MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF <u>SPIRIT OF AMERICA WORLDWIDE</u> January 15, 2016

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, January 15th, 2016 at 8am PST.

1. Attendance and Quorum

Present during the meeting were James Hake, Chairman of the Board and Board Members Don Karl, Michael Bigham and James Papineau.

James Hake acted as Chairperson of the meeting. Peggy Findley, Secretary, was not in attendance during this meeting.

2. Chairman's Report

Mr. Hake presented current year to date financials. Actions requested: approval of 2016 budget (with contingencies) and explanation and approval for a new website, online fundraising and donor management system. Jim also started a discussion on the benefits of having a SoA presence in DC.

3. VP Advancement Update

Our VP Advancement recruiter gave an update on potential candidates.

5. 2016 Board Meetings

Jim proposed possible dates for Board meetings/calls for the remainder of 2016.

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, January 15, 2016

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 26th, 2016 at 8am PST.

1. Attendance and Quorum

Present during the meeting were James Hake, Chairman of the Board and Board Members Don Karl, Michael Bigham and James Papineau.

James Hake acted as Chairperson of the meeting. Peggy Findley, Secretary, was also in attendance during this meeting.

2. Chairman's Report

Mr. Hake presented current year to date financials. In addition, he updated the board on money raised as part of our year-end outreach. And outlined the primary focus in 2016; closing the forecasted funds.

3. VP Advancement Review

Jim presented to the Board the resumes of potential candidates for discussion.

4. New Systems Update

An overview of our new website, online fundraising and donor management software was discussed in detail.

5. Field Operations Review

Isaac Eagan, the Director of Field Operations, gave a briefing of our efforts in Ukraine and the tie in with the Wall Street Journal article.

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 26, 2016

Pursuant to proper notice, the Board of Directors of **Spirit of America Worldwide**, a California Nonprofit Public Benefit Corporation (*"SoA"*) held a meeting in Los Angeles on Wednesday, March 30th, 2016 at 8:45 am PST.

1. Attendance and Quorum

Present during the meeting were James Hake, Chairman of the Board and Board Members Don Karl and Michael Bigham. James Papineau participated via teleconference.

James Hake acted as Chairperson of the meeting. Peggy Findley, Secretary, was also in attendance during this meeting.

2. Chairman's Report

Mr. Hake presented gave an overview of year to date financials, budget and cash flow. In addition, he updated the board on media opportunities in the pipeline. A discussion was started to explore opening an office in the DC area.

3. Development Briefing

Rob Hartman, our new VP of Advancement, discussed opportunities and challenges ahead, including the need to focus on top priorities, which includes targeted fundraising and board development.

4. New Systems Update

Lou Prisco, our Web and Social Media Manager, walked through the almost final pages of new SoA website and its improved functionalities.

Peggy Findley gave a status update on the multiple new systems being put in place and reiterated their positive impact in the accounting/admin department.

5. Field Operations Review

Isaac Eagan, the Director of Field Operations, gave a briefing of our projects in each country and an update on personnel.

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: Wednesday, March 30th, 2016

Peggy Findley, Secretary
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April 27, 2016

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 Wednesday, April 27th, 2016 at 9:00am PST.

1. Attendance and Quorum

Present during the meeting were James Hake, Chairman of the Board and Board Members Don Karl, Michael Bigham and James Papineau.

James Hake acted as Chairperson of the meeting. Peggy Findley, Secretary, was also in attendance during this meeting.

2. Chairman's Report

Mr. Hake discussed year to date financials, budget and cash flow. He also gave a breakdown of upcoming media stories related to specific projects and their potential. The Board was informed that our new website is now live and feedback was requested on the photo on the home page. Lastly, he gave an update on the office being established in the DC area and the staff that will be transitioning to the new location.

3. Development Briefing

Rob Hartman, VP of Advancement, spoke about messaging and what would be our best approach considering the different types of donors. The importance of integrating development and field operations was also discussed and given a high priority.

5. Field Operations Review

Isaac Eagan, the Director of Field Operations, asked for Board input on a high impact project being considered in the Middle East.

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: Wednesday, April 27th, 2016

Peggy Findley, Secretary

July 6th, 2016

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 Wednesday, July 6th, 2016 at 9:00am PST.

1. Attendance and Quorum

Present during the meeting were James Hake, Chairman of the Board and Board Members Don Karl, and Michael Bigham. James Papineau was briefed the following day via telephone.

James Hake acted as Chairperson of the meeting. Peggy Findley, Secretary, was also in attendance during this meeting.

2. Chairman's Report

Mr. Hake discussed year to date financials, budget and cash flow including where we are related to our forecast in January. He also briefed the board on media articles that have featured SoA or are in the pipeline. The office transition of select staff to the East Coast is nearly complete. A permanent office has been identified and the board approved a three year lease.

3. Development Briefing

Rob Hartman, VP of Advancement, gave an update on fundraising, in particular the success of recent donor meetings. A calendar of proposed donor events is being finalized for the rest of 2016. The recruiting of a Development Manager is in full swing.

4. Field Operations Review

Isaac Eagan, the Director of Field Operations, updated the board on priorities in the Middle East and the current challenges operating in areas of conflict.

5. Adjournment

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

Dated: Wednesday, July 6th, 2016

eggy Findley/Secretary

September 7th, 2016

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 Wednesday, September 7th, 2016 at 9:00am PST.

1. Attendance and Quorum

Present during the meeting were James Hake, Chairman of the Board and Board Members Don Karl, Michael Bigham and James Papineau.

James Hake acted as Chairperson of the meeting. Peggy Findley, Secretary, was also in attendance during this meeting.

2. Chairman's Report

Mr. Hake discussed year to date financials, budget and cash flow. Priority for the rest of this year is fundraising. In addition, he gave details on a potential new board member and upcoming introductions.

The Board unanimously approved the final lease documents for the new Virginia office.

3. Development Briefing

Rob Hartman, VP of Advancement, gave details on a recent successful donor meeting that included the field team. The new Development Manager started on August 1 and has hit the ground running. He also gave updates on the status of an upcoming grant proposal and dinner in Texas

4. Field Operations Review

Isaac Eagan, the VP of Field Operations, gave a briefing on the Middle East, in particular Syria and Iraq including his thoughts on the immediate impact we can have there.

5. Adjournment

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

Dated: Wednesday, September 7th, 2016 Peggy Findley, Secretary

October 26th, 2016

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 Wednesday, October 26th, 2016 at 9:00am PST.

1. Attendance and Quorum

Present during the meeting were James Hake, Chairman of the Board and Board Members Don Karl, Michael Bigham and James Papineau.

James Hake acted as Chairperson of the meeting. Peggy Findley, Secretary, was also in attendance during this meeting.

2. Chairman's Report

Mr. Hake discussed year to date financials, budget and cash flow. Priority for the rest of this year continues to be fundraising with the emphasis on closing forecasted but not yet committed donations. Budget and cash flow for 2017 will be distributed during next Board call.

3. Development Briefing

Rob Hartman, VP of Advancement, presented a summary of his outreach efforts during the last six weeks with a breakdown of major gifts committed and proposals pending. He also briefed the board on the successful dinner hosted in Dallas. He spoke about his plans for the year end mailing and discussed potential upcoming speaking events.

4. Field Operations Review

Isaac Eagan, the VP of Field Operations, gave specifics on 30 projects in 20 countries in the last 6 months which primarily focused on four critical regions. He included details on what support was provided in response to mission-critical local needs identified by deployed US personnel in those priority locations. He also started the discussion on the potential need for dedicated legal counsel as we expand our field operations staff.

5. Adjournment

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

Dated: Wednesday, October 26th, 2016

November 30th, 2016

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 Wednesday, November 30th, 2016 at 9:00am PST.

1. Attendance and Quorum

Present during the meeting were James Hake, Chairman of the Board and Board Members Don Karl, Michael Bigham and James Papineau.

James Hake acted as Chairperson of the meeting. Peggy Findley, Secretary, was also in attendance during this meeting.

2. Chairman's Report

Mr. Hake went over the financials, also updating our projected year end cash. He submitted a preliminary 2017 budget and cash flow. Final budget will be emailed for approval in January which will include the cost of new hires needed in early 2017. The importance of Board expansion was discussed including several potential candidates and next steps. More discussion on securing retained legal counsel with input from the Board and how they can help.

3. Development Briefing

The Board was brought up to date on the status on the Development team; who we have, what they do and what we need for 2017. Also discussed, what's been secured regarding donor commitments, upcoming donor meetings and next steps. The Board was also given a brief overview on the multiple year end mailings scheduled for December.

4. Field Operations Review

Isaac Eagan, the VP of Field Operations, gave updates on projects and potential projects in Iraq and Syria. Priorities for 2017 include securing the DOD MOU, institutionalizing what SoA does and the immediate hiring of a Deputy Field Ops Chief.

5. Adjournment

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

Dated: Wednesday, November 30th, 2016 Peggy Findley, Secretary