



Board Meeting

Friday, January 29, 2021

12 PM – Virtual Meeting

***SAY Sí ignites the creative power of young people as forces of positive change.
We value artists, empower marginalized communities and advance culture.***

AGENDA	NOTES
12 PM Check In: Mary Ann	
12:05 PM Board Materials Overview: Stephen & Nicole	
12:10 PM: Approval of Minutes: Claudia	
12:15 PM: Development and Year-End Financials: Jon	
12:25 PM: SAY Sí Brazos Facility Update: Mike & Jason	
12:35 PM: Committee Structures: Nicole & Stephen	
12:45 PM: Governance Action Items - Bylaw Update & New Board Member Vote: Andres	
12:55 PM: Announcements	
1:00 PM Adjournment	

To: SAY Sí Board
From: [Anahí Gonzalez](#)
Date: December 4, 2020

Subject: Virtual Board Meeting

Board Members Present: Mary Ann Beach, Mike Schroeder, Jason Moran, Claudia Guerra, Eve Hernandez, Barry Middleman, Ricardo Salazar, Melanie Mendez-Gonzales, Clarrisa Ramon, Greta McFarling, Billy Lambert, Mae Escobar, Paola Fernandez, and Marcella Dalmau. **Board Members Absent:** Jimmy Mendiola, Kelly Kljajic, Andres Gonzalez, Sobia Khan and Agosto Cuellar. **Staff Present:** Jon Hinojosa, Stephen Guzman and Nicole Amri.

Meeting called to order at 12:03 PM: Mary Ann Beach welcomed all present to the December meeting.

September 2020 Minutes

Claudia Guerra verified with Board members that they received the September minutes and have had an opportunity to review opening the floor for questions, suggestions or edits. After review, Jason Moran motioned to approve the September 2020 minutes; seconded by Billy Lambert. September minutes were approved unanimously.

October 2020 Financials

Jon presented the YTD Financial Snapshot through the month of October and advised the board that final figures for 2020 would be presented in our next meeting in January 2021. Jon mentioned that the completion of an audit and 990 for FY20 would occur at the end of the Q1 in the new year. Jon highlighted areas of income noting that most funding comes from grants, and donations while a small amount is the result of sales, commission, and events. Jon added that the majority of expenses continue to be in the areas of payroll and program supplies. Jon reminded the Board that most program staff is furloughed while providing an update on current personnel. Jon reviewed the Balance Sheet and provided insights on various assets and liabilities. Jon covered the Budget vs Actual providing an overview of income and expenditures throughout the month of October. Additionally, Jon spoke on revenue & expenditures relating to the soft cost of the new facility. After review, Billy Lambert motioned to approve the October 2020 financials; seconded by Claudia Guerra. October financials were approved unanimously.

October 2020 Development Report

Jon advised the Board that our administrative team has been paying attention to opportunities that are out there for us to apply to. Jon reminded the Board that SAY Sí has great funding partners that recognize the struggles we've been dealing with to move to our new spaces. Jon highlighted the commitments we received from Bexar County Cares Fund, Texas Cavaliers, Mission trails as well as commitments received through the Capital Campaign. Jon expanded on these commitments with details about the Charles Butt Foundation, TIRZ funds, the City of San Antonio and Bexar County. Additionally, Jon shared information about the money donated by Dave and Deborah Rogers to support construction and development of temporary spaces in the new building. Jon spoke on the pipeline of future proposals and opportunities that we anticipate in receiving including the Adobe Community grant and Dickson Allen. Jon included details about organizations and individuals we will be reaching back out to for support on our Capital Campaign naming a few such as Toubin, Mays Family Foundation, Greehey Family Foundation and the Newman Family Foundation. Jon provided details about the status of our Year End Campaign and the fundraising strategies we are implementing this year.

2021 Budget Forecast Report

Nicole and Stephen presented the 2021 forecast operational budget highlighting projections for the first quarter of the fiscal year. Nicole explained to the Board that projections are taking into account best case scenarios and adjusting accordingly considering the status of the new building as well as the impacts of COVID-19 related restrictions on programming, special events and other in-person activities. Nicole spoke in detail about anticipated income as a direct result of our activities from commissions, sales, grants and donations. Additionally, Nicole provided insights about the impacts to certain line items such as rental/leasehold and special event income caused by COVID-19 restrictions. Nicole presented the expected program expenses and expanded on for both in-house programs and community facing programming. After recalibrating expenses

based on activities that will take place Nicole advised that expenses will include opportunities for field trips, curbside art supplies, and other opportunities that are safe and allow space for continued programming in a different kind of way. Nicole highlighted an increase in expenses for the ABC program as we are striving to stay relevant within the community by offering Art Supply Kits and partnering with different organizations such as the Alazan courts. Nicole also discussed expenses related to equipment, Visiting Artists and professional development for both Board and staff members.

Stephen spoke about payroll expenditures that reflect bringing back furloughed staff in the new year and the addition of a Marketing Assistant and Program Coordinator to the administrative team. Stephen explained that we anticipate lower overhead and facility costs as we won't be in the same building and will not be in the new spaces through the first month of the year. Stephen provided insights expenditures associated with Professional Fees for the CPAs that will be completing our audit and 990 in the first quarter. Stephen spoke about expenses associated with the new facility. Stephen advised the Board of anticipated expenditures in the areas of PR and Marketing with an increase in this line item for costs associated with the rebranding. Stephen noted community engagement opportunities in our new neighborhood