerns or complaints may also submit their concerns in writing directly to their supervisor or the CEO.

### **Chief Empowerment Officer**

E2E 's Chief Empowerment Officer is responsible for ensuring that all complaints about unethical or illegal conduct are investigated and resolved. The CEO should advise the Secretary of the Board of Directors of all complaints and their resolution and report at least annually to Finance and Audit Committee on compliance activity relating to accounting or alleged financial improprieties.

**Accounting and Auditing Matters**

E2E 's CEO should immediately notify the Finance and Audit Committee of any concerns or complaint regarding corporate accounting practices, internal controls or auditing and work with the committee until the matter is resolved.

**Acting in Good Faith**

Anyone filing a written complaint concerning a violation or suspected violation must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation. Any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false will be viewed as a serious disciplinary offense.

**Confidentiality**

Violations or suspected violations may be submitted on a confidential basis by the complainant. Reports of violations or suspected violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

**Handling of Reported Violations**

Reports of suspected violations of law or policy and reports of retaliation should be investigated promptly and in a manner intended to protect confidentiality, consistent with a full and fair investigation. Unless otherwise directed by the Board of Directors, the Board or the CEO will conduct the investigation.

**Changes to Policy**

The Board of Directors must approve any changes to this policy.



## DOCUMENT RETENTION POLICY

The purpose of this document retention policy is for Eye to Eye (E2E) to promote the proper treatment of E2E's corporate records.

### **General Guidelines.**

Records should not be kept if they are no longer needed for the operation of the business or required by law. Unnecessary records should be eliminated from the files. The cost of maintaining records is an expense which can grow unreasonably if good housekeeping is not performed. A mass of records also makes it more difficult to find pertinent records.

From time to time, E2E may establish retention or destruction policies or schedules for specific categories of records in order to ensure legal compliance, and also to accomplish other objectives, such as preserving intellectual property and cost management. Several categories of documents that warrant special consideration are identified below. While minimum retention periods are established, the retention of the documents identified below and of documents not included in the identified categories should be determined primarily by the application of the general guidelines affecting document retention, as well as the exception for litigation relevant documents and any other pertinent factors. Management should oversee the process of identifying documents that have met the required retention period and their destruction. E2E should use a secure destruction method to dispose of any documents.

**Exception for Litigation Relevant Documents.** E2E expects all officers, directors, and employees to comply fully with any published records retention or destruction policies and schedules, provided that all officers, directors, and employees should note the following general exception to any stated destruction schedule: If you believe, or E2E informs you, that E2E records are relevant to litigation, or potential litigation (i.e., a dispute that could result in litigation), then you must preserve those records until it is determined that the records are no longer needed. That exception supersedes any previously or subsequently established destruction schedule for those records.

### **Minimum Retention Periods for Specific Categories.**

**(a) Organizational Documents.** Organizational records include E2E 's Articles of Incorporation, Bylaws and IRS Form 1023, Application for Exemption. Organizational records should be retained permanently. IRS regulations require that the Form 1023 be available for public inspection upon request.

**(b) Tax Records.** Tax records include, but may not be limited to, documents concerning payroll, expenses, proof of contributions made by donors, accounting procedures, and other documents concerning E2E 's revenues. Tax records should be retained for at least seven years from the date of filing the applicable return. In the event of a tax investigation by a state or federal agency, no tax records should be destroyed during the investigation.

**(c) Employment Records/Personnel Records.** State and federal statutes require E2E to keep certain recruitment, employment and personnel information. E2E should also keep



personnel files that reflect performance reviews and any complaints brought against E2E or individual employees under applicable state and federal statutes. E2E should also keep in the employee's personnel file all final memoranda and correspondence reflecting performance reviews and actions taken by or against personnel. Employment applications should be retained for three years. Retirement and pension records should be kept permanently. Payroll records, summaries, timesheets, and tax withholding statements should be kept for at least seven years. Personal files of terminated employees should be kept for at least seven years. Other employment and personnel records should be retained for seven years.

**(d) Board and Board Committee Materials.** Meeting minutes should be retained in perpetuity in E2E 's minute book. A clean copy of all other Board and Board Committee materials should be kept for no less than three years by E2E.

**(e) Press Releases/Public Filings.** E2E should retain permanent copies of all press releases and publicly filed documents under the theory that E2E should have its own copy to test the accuracy of any document a member of the public can theoretically produce against E2E.

