

SAY San Diego Board of Directors Retreat
Friday, September 5, 2025
PricewaterhouseCoopers LLP Headquarters

Board Members Present: Omar Baza, Theresa Carter, Sara Hyzer, Trisha Monteleon, Danielle Pena, Barbara Ryan, Janie Wardlow, Carly Couture, and Louie Nguyen.

Regrets: Tibyasa Matovu

Staff Present: Louie Nguyen

Guest: Andy Pendoley

Minutes Taker: Sage Gautier

Quorum: Yes (10 of 11 present)

I. Call to Order and Roll Call

The meeting was called to order at 10:00 a.m. by Chair Louie Nguyen. Roll call was conducted, and a quorum was confirmed.

II. Welcome and Retreat Overview

Chair Louie Nguyen welcomed attendees and outlined the retreat's objectives:

- Strengthen relationships among board members and deepen understanding of individual motivations for supporting SAY's mission.
- Review board development initiatives, including recruitment and upcoming October Annual Meeting.
- Discuss trends in the nonprofit sector and implications for SAY's future operations.
- Review governance practices and identify opportunities to enhance board effectiveness.
- Provide updates on SAY's ongoing strategic planning process.

Louie and CEO provided opening remarks emphasizing collaboration, reflection, and forward momentum.

III. Activity: "Whose Leadership Inspires You?"

Board members shared stories of leaders who inspire them, including figures such as Abraham Lincoln, Jane Goodall, John Lewis, Ida B. Wells, Oprah Winfrey, and SAY's founding CEO. Qualities highlighted included authenticity, humility, courage, action

orientation, and the ability to inspire others through clarity of vision. The group discussed how these traits could strengthen the Board's own leadership capacity and inform its work with SAY.

IV. Status of Board Development

A. New Member Vote

Chair Nguyen presented the nomination of **Rob Gaan** for election to the Board. Comments from board members emphasized Rob's financial expertise, professional background in corporate and biotech sectors, and strong marketing and branding skills. **Motion:** To elect Rob Gaan to the SAY San Diego Board of Directors.

Moved by: Omar Baza

Seconded by: Sara Hyzer

Vote: Motion carried unanimously.

B. Recruitment Efforts

The Board reviewed the status of ongoing recruitment efforts. Potential candidates discussed included:

- **Amy Truong**, Founder of Paru Tea in La Jolla.
- **Dr. Pradeep**, noted potential conflict of interest.
- **Stephen Chin**, may not be the right time for consideration.
- **Adri Brunner**, JP Morgan, strong Give/Get potential.
- **Sarah Hassaine**, DEI Director at Resben, interested in advisory engagement.
- **Laura Hall**, retired Burberry executive and leader in Conscious Capitalism.

The Board agreed to continue pursuing candidates with expertise in marketing, PR, and philanthropy.

C. Preview of October Annual Meeting

Louie provided an overview of the upcoming Annual Meeting, including the proposed officer slate, term renewals, and committee structures for the 2025–2026 board year.

V. State of Nonprofits

The Board discussed key challenges and opportunities in the nonprofit sector, including workforce retention, compensation, cost of living pressures, burnout, and evolving

technology.

Key insights included:

- Alignment with mission, work-life balance, and positive culture are critical to retention.
- The rising cost of living and burnout remain top concerns.
- SAY experiences high demand and waitlists across programs.
- AI can be a valuable tool for research, grant development, and operational efficiency.

Board members noted the importance of strengthening SAY's visibility, marketing, and philanthropic outreach to attract larger-scale donors.

VI. Governance Excellence and By-Laws Review

A. Board Member Agreement (BMA)

The Board discussed developing a comprehensive Board Member Agreement to clarify expectations, roles, and responsibilities. Topics included:

- Distinctions between bylaws and individual agreements.
- Processes for addressing noncompliance.
- Inclusion of advisors in fundraising committees.
- Adding CEO succession planning language.
- Establishing board term limits and ensuring staggered transitions.

B. Committee Restructuring

The following committee structure was approved for 2025–2026:

Executive Committee

- Chair: Sara Hyzer
- Members: Omar Baza, Trisha Monteleon, Barbara Ryan (at large), Louie Nguyen

Finance Committee

- Chair: Tibyasa Matovu
- Members: Carly Couture, Rob Gaan, Louie Nguyen

Governance & Nominating Committee

- Chair: Omar Baza
- Members: Sara Hyzer, Barbara Ryan, Danielle Pena

Fundraising Committee

- Chair: Carly Couture
- Members: Rob Gaan, Janie Wardlow, Louie Nguyen

Audit Committee

- Chair: Trisha Monteleon
- Members: Danielle Pena, Janie Wardlow

The Board agreed to maintain a two-year term for committee chairs and require officers to serve on at least one additional committee.

C. Meeting Cadence

The Board approved shifting regular meetings to the fourth Tuesday of each quarter, with the April meeting serving as the annual retreat. Four in-person meetings will be prioritized, with flexibility for remote participation as needed.

D. Fundraising and Contributions

The Board reaffirmed its commitment to philanthropy through a “Give or Get” model:

- Members: \$2,500 give or \$5,000 get
 - Officers: 50% of the standard amount
- Reimbursements for cultivation expenses up to \$200 per year were approved.

A simple reporting form will be developed to document in-kind and networking contributions.

VII. Strategic Planning Update

Louie presented updates on SAY’s ongoing strategic planning process, including progress toward 2025–2026 goals and initial planning for the 2026–2028 strategic framework.

Discussion focused on:

- Strengthening resiliency and building unrestricted reserves.
- Achieving equitable staff compensation.

- Developing sustainable social enterprises to generate reinvestment capital.
- Increasing visibility, storytelling, and risk tolerance across the organization.

Emerging Concepts

- **Wellness Clinic:** Paid therapy model emphasizing community access.
- **Boba Concept:** Dual-purpose youth wellness cafés generating earned revenue.
- **Intergenerational Programs:** Engaging semi-retired adults with youth activities.
- **Summer Camps:** Expansion into higher-income markets.

Board members emphasized the importance of scalability, innovation, and cost-benefit analysis when evaluating new initiatives.

VIII. Reflections and Closing Remarks

Board members reflected positively on the retreat's outcomes, noting the high level of engagement and collaboration. Members expressed enthusiasm for new ideas and appreciation for the strategic clarity achieved.

CEO Closing Remarks: Louie thanked the Board for its support and emphasized the shared commitment to SAY's continued growth and impact.

Chair Closing Remarks: The Chair acknowledged the productivity of the retreat and expressed optimism about the year ahead.

Adjournment

There being no further business, the meeting was adjourned at 2:45 p.m.

Minutes respectfully submitted by:

Sage Gautier, Minutes Taker