

**MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF
SPIRIT OF AMERICA WORLDWIDE**

December 9, 2019

Pursuant to proper notice, the Board of Directors of **Spirit of America Worldwide**, a California Nonprofit Public Benefit Corporation ("**SoA**") held a meeting in person in Menlo Park, California, and for those that could not attend, via teleconference on Monday, December 9, 2019 at 9:30am PT.

1. Attendance and Quorum

Present during the meeting were Chairman of the Board Bob Oster and Board Members Jim Hake, John Phelan, Michael Bigham and Natalie Cryer.

Chief Operating Officer Isaac Eagan and Chief Financial Officer Dori O'Donnell were also in attendance. Peggy Findley acted as Secretary during this meeting.

2. Chief Executive Officer's Update

Mr. Hake requested and received Board Approval of the prior meeting minutes. He introduced two special guests; a Navy Captain who experienced Spirit of America's impact in the field and an Advisory Board member who worked closely with SoA to identify opportunities to support top priority US missions in South and Southeast Asia.

Questions were asked of the Board regarding our assessment of where we are and whether we have accurately identified our challenges for the next year. Priorities for 2020 include hiring a Director of Marketing which will enhance our marketing and communications execution and a Chief of Staff to further support greater fundraising success by leveraging time and relationships.

Mr. Hake presented the proposed budget for 2020 which the Board approved. He also briefed the Board on the principal end products resulting from the marketing project which is now complete, as well as on a recently completed project articulating Spirit of America's organizational and programmatic logic models/theories of change.

3. Development Update

The Board was updated on major new grant commitments since the last Board meeting.

4. Field Operations Update

Projects completed this year to date total 238 in five priority regions around the world. In 2020, the priority is to go deeper in countries particularly important to US national security

interests were Spirit of America can have a unique, off-scale impact and become an even more valuable partner.

Staffing update: Our next proposed hires are support staff to free up senior project management to explore more conceptually complex projects with our USG counterparts.

5. Finance/Administrative and Human Resources Update

In consultation with the audit committee, SoA has engaged a new tax consulting company to serve as our local auditors for the 2019 audit review and tax return. SoA also implemented an Annual Performance Review process to be completed before year end. Our upcoming team week will include a daylong seminar teaching resiliency, cohesion and integration.

Staffing update: A new Payroll and Finance Coordinator (an Army Special Ops veteran) joined the team in August. We are reviewing resumes for an Accounting Manager to join the team in January 2020.

6. Adjournment

There being no further business to come before the meeting, upon motion duly made, seconded and unanimously carried, the meeting was adjourned.

Dated: Monday, December 9, 2019

A handwritten signature in blue ink that reads "Peggy Findley". The signature is written in a cursive style with a large initial "P".

Board Secretary

**MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF
SPIRIT OF AMERICA WORLDWIDE**

February 22, 2019

Pursuant to proper notice, the Board of Directors of **Spirit of America Worldwide**, a California Nonprofit Public Benefit Corporation (“**SoA**”) held a meeting via teleconference on Friday, February 22, 2019 at 11am EST.

1. Attendance and Quorum

Present during the meeting via teleconference were Chairman of the Board Bob Oster and Board Members Jim Hake, Don Karl and Michael Bigham.

Chief Operating Officer Isaac Eagan and new Chief Financial Officer Dori O’Donnell were also in attendance. Peggy Findley acted as Secretary during this meeting.

2. Chief Executive Officer’s Update

Mr. Hake requested and received Board Approval of the prior meeting minutes. Dori O’Donnell was approved as an Officer of the organization.

Draft 2018 Financials were presented along with a revised budget for 2019. The fundraising plan for 2019 was revisited, including adjustments made from feedback provided by several Board Members. Board meetings and calls for 2019 and 2020 were scheduled.

The Board also received a copy of the Memorandum of Understanding between DOD and Spirit of America, signed on December 12.

Mr. Hake also talked about introducing the use of employee assessment tools and how they could be helpful to SoA becoming a higher performing organization. A consulting group has been identified and the process and possibilities are being further explored.

3. Development Update

A major focus of the organization in 2019 is to build a robust development function that will provide a strong foundation for our growth in the years to come. This year, we will focus development efforts on optimizing our major donor efforts, ensuring we are retaining the right staff, resources, and expertise to make the most of existing relationships and develop key new supporters.

Dev Staffing: Our new Major Gift Officer, a former Coast Guard officer, joined the team in January. We are currently seeking an additional major gift officer and are exploring the need for marketing staff to refine our messaging.

4. Field Operations Update

Overview of current operational highlights: Over the course of the year we completed 201 projects in 47 countries. Key statements of impact from recent projects were provided.

Staffing update: In December, we hired a retired Air Force officer as our project manager to specifically focus on our work in Serbia. Our January hire, a former Army infantry officer and Silver Star recipient, began working projects in the Middle East. We are currently seeking additional project managers for South America and Asia.

5. Finance/Human Resources/Administrative Update

The Board officially welcomed Dori O'Donnell as our new Chief Financial Officer. Detailed financial reports and analysis were included in the Board attachments. The implementation of our new accounting and human resources systems based on Intacct is ongoing. Full implementation of the new system is expected by June 1, 2019.

6. Adjournment

There being no further business to come before the meeting, upon motion duly made, seconded and unanimously carried, the meeting was adjourned.

Dated: Friday, February 22, 2019

Board Secretary

A handwritten signature in blue ink that reads "Peggy Finley". The signature is written in a cursive, flowing style.

**MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF
SPIRIT OF AMERICA WORLDWIDE**

May 14, 2019

Pursuant to proper notice, the Board of Directors of **Spirit of America Worldwide**, a California Nonprofit Public Benefit Corporation (“**SoA**”) held a meeting via teleconference on Tuesday, May 14, 2019 at 12pm ET.

1. Attendance and Quorum

Present during the meeting via teleconference were Chairman of the Board Bob Oster and Board Members Jim Hake, John Phelan, Michael Bigham and new Board Member Natalie Cryer.

Chief Operating Officer Isaac Eagan and Chief Financial Officer Doris O’Donnell were also in attendance. Peggy Findley acted as Secretary during this meeting.

2. Chief Executive Officer’s Update

Mr. Hake requested and received Board Approval of the prior meeting minutes. The Board welcomed new Member Natalie Cryer. Our longest serving Board Member, Don Karl, is thanked for his insights and commitment as he steps down.

The Board was asked for input on supporting missions outside active conflict zones, and opportunities for greater collaboration with the Department of Defense in the wake of last year’s legislation and agreement were also discussed. In addition, an update was given on the Marketing and Messaging Project that kicked off in April. Phase I of the project “Discover, Research and Analysis” is currently conducting stakeholder interviews. Mr. Hake distributed SoA’s Core Values and queried the Board for feedback on two additional values being considered. And lastly, Q1 financials and cash were compared to budget and cash flow forecast.

3. Development Update

SoA continues its fundraising strategy by reaching out to existing major donors and other influencers which included a lunch in late April hosted by a Board Member. Two new major donor prospects have been added as donors since our last Board meeting.

4. Field Operations Update

Operational highlights include 82 projects completed this year to date. Select project-related quotes from multiple countries covering assistance in everything from emergency food aid,

medical capacity building, education and civil-society building projects, combatting IEDs and a conference to counter trafficking were included in the Board materials.

Staffing update: We continue to seek project managers for South America and Asia.

5. Finance/Administrative and Human Resources Update

Detailed financial reports were distributed to the Board. Finance is consulting with a local CPA for additional accounting support as our systems integration is finalized. The audit and tax return should be complete by the end of July. Progress continues to be made with utilizing the ADP platform to streamline processes related to hiring and employee self-service. The team is also in the final stages of developing a 360° performance review process. Team training included external consultants providing a “Respectful Workplace” workshop.

6. Adjournment

There being no further business to come before the meeting, upon motion duly made, seconded and unanimously carried, the meeting was adjourned.

Dated: Tuesday, May 14, 2019

Board Secretary

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**MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF
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July 2, 2019

Pursuant to proper notice, the Board of Directors of **Spirit of America Worldwide**, a California Nonprofit Public Benefit Corporation (“**SoA**”) held a meeting via teleconference on Tuesday, July 2, 2019 at 12pm ET.

1. Attendance and Quorum

Present during the meeting via teleconference were Chairman of the Board Bob Oster and Board Members Jim Hake, John Phelan, Fred Khosravi, Michael Bigham and new Board Member Natalie Cryer.

Chief Operating Officer Isaac Eagan and Chief Financial Officer Dori O’Donnell were also in attendance. Peggy Findley acted as Secretary during this meeting.

2. Chief Executive Officer’s Update

Mr. Hake requested and received Board Approval of the prior meeting minutes. The majority of the call focused on the Marketing Project. Consultants working with Spirit of America provided their preliminary look at the direction of the project which reflects their team’s positioning, messaging and initial visual branding outputs. The Board was updated on financials and cash related to the 2019 budget and cash flow forecast.

3. Development Update

The major donor fundraising strategy continues. The second half of the year will focus on increasing the number of introductions and prospects, including greater use of our Advisory Board and other influencers.

4. Field Operations Update

Projects completed this year to date total 109. The board was updated on select projects including a Water Infrastructure Project in the Philippines, a Project to Enhance Partner Capacity in Lebanon and multiple projects to Support Civil Society in Kosovo.

Staffing update: We continue to seek project managers for South America and Asia.

5. Finance/Administrative and Human Resources Update

The team is reviewing resumes for the new Payroll and Finance Coordinator to replace the Accounting Assistant position. Preparation for launching the ADP staff management modules are

underway. After receiving team feedback, the performance review process will begin in November of this year. And lastly, as part of our ongoing review of insurance, our global coverage is being evaluated by a DC insurance firm that specializes in international risk management.

6. Adjournment

There being no further business to come before the meeting, upon motion duly made, seconded and unanimously carried, the meeting was adjourned.

Dated: Tuesday, July 2, 2019

Board Secretary

A handwritten signature in blue ink that reads "Peggy Finley". The signature is written in a cursive style with a large initial "P" and a long, sweeping underline.