**(f) Grant Files.** Official grant files, including original grant proposals, grant agreements, and final grantee reports should be kept for at least seven years. Grant program files, including informal correspondence, project updates, media clippings, work product produced using the grants, and invitations to events should be kept until at least the close of the grant.

**(g) Legal Files.** Legal counsel should be consulted to determine the retention period of particular documents, but legal documents should generally be maintained for a period of ten years.

**(h) Marketing and Sales Documents.** E2E should keep final copies of marketing and sales documents for the same period of time it keeps other corporate files, generally three years. An exception to the three-year policy may be sales invoices, contracts, leases, licenses, and other legal documentation. These documents should be kept for at least three years beyond the life of the agreement.

**(i) Development/Intellectual Property and Trade Secrets.** Development documents are often subject to intellectual property protection in their final form (e.g., patents and copyrights). The documents detailing the development process are often also of value to E2E and are protected as a trade secret where E2E: (i) derives independent economic value from the secrecy of the information; and (ii) has taken affirmative steps to keep the information confidential. E2E should keep all documents designated as containing trade secret information for at least the life of the trade secret. Documents relating to trademark, copyright and other intellectual property registrations should be kept for at least seven years after expiration.



**(j) Contracts.** Final, execution copies of all contracts entered into by E2E should be retained. E2E should retain copies of the final contracts, notes, and leases for at least seven years beyond the life of the agreement, and longer in the case of publicly filed contracts.

**(k) Deeds and Mortgages.** Deeds, mortgages, and depreciation schedules should be kept for at least seven years after disposal of the property or mortgage.

**(l) Correspondence.** Unless correspondence falls under another category listed elsewhere in this policy, correspondence should generally be saved for two years.

**(m) Banking and Accounting.** Accounts payable ledgers and schedules should be kept for seven years. Bank reconciliations, bank statements, deposit slips and checks should be kept for seven years. Any inventories of products, materials, and supplies and any invoices should be kept for seven years. The treasurer's year-end financial reports and statements should be kept for seven years.

**(n) Insurance.** Expired insurance policies, insurance records, accident reports, claims, etc. should be kept at least seven years after expiration.

**(o) Audit Records.** External audit reports should be kept permanently. Internal audit reports should be kept for three years. Any periodic Treasurer reports should be kept for at least three years.

**(p) Electronic Mail.** E-mail that needs to be saved should be either: (i) printed in hard copy and kept in the appropriate file; or (ii) downloaded to a computer file and kept electronically or on disk as a separate file. The retention period depends upon the subject matter of the e-mail, as covered elsewhere in this policy.

#### **Changes to Policy**

The Board of Directors must approve any changes to this policy.



## **EXECUTIVE COMPENSATION POLICY**

The Chief Empowerment Officer of Eye to Eye (E2E) is the principal representative of E2E, and the person responsible for the efficient operation of E2E. Therefore, it is the desire of E2E to provide a fair yet reasonable and not excessive compensation for the CEO and any other highly compensated employees and consultants. The Board Chair, Treasurer and Secretary will annually evaluate the CEO on his/her performance, and ask for his/her input on matters of performance and compensation.

### **Board Approval**

The Board Chair, Treasurer and Secretary will obtain research and information to make a recommendation to the full board for the compensation (salary and benefits) of the CEO based on a review of comparability data. For example, the Board Chair, Treasurer and Secretary may secure data that documents compensation levels and benefits for similarly qualified individuals in comparable positions at similar organizations. This data may include the following:

1. Salary and benefit compensation studies by independent sources such as research consulting agencies;
2. Written job offers for positions at similar organizations;
3. Documented telephone calls about similar positions at both nonprofit and for profit organizations; and
4. Information obtained from the IRS Form 990 filings of similar organizations.

### **Concurrent Documentation**

To approve the compensation for the CEO the board must document how it reached its decisions, including the data on which it relied, in minutes of the meeting during which the compensation was approved. Documentation will include:

5. A description of the compensation and benefits and the date it was approved;
6. The members of the board who were present during the discussion about compensation and benefits, and the results of the vote;
7. A description of the comparability data relied upon and how the data was obtained; and
8. Any actions taken (such as abstaining from discussion and vote) with respect to consideration of the compensation by anyone who is otherwise a member of the board but who had a conflict of interest with respect to the decision on the compensation and benefits.

### **Independence in Setting Compensation**

The Chair of the Board of Directors, who is a volunteer and not compensated by E2E, will operate independently without undue influence from the CEO. No Board Chair, Treasurer and Secretary will be a staff member, the relative of a staff member, or have any relationship with staff that could present a conflict of interest.

### **Changes to Policy**

The Board of Directors must approve any changes to this policy.



**Eye to Eye**  
**Minutes of the Eye to Eye Board of Directors Meeting**  
**February 8<sup>th</sup> 2017**

**Location of Meeting:** Eye to Eye – NYC Office: 1430 Broadway, 6<sup>th</sup> Floor, New York, NY 10018

**Present at Meeting:** Juliana Albano, Francois Barbier, David Flink, Gabe Friedman, Laura Giadorou-Koch, Kevin Greer, Marc Hoffman, LeDerick Horne, Marcus Soutra, Kayle Walls

**Present on Phone:** Alan Harlam, Vanessa Kirsch, Adam Koplewicz, Elizabeth O’Heaney

**Absent:** Jim Balfanz, Ross Buffington, Peggy Ogden

**Call to Order:** The Eye to Eye Board Meeting was called to order at 1:06 pm by Alan Harlam on February 8<sup>th</sup> at the Eye to Eye Office in New York.

**Approval of Agenda:** The agenda for the meeting was distributed and unanimously approved.

**Approval of Previous Minutes:** The minutes of the previous meeting were reviewed and unanimously approved.

**Executive Update, David Flink and Marcus Soutra**

The Eye to Eye mini-retreat in January was a success and generated a lot of excitement around the strategic plan. We have signed a new office lease, which will provide an office almost double our current office size located at 50 Broad Street. The Eye to Eye App is officially done and in beta-testing. The safe space program is branded and ready to deploy to classrooms across the country. We are already using the strategic plan with funders and it’s working well. We’re still refining the plan with our closest constituents. Eye to Eye’s new bi-coastal presence has been working well operationally.

**Program Update, Gabe Friedman and LeDerick Horne**

Gabe Friedman gave the Board an update on Eye to Eye’s programming over the past 3 months, referencing the power point presentation, *“Program Updates for February 2017 Board Meeting Feb. 2017.”* LeDerick Horne gave an overview of the Program Committee’s goals as well as the minutes from their previous meeting in January, referencing the following documents, *“Eye to Eye Program Committee 2017 Goals”* and *“Eye to Eye Program Committee Notes on Strategic Growth Plan.”*

**Development Update, Juliana Albano and Laura Giadorou-Koch**

Juliana Albano gave the Board an update on our progress this year’s revenue goals, referencing the document, *“Development Update\_2.8.17.”* Our progress is tracking well, having raised \$1,555,000 toward our \$2,850,000 goal. Laura represented the Development Committee and shared our progress toward our Phase 1 goal of the campaign and our plans to secure a campaign consultant in the next month. The Board discussed our communications and donor



relations game plan to ensure that we're casting a wide net with all donors and stewarding our lower-level donors well.

#### **Finance and Operations Update, Kayle Walls and Kevin Greer**

Kayle reported to the Board that our accounting and payroll systems are now in-house. His priorities have been creating the business plan and preparing for new positions and staff added to the team come June. Kevin reviewed the financial dashboard, referencing, *"2017.01.JanuaryE2EFinancials."* We're working on building up our cash reserves. Expenses and revenue are on track. The committee has spent a lot of time reviewing the business plan and revenue strategy. It was clear among the Board that our financial systems have grown at an incredible pace thanks to Kayle's hard work.

#### **Governance and Nominations Committee Update, Elizabeth O'Heaney**

Elizabeth welcomed Shari Crotty, our newest Board member to the Board. The committee will be working on figuring out the qualities we're looking for in new board members, assessing what the ideal number of board members should be for a board our size, and refining the onboarding process for new members.

#### **Business Plan Discussion, Kayle Walls**

The Board had a positive emotional response to the business plan, with many members feeling excited and optimistic about Eye to Eye's growth and ambitious, well-thought out goals. Board members have given Kayle feedback on the plan. The Board further discussed the need to grow our cash reserves and the idea to add a staff position to have someone in charge of our larger partnership agreements.

#### **Spring Fete Update, Juliana Albano**

Since the Spring Fete is scheduled for May 18<sup>th</sup> in New York City this year, the Board decided that it would make more sense to move the May Board Meeting to May 17<sup>th</sup> in New York City instead of May 10<sup>th</sup> in San Francisco. Juliana lead a discussion on the ROI of last year's Spring Fete. As a group, we decided to test out a "VIP After Party" for major donors at this year's event.

#### **Student and Alumni Panel**

Two Eye to Eye Diplomats, Alyssa Tierney and Matt Brown answered questions from the Board about their experience in Eye to Eye's programs.

**Adjourned:** The meeting was adjourned at 4:00 pm.

#### **Action Items:**

- Alan requested that each board committee develop an action plan by the May meeting.
- Staff will create Eye to Eye business cards for Board members by the May meeting.

Minutes submitted by: Juliana Albano, Development Manager

Minutes approved by: Elizabeth O'Heaney, Board Secretary

**Eye to Eye**



**Minutes of the Eye to Eye Board of Directors Retreat  
October 21<sup>st</sup> – 22<sup>nd</sup> 2016**

**Location of Meeting:**

The O’Heaney Farm: 27 Trotta Lane, Morris, CT

**October 21, 2016**

**Present at Meeting:** Marc Hoffman, Juliana Albano, Marcus Soutra, David Flink, Joanna Burleson, Francois Barbier, Rajib Guha, Ross Buffington, Kayle Walls, Gabe Friedman, LeDerick Horne, Laura Koch, Elizabeth O’Heaney, Alan Harlam, Kevin Greer

**On Phone:** Jim Balfanz, Vanessa Kirsch

**Absent:** Adam Koplewicz, Peggy Ogden

**Call to Order:** The Eye to Eye Board Retreat was called to order at 8:45 am by Marc Hoffman on October 21<sup>st</sup> at the O’Heaney Farm in Morris, CT.

**Board Chair Transition:** The Board of Directors unanimously approved and appointed Alan Harlam as Eye to Eye Board Chair, replacing outgoing Board Chair, Marc Hoffman.

**Opening Remarks, David Flink**

Welcome, introduction of board members and Eye to Eye team. The three main goals of the retreat include team building, strengthening committee work and an understanding of Eye to Eye’s 2020 strategic plan.

**Program Update, Gabe Friedman**

Gabe Friedman gave an update on Eye to Eye’s program by referencing the Program Update Slide Deck.

**Development Update, Juliana Albano**

Juliana Albano gave an update on Eye to Eye’s revised fundraising practices and plan for the year ahead by referencing the Development Update Slide Deck.

**Strategic Planning, Joanna Burleson & Rajib Guha**

Joanna: Overview of the Theory of Change

Rajib: Overview of the Growth Plan

**Committee Meeting Time**

- Governance & Nominations Committee: Kayle Walls, Elizabeth O’Heaney, Kevin Greer, Gabe Friedman, LeDerick Horne, Francois Barbier
- Development Committee: Juliana Albano, Marc Hoffman, David Flink, Ross Buffington, Marcus Soutra, Laura Giadorou-Koch



### **Committee Reporting**

- Development Committee, Juliana Albano and Ross Buffington
- Governance & Nominations Committee, Kayle Walls and Elizabeth O'Heaney
  - Minor revisions in the bylaws coming soon via email
  - Compliance related, then expectations related
    - \$10k give / get
    - Signed commitment for each board member each year
    - Need to know the next 2 years of meeting dates
  - CEO Evaluation
    - Annual goals / evaluation = Alan to lead
  - Class system
    - Class 1 v. class 2: At the end of class 2, the board chair comes to you to have a conversation.
    - Onboard incoming board members OI and Retreat...
  - Sign annual forms

### **Pitching Eye to Eye Exercise, Marcus Soutra**

**End: 5:30 pm**

**October 22, 2016**

**9:25 am - Call to order**

### **Finance Report, Kayle Walls & Kevin Greer**

- Financial management systems
  - Trust, fiduciary responsibility, transparency
- Kayle to send copy of audit and 990
- June 30: 160,000 in surplus, 600k in the bank
- July 1: Bookkeeping / accounting in house
- Insurance renewal, sept 1<sup>st</sup> – very comprehensive, above average
- Registered in CA
  - Any benefit of registering E2E headquartered in CA?
- Consolidate expenses and find discounts
  - \$20,000 in annual savings
- Bank statements – 4 statements from 2 institutions
  - Capital One + Sterling / Cedars
  - Credit: \$250k credit line through Capital One
    - \$160k on credit cards
- Expense tracking systems: certify
- Salesforce: invoices
- Monthly Dashboard & Quarterly Report
- Quarter 1 Financial Dashboard, Kevin Greer



- Elizabeth: how do we get this dashboard in foundation / donor's hands? Explore this.
- Different color for fee-for-service in progress toward fundraising goals
- Finance committee: what's our reserve policy? Formal reserve?
- Francois to be on the finance committee!
- Planned giving...

Laura: Mentoring committee – program committee, “what does good mentoring look like?”

#### **Committee Meeting Time**

Finance Committee, Kayle Walls and Kevin Greer  
Program Committee, Gabe Friedman and LeDerick Horne

#### **Committee Reporting**

Finance Committee, Kayle Walls and Kevin Greer  
Program Committee, Gabe Friedman and LeDerick Horne

#### **Executive Session**

#### **Closing Remarks, David Flink**

#### **Next Meeting;**

The next meeting will be the Eye to Eye Board Retreat in New York City at the Eye to Eye Office on February 8, 2017 from 12 – 5 pm.

#### **Upcoming Events:**

- Diplomats Summit:
- LA Event:
- Marin Event:
- Holiday Party:
- Spring Fete:

**Adjourned:** The meeting was adjourned at 12:00 pm.

Minutes submitted by: Juliana Albano

Minutes approved by: *Elizabeth O’Heaney*



**May 11, 2016 1:00 PM**

**Location of Meeting:**

New Profit, 200 Clarendon Street, 44<sup>th</sup> Floor, Boston, MA

**Present at Meeting:** Juliana Albano, François Barbier, David Flink, Kevin Greer, Alan Harlam, Marc Hoffman, LeDerick Horne, Vanessa Kirsch, Carolyn Mayo, Elizabeth O’Heaney, Marcus Soutra

**On Phone:** Ross Buffington, Adam Koplewicz

**Absent:** Jim Balfanz, Peggy Ogden

**Call to Order:** Marc Hoffman called The Meeting of the Board of Directors to order at 1:00 PM on May 11, 2016 at the New Profit office in Boston, MA.

**Approval of Agenda:** The agenda for the meeting was distributed and unanimously approved.

**Approval of Previous Minutes:** The minutes of the previous meeting were reviewed and unanimously approved.

**i. Committee Reports**

- a. **Development Committee Report, Marc Hoffman & Carolyn Mayo**
- b. **Governance and Nominations Committee Report, Elizabeth O’Heaney**
- c. **Finance Committee Update**
  - Review of Current Financials and Proposed 2016 Budget

**ii. Approval of New Budget**

- a. The board approved the proposed FY 2016 Budget

**iii. Program Update, Micah Goldfus and Marcus Soutra**

- a. Referencing the program update slideshow, Gabe Friedman was introduced as the new hire for the National Program Director in replacement of Micah Goldfus. We are closing 7 underperforming chapters this year and adding 17 new chapters. The board discussed the thought process that goes into starting a new chapter. New chapters include: AIM Academy, City College, Cornell University, Drexel University, Fayetteville State University, Fordham University, Holy Cross University, Laramie County Community College, Lehigh University, Mary McDowell Friends School, North Carolina State University, Niagara University, Park School of Baltimore, Penn State University, Tulane University, University of Chicago Laboratory School, University of Colorado – Boulder. The Eye to Eye Diplomats have continued to speak to impressive audiences (particularly around policy work) including meeting with Senator Bob Casey of Pennsylvania, OSERS, The White House and more. Our pilot year of research is winding down and we expect positive results. This study will set



us up well to prove our social-emotional efficacy in students and set us up for a more robust study down the line.

**iv. Development Update, Carolyn Mayo**

**v. Strategic Planning Discussion: Where We Are and Next Steps, LeDerick Horne, David Flink and Kevin Greer**

- a. Reimagine Learning team and Joanna Burluson from Monitor Deloitte joined the board for this presentation. Referencing the Strategic Planning power point, LeDerick outlined our different end state options – education, youth empowerment, pop culture, policy and policymaking. The board discussed our unique position in the educational landscape, and how our ability to build youth agency affects education, pop culture and policy at large. Eye to Eye is likely better positioned to influence local policy – school boards, school policy, etc. The committee then discussed Eye to Eye’s hypothesis around building supply and generating demand. We need to define what scale looks like, including population, demographics and organizational partners. The board further discussed what the right model for scale might look like, and what we uniquely do best.

**vi. Executive Session**

**Next Meeting;**

The next meeting will be the Eye to Eye Board Retreat in Litchfield, CT from October 20<sup>th</sup> – 22<sup>nd</sup>.

**Upcoming Events:**

- Spring Fete: May 19, 2016 (The Attic Rooftop: 251 W. 48<sup>th</sup> Street, NYC 10036)
- Camp Eye to Eye: July 11-15 at 92nd Street Y
- The Organizing Institute (OI): August 1-7, 2016 at Brown University
  - Partners Day: August 3 – 4<sup>th</sup> 2016 at Brown University

**Adjourned:** The meeting was adjourned at 5:10 PM by Marc Hoffman.

Minutes submitted by: Juliana Albano

Minutes approved by: *Elizabeth O’Heaney*



**Minutes of the Meeting of the Eye to Eye Board of Directors  
February 10, 2016 1:00 PM**

**Location of Meeting:**

Eye to Eye: 1430 Broadway, Floor 6, New York, New York 10018

**Present at Meeting:** Juliana Albano, David Flink, Micah Goldfus, Kevin Greer, Marc Hoffman, LeDerick Horne, Vanessa Kirsch Marcus Soutra, Carolyn Mayo, Elizabeth O’Heaney

**Guests:** François Barbier

**On Phone:** Adam Koplewicz, Alan Harlam, Katrina Maestri (guest, on phone)

**Absent:** Jovan Haye, Roberta Kaplan, Jim Balfanz, Peggy Ogden, Ross Buffington

**Call to Order:** Marc Hoffman called The Meeting of the Board of Directors to order at 1:05 PM on February 10, 2016 at The Eye to Eye National Headquarters Office.

**Approval of Agenda:** The agenda for the meeting was distributed and unanimously approved.

**Approval of Previous Minutes:** The Minutes of the previous meeting were reviewed and unanimously approved.

- i. **Housekeeping Items, Marc Hoffman**
- ii. **Executive Overview**
  - a. **External Successes, David Flink**

Dave highlighted the continuation of the organization’s strategic plan and our continuing and thriving organizational partners.
  - b. **Internal Successes, Marcus Soutra**

Marcus emphasized the ongoing efforts to open the San Francisco office, having leads for office space, and the plan to increase staff size to 16 between both offices. Culture change work is thriving with Jewell Lloyd and Roadtrip Nation partnerships.
- iii. **Program Update, Micah Goldfus**

Research with UCSF and BrainLens continue, and will yield strong data for Eye to Eye’s growth. Eye to Eye will grow to 60 chapters in the next year.
- iv. **Advancement Update, Carolyn Mayo**

Eye to Eye is on target to hit our fundraising projections this year. The holiday appeal was the most successful yet, with 196 gifts and revenue of \$147,000.
- v. **Governance and Nominations Exercise, Elizabeth O’Heaney**



Elizabeth announced and welcomed newest board member, Ross Buffington. The board suggested that we look for individuals with a strong fundraising skillset, have a high net-worth and good connections in the community.

**vi. Committee Reports**

**a. Governance and Nominations, Elizabeth O’Heaney**

The board unanimously approved Dave’s proposal to remove Jovan Haye from the board of directors and transition him to a role on the advisory board.

The board unanimously approved the proposed bylaw revisions regarding nomination of directors and quorum and voting.

**b. Development, Marc Hoffman**

The board discussed options for funding sources in the \$25,000 level, especially with smaller family foundations.

**c. Finance, Kevin Greer**

Kevin presented to the board how Eye to Eye is at its strongest financial position than ever.

**d. Ad Hoc Strategic Planning, LeDerick Horne**

This committee update was discussed through a strategic planning exercise that included these 3 questions: *How will we define success for Eye to Eye? What is Eye to Eye’s endgame? Will Eye to Eye do demand-building work or impact work?*

**vii. Executive Session**

**Next Meeting;**

The next meeting will be held from 1 – 5 PM on Wednesday, May 11, 2016 in Boston (location to be announced.) This meeting will be followed by a cocktail gathering, which all board members are encouraged to attend.

**Events to look forward to for Board:**

- Spring Fete: May 19, 2016 (location TBD)
- Camp Eye to Eye: July 11-15 at 92nd Street Y
- The Organizing Institute (OI): August 1-7, 2016 at Brown University

**Adjourned:** The meeting was adjourned at 5:00 PM by Marc Hoffman.

Minutes submitted by: Juliana Albano

Minutes approved by: Elizabeth O’Heaney