



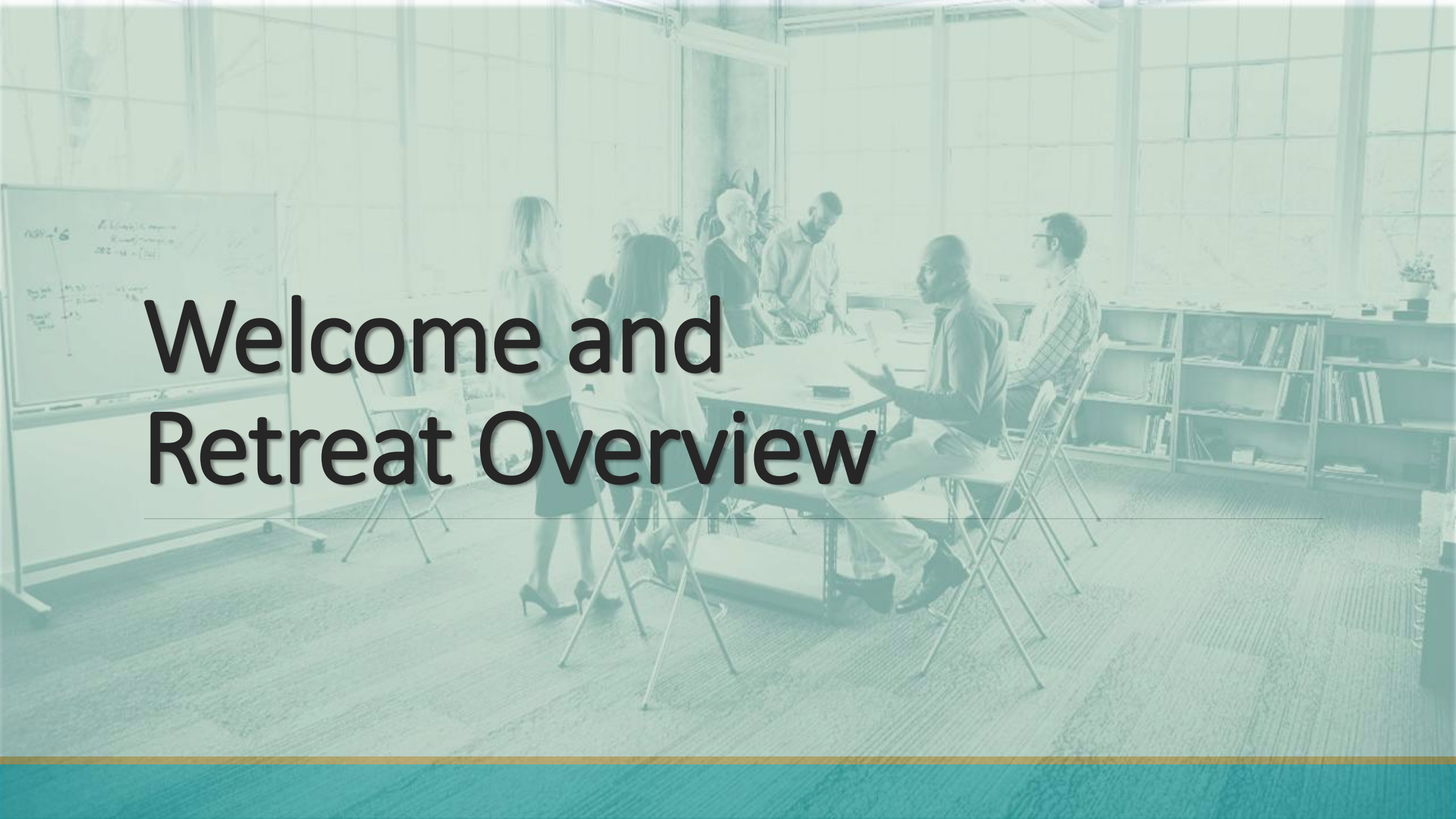
Board of Directors Retreat

SEPTEMBER 5, 2025

A group of people are gathered in a modern meeting room with large windows. Some are standing and looking at a whiteboard, while others are seated at a table. The room has a bookshelf and a patterned carpet. The text 'Call to Order' and 'Roll Call' is overlaid on the left side of the image.

Call to Order

Roll Call

A group of people are gathered in a modern meeting room with large windows. Some are standing and talking, while others are seated at a table. A whiteboard with diagrams is visible on the left. The scene is overlaid with a teal tint.

Welcome and Retreat Overview

Agenda

- I. Call to Order
- II. Welcome and Retreat Overview
- III. Activity: Whose Leadership Inspires You?
- IV. Status of Board Development
- V. State of Non-Profits
- VI. Review of Governance Excellence and By-Laws
- VII. Activity: Diamond
- VIII. Strategic Planning
- IX. Reflections and Closing

Working Lunch

Whose Leadership Inspires You?

***Who is an influential and impactful leader
that you highly admire?***

What qualities and characteristics define that leader?

***How could these be infused into the Board of
Directors to increase your capacity and impact?***

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Status of Board Development

New Member Induction

Rob Gaan, CFP

Chief Investor Relations Officer at Christopher Weil & Company, Inc, a highly respected investment firm in San Diego. Chris Weil chaired a \$1mn campaign for Mainly Mozart

Former Board Chair of San Diego Youth Symphony

Rob will be a great asset to our fundraising effort

His reputation will raise SAY's profile

Status of Recruitment Efforts

Amy Truong

Founder of Paru Tea, a high-end tea boutique in La Jolla

An experienced small business owner whose insights will be important for some of our social enterprise concepts

Support our fundraising via her access to donors with the capacity to donate

Her marketing and branding support our effort to increase our profile

Has expressed interest so will start her interview process after retreat

Status of Recruitment Efforts

Continuing Interest:

Dr. Pradeep Gidwani, American Academy of Pediatrics

Stephen Chin

Adri Brunner, JP Morgan

Sarah Hassaine

Laura Hall

Preview of October Annual Meeting

- i. Proposed officer slate for October board elections
- ii. Board Member Term Renewals
- iii. Proposed committees for 25/26 board year

A group of people are gathered in a meeting room with large windows. Some are standing and looking at a whiteboard on the left, which contains some handwritten notes and diagrams. Others are seated around a table, engaged in discussion. Bookshelves filled with books are visible on the right side of the room. The entire image has a light teal overlay.

State of Non-Profits



University of San Diego®
**SCHOOL OF LEADERSHIP
AND EDUCATION SCIENCES**

The Nonprofit Institute

1-23-2025

2024 State of Nonprofits and Philanthropy Annual Report

Tessa Tinkler

Cristina Sanchez-Kerr

Laura Deitrick

Bryan Cardenas

Eo Hanabusa

OVERVIEW

1. People at the Core: Workforce Trends, Retention, and Leadership
2. Planning for the Future: Operations, Advocacy, and Growth
3. Organization Vision and direction: Board Dynamics, Innovation, and Accountability
4. Conclusion and Recommendations

People at the Core

Nonprofit Employees Want to Stay in the Sector

83%

of Employees Reported
Envisioning a **Long-Term**
Career in the Nonprofit Sector

85%

of Employees Reported
Feeling **Respected** for the
Work They Do as a Nonprofit
Professional

People at the Core

Relationships, Mission, and Synergy Keep People in Their Jobs



Relationships were Highlighted as Top Reason Employees Stay in Their Jobs

*"Love my team, love our mission.
Great boss and colleagues.
I feel challenged by my work."
- Mutual Public Benefit*

*"The great teamwork with my
colleagues brings me joy and ease at
work, and the ability to balance work
and life encourages me to remain in
this organization."
- Human Services*

People at the Core

Threats to the Workforce: Challenges in Pursuing the Mission

30%

of Employees and Executive Leaders
Have Been Targeted or Threatened at Least One Time
in the Past Two Years Because of Their Mission

Significant Differences in Who Experienced Threats in the Past Two Years:

70% of Black Employees

47% of Male Employees

59% of Employees who Work in Refugee /
Immigrant Services

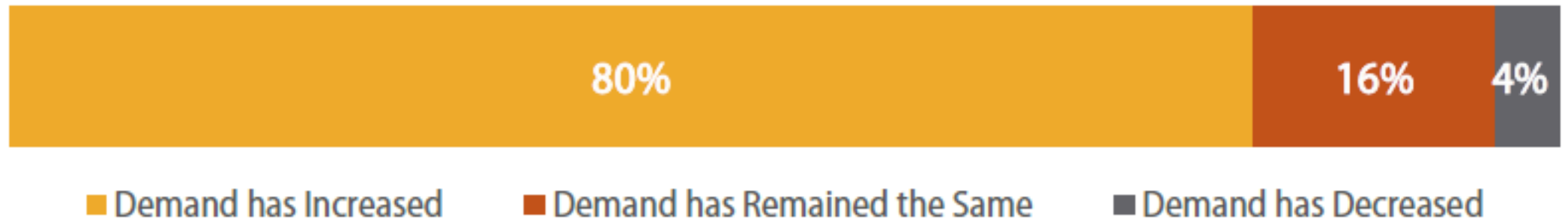
45% of Employees Who Work in Housing

45% of Employees Who Work in Civil Rights /
Community Development / Advocacy

Planning for the Future

Demand for Services

Figure 12. Demand for Services



50% 

of Executive Leaders Report
They Currently Have **Waitlists**
for Their Services

9% 

of Executive Leaders
Report Being **Able to Meet**
All of the Increased

Planning for the Future

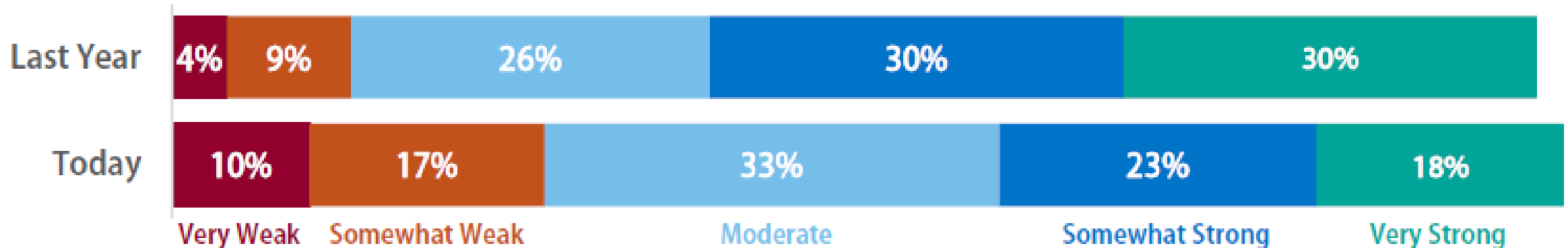
Causes of Increased Demand for Services

1. **Organizational Impact and Awareness:** Growth in organizational impact and heightened community awareness of services
2. **Government Funding:** Reduction in government funding and services, increasing reliance on nonprofits (mentioned most frequently in education)
3. **Cost of Living:** High cost of living, notably the scarcity of affordable housing
4. **Socio-Political Factors:** Increased demand for services due to current context, such as youth mental health needs, senior support services, growing unhoused population, climate change impacts

Planning for the Future

Financial Stability Is Waning

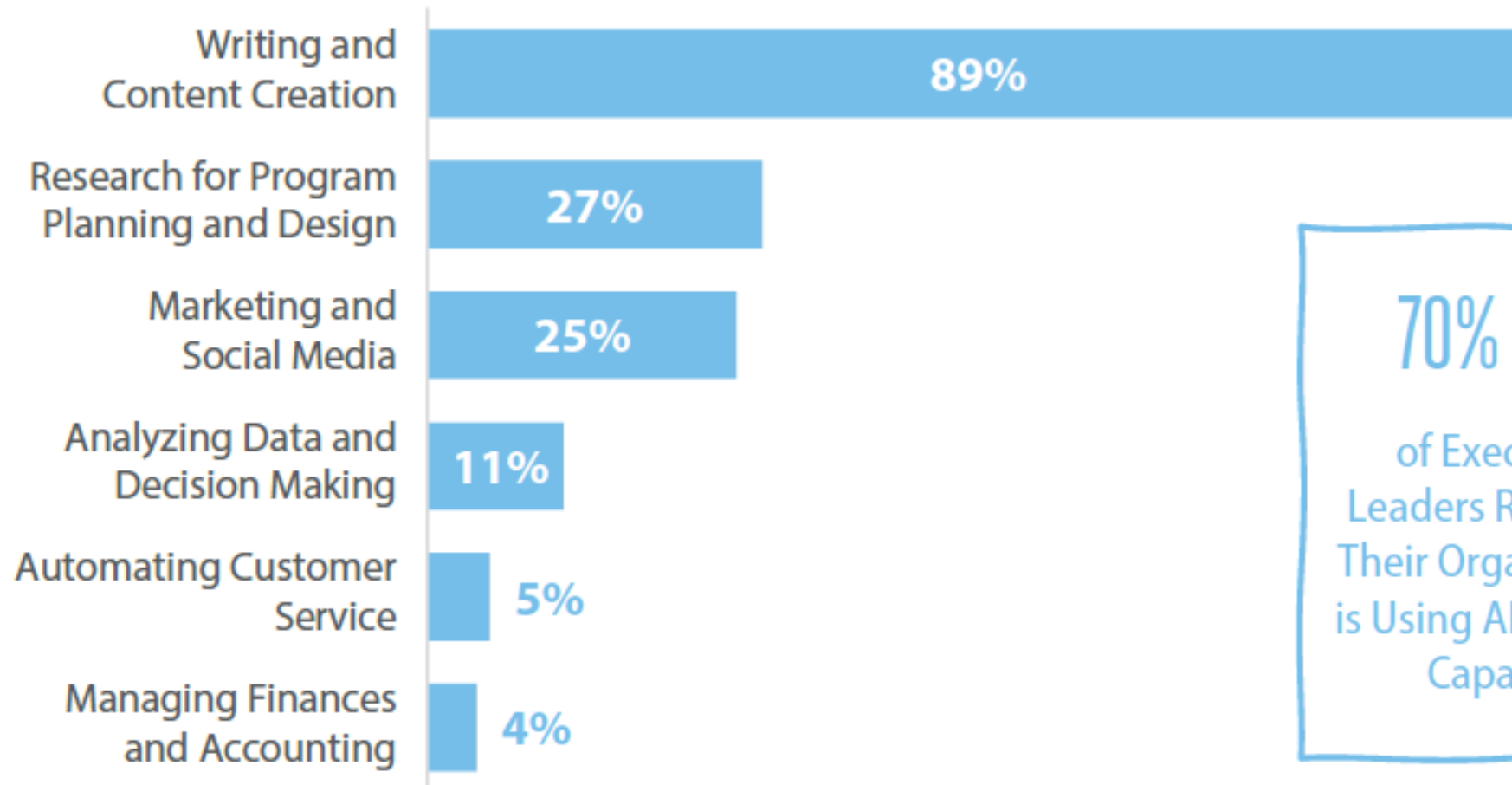
Figure 13. Organization's Financial Health Today in 2024 vs. Last Year 2023



Planning for the Future

Growing Role of Artificial Intelligence in Nonprofits

Figure 17. Most Common Uses of AI by Nonprofit Professionals



70%

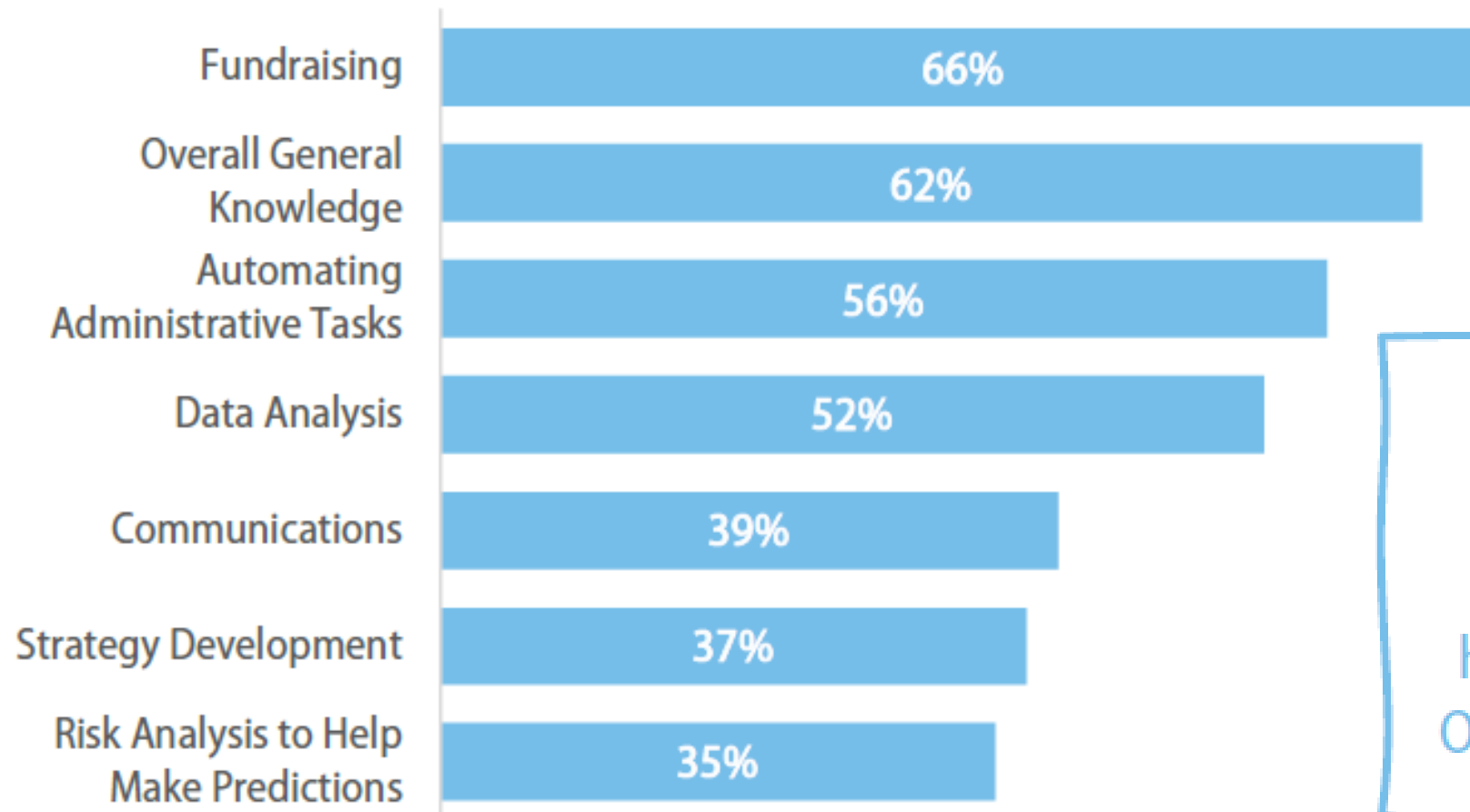


of Executive
Leaders Reported
Their Organization
is Using AI in Some
Capacity

Planning for the Future

Growing Role of Artificial Intelligence in Nonprofits

Figure 19. What Nonprofit Professionals are Interested in Learning about AI

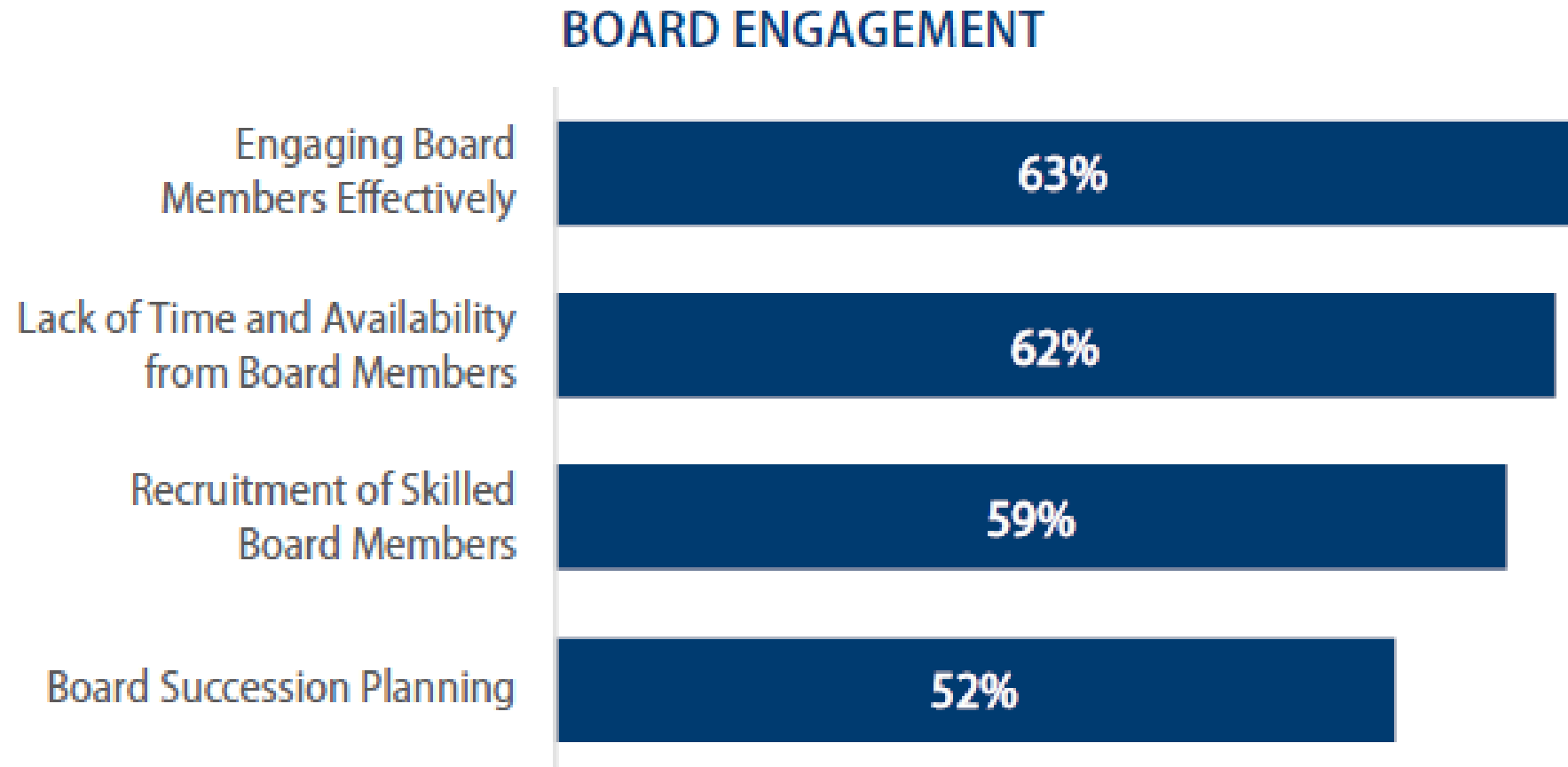


76%
of Nonprofits
have No Policy
Outlining AI Use

Organization Vision and Direction: Board

Boards Excel in Fiduciary Role, Less Effective in Strategic and Generative Roles

Figure 27. Executive Leaders' Top Board Challenges (Select Top 5)



Organization Vision and Direction: Board

Philanthropy Reflects Commitment and Responsibility

- Boosts fundraising credibility
- Strengthens donor confidence
- Contributes to fiduciary responsibility toward financial health
- Achieves the organization's full potential for leveraging philanthropy

Importance of Social Enterprise

Generates Sustainable Revenue While Advancing the Mission

- Creates a diverse revenue stream for sustainability
- Promotes greater community impact through scalability
- Allows for responsiveness in a fast-changing world
- Opens possibilities for new stakeholders, partners and impact investors

Conclusion and Recommendations

For Board Members

- **Be a mentor** to your colleagues and community to promote participation and leadership development
- **Bring all of your talents:** a high performing board has strategic responsibilities, not just fiduciary
- **Embrace philanthropy** as a critical part of the organization's resiliency and sustainability
- **Support social enterprises** as mission-driven, scalable opportunities for community impact

A close-up photograph of a sandwich made with almond-studded bread, filled with melted cheese and meat, resting on a wooden surface. The image is overlaid with a semi-transparent teal filter. The word "Lunch" is written in a large, bold, black font on the left side of the image, with a thin horizontal line extending from its base across the width of the image.

Lunch

A group of people are gathered in a modern meeting room with large windows. Some are standing and talking, while others are seated at a table. A whiteboard with some writing is visible on the left. The scene is overlaid with a semi-transparent teal filter.

Review of Governance Excellence and By-Laws

Board Member Agreement

1. Clarifies Roles and Responsibilities
2. Sets Performance Standards
3. Encourages Commitment
4. Supports Board Recruitment and Orientation
5. Facilitates Difficult Conversations
6. Reinforces Fiduciary Duties
7. Builds a Culture of Accountability and Trust

***Proposal:
Augment existing
Board documents:***

A. Confidentiality

B. Attendance

C. Give or Get

Bylaws vs. Board Member Agreement

Category	Bylaws	Board Member Agreement
Purpose	To establish the legal and structural framework of the organization and it's governing rules	To clarify an individual board member's roles, responsibilities, expectations and commitments
Legal Status	Legally binding; required by law	Not legally binding, but is a best practice as a policy and accountability tool
Scope	Applies to the entire organization and all board members collectively	Applies to each individual board member
Required by Law	Yes — typically required by state nonprofit law	No — considered a best practice
Formality	Highly formal; changes require board vote and compliance with amendment rules	Informal; can be updated more easily as board expectations evolve

Next Steps: Draft Agreement

1. Consolidate existing documents/policies
2. Add new elements
3. Review Draft Agreement at October Board Meeting

Roles & Responsibilities

BOARD

- Governance
- Strategic direction
- Fiduciary oversight
- Financial oversight
- CEO performance evaluation
- Fundraising: leverage relationships

STAFF

- Day-to-day
- Operations
- Legal compliance
- Budget management
- Performance tracking
- Fundraising: pursue grants; support Board members

Legal Fiduciary Duties

- **Duty of Care:** attending meetings, reviewing materials, asking questions, monitoring finances
- **Duty of Loyalty:** disclose conflicts of interest, avoid self-dealing, sign conflict of interest statement
- **Duty of Obedience:** follow bylaws and governance, ensure compliance with nonprofit and tax laws, monitor mission alignment

Financial Oversight Best Practices

1. Review and Approve the Budget
2. Review Regular Financial Reports
3. Ensure Proper Financial Controls
4. Hire and Evaluate the Executive Director/CEO
5. Audit or Financial Review
6. Maintain Accurate and Accessible Records

Why Term Limits?

1. Encourages Fresh Perspectives and Innovation
2. Promotes Board Diversity
3. Improves Accountability and Engagement
4. Facilitates Succession Planning
5. Helps Manage Conflict and Power Imbalance
6. Supports Healthy Board Dynamics
7. Aligns with Best Practices and Donor Expectations

Common Structures

- Two or three-year terms, often renewable for one or two consecutive terms
- After serving the maximum terms, members usually must rotate off for at least a year before being eligible again

Current Board Members' Tenure

Barbara Ryan – 21 years

Sara Hyzer – 10y

Trisha Monteleon – 10y

Theresa Carter – 10y

Janie Wardlow – 9y

Omar Baza – 2y

Tibyasa Matovu – 2y

Danielle Pena – 1y

Proposed SAY Term Limits

Recommendation for SAY:

- Three-year term
- One renewal
- Total of 6 years
- For existing board members who have exceeded 6 years:
 - If a Board member will be an officer next fiscal year, an additional 3-year term will be added, regardless of years served
 - If a Board member will not be an officer next fiscal year, an orderly term off schedule will be created to stagger departures

Current SAY Committees

1. Executive Committee
2. Finance Committee
3. Audit Committee
4. Search Committee
5. Fundraising Committee
6. Compliance Committee (staff run)
7. Risks and Opportunities Committee (to be folded into Compliance)
8. Transition Committee

Proposed SAY Committees

1. Executive Committee
2. Finance Committee
3. Audit Committee
 - Compliance Committee will fold into this committee
 - Risks & Opportunities committee will fold into this committee
4. Fundraising Committee
5. Governance & Nominating Committee

***Committee
Chair:
2-year term***

Proposed SAY Board Meetings

- **Board** (quarterly): 4th Tuesday: Jan, April, June, Oct
 - 2-hours in length
 - Retreat: Jan or April
 - Budget Approval: June
 - More details to come: virtual meeting; audit approval; etc.
- **Committees**: prior month to each Board meeting
 - 60-to-90-minutes, at discretion of committee chair

Fundraising and Contributions

1. Make a Personal Financial Contribution ("Give")
2. Help Raise Funds ("Get")
3. Support Fundraising Campaigns and Events
4. Leverage Personal and Professional Networks
5. Be a Visible Champion

Proposed Tailored Fundraising Approach

- Give \$2,500 or Get \$5,000
 - Board officer: 50% credit, (i.e. Give \$1,250 or Get \$2,500)
- Best effort
- Reimbursement for cultivation expenses up to \$200/annually/member
- Will revisit next year to adjust as needed
- Goal is for “full body throw” and not just an “arm throw”

“Get” Examples:

- Solicit donations
- Host events
- Buy/sell event tickets
- Secure sponsorships or in-kind
- Secure donors

A white ceramic cup filled with coffee sits on a matching saucer. The cup and saucer are placed on a white surface, and a soft shadow is cast to the right. The background is a light gray wall. A teal-colored bar is at the bottom of the image.

Take a break...

Activity: Diamond

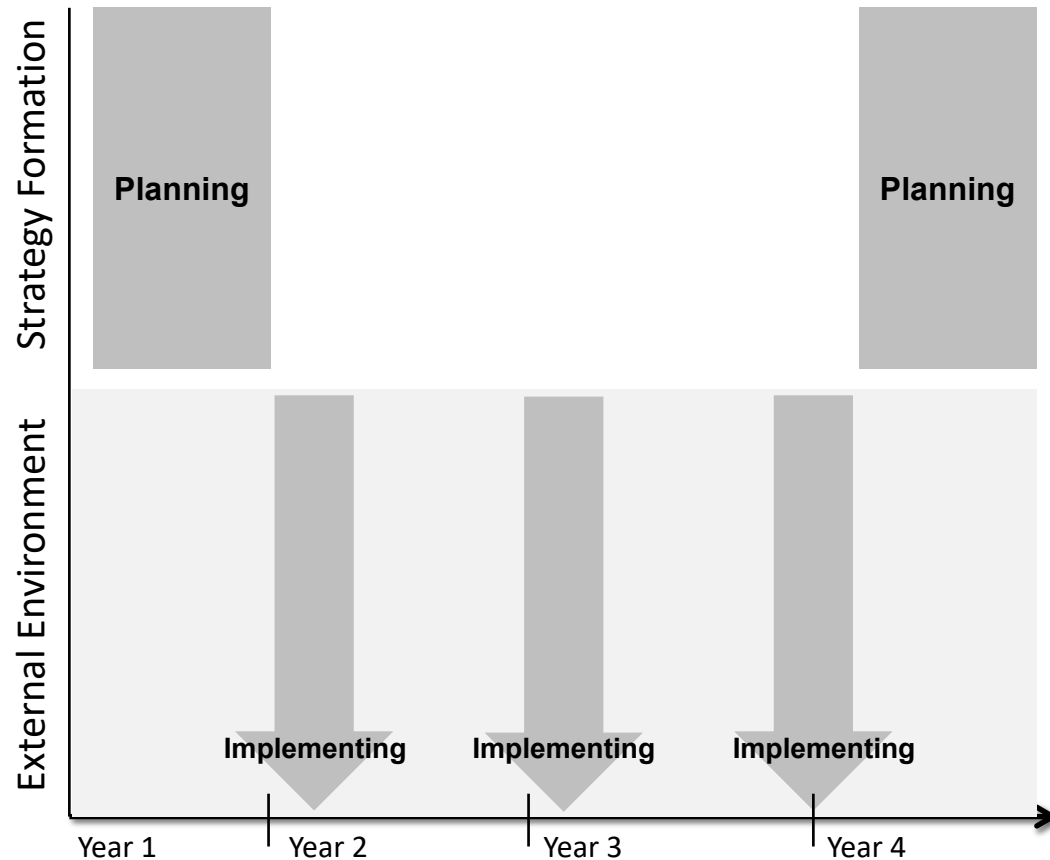


Update: Strategic Plan Development

Dynamic Approach

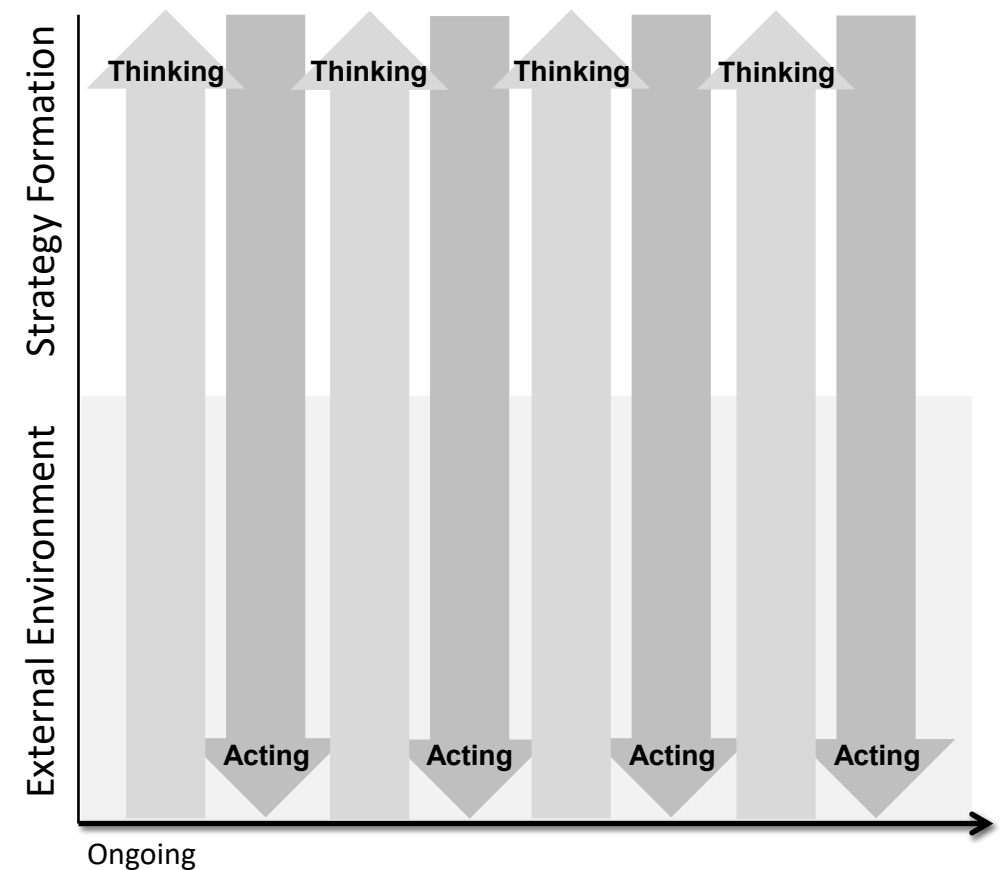
Traditional planning:

Long, discrete, and separated from the external environment



Reality:

Nonprofits need ongoing strategic thinking and acting in the context of the environment



SAY's mission is to partner with youth, adults, families, and communities to reach their full potential.

Macro Shocks

Must generate Unrestricted Capital to diversify for the purposes of resiliency, sustainability, and equitable compensation

2026 – 2029 Goals:

- 1) **Resiliency** – increase operating reserve fund from \$6 mn to \$X mn
- 2) **Sustainability** – create a sustainability fund of \$Y to invest in social enterprises
- 3) **Equitable compensation** – reach 25th percentile in equitable compensation for staff by (Z-year)

RESOURCE ELEMENTS

PHILANTHROPY

GRANTS

SOCIAL ENTERPRISES

OPTIMIZATION

TAX PROGRAMS

ACTIONS

Elevate Our Profile

Risk-taking

Storytelling & Data

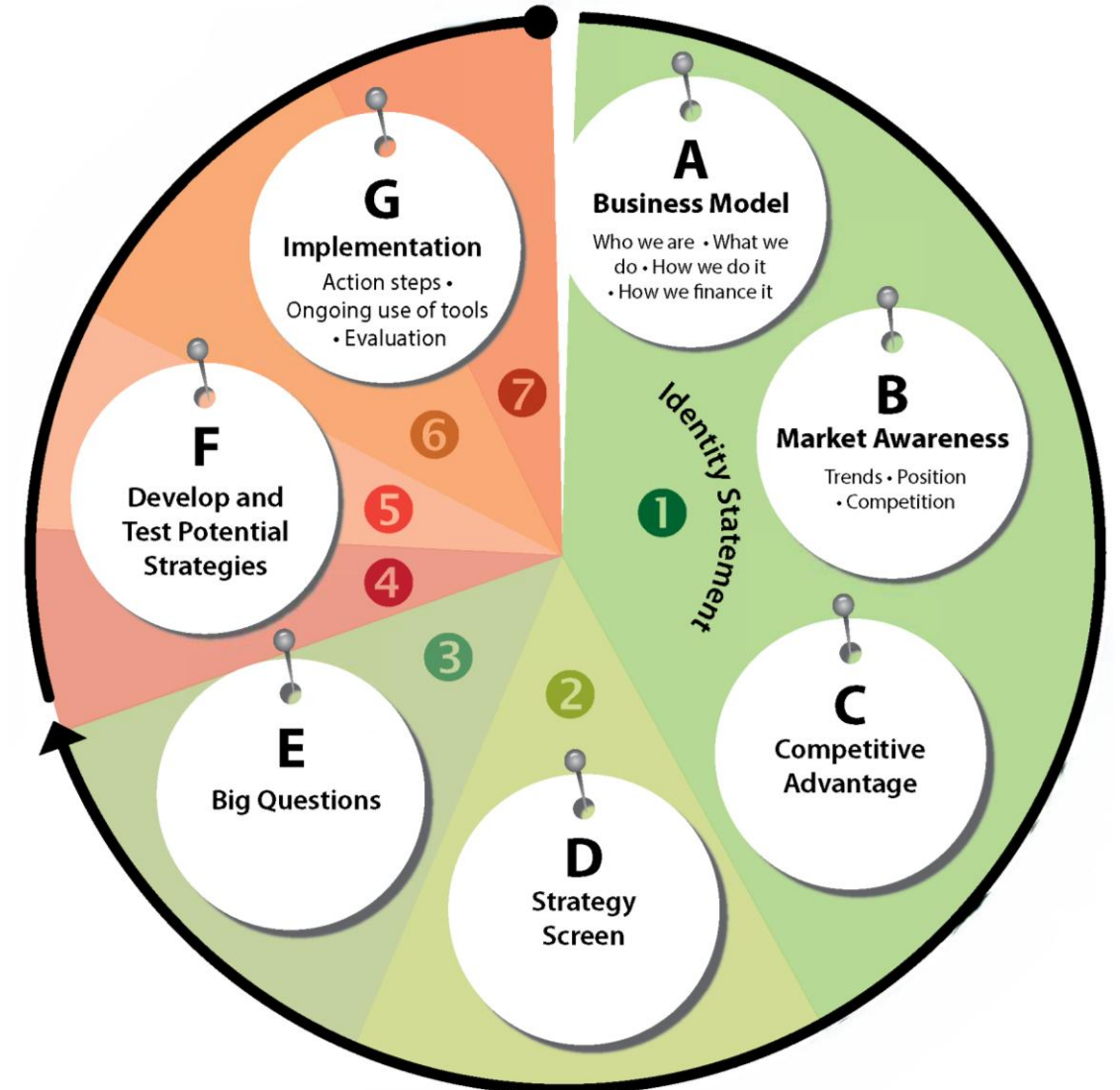
Strategy Screen

Innovations

Embrace Changes

Planning Approach

- A. Review our BUSINESS MODEL
- B. Build our MARKET AWARENESS
- C. Define our COMPETITIVE ADVANTAGE
- D. Develop a STRATEGY SCREEN to evaluate new ideas
- E. Identify THE BIG QUESTIONS
- F. Test POTENTIAL STRATEGIES
- G. (Later and ongoing:) Plan and launch IMPLEMENTATION



Strategy Screen

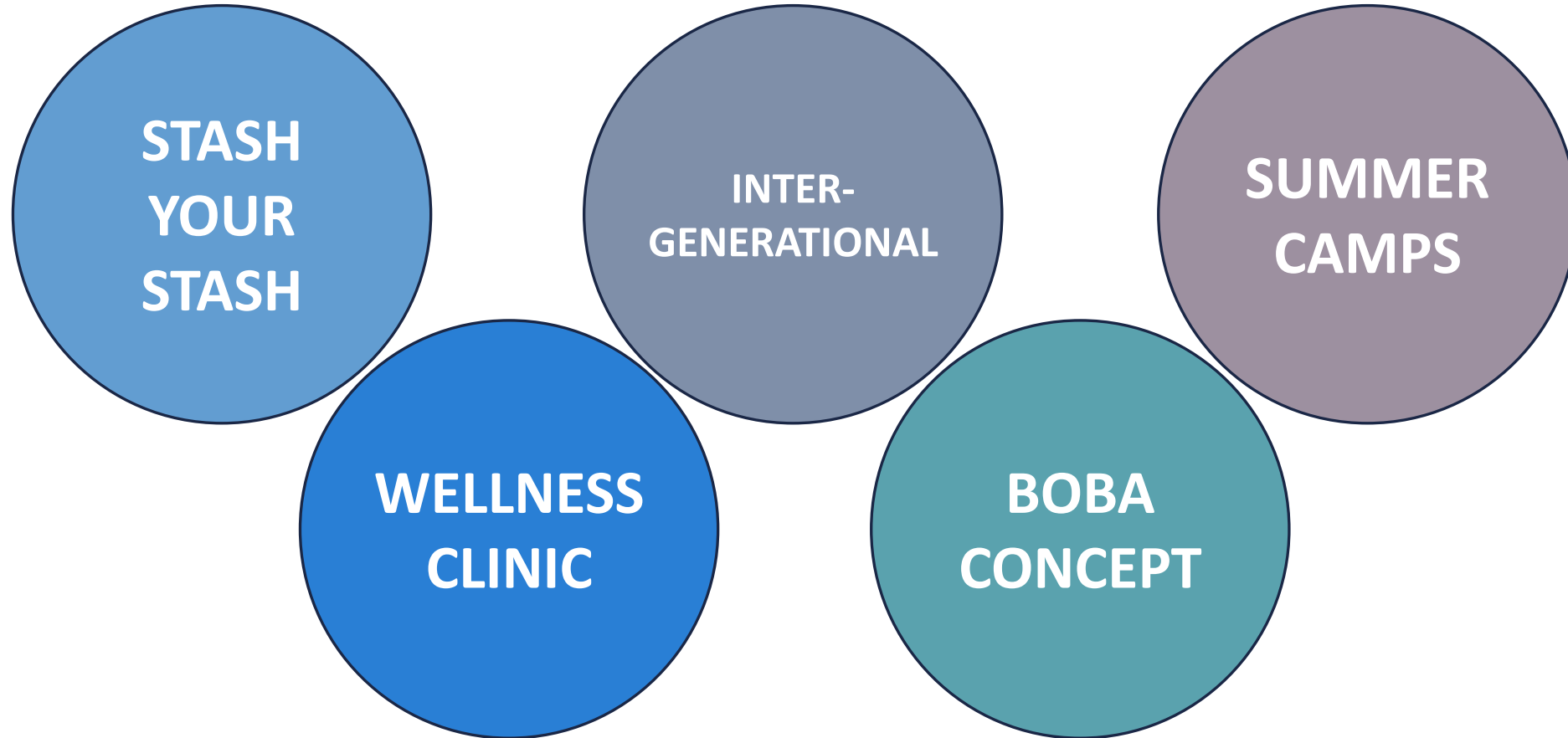
PRIMARY TIER



SECONDARY TIER



Emerging Ideas: Social Enterprises



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Reflections and Closing Remarks



Thank You!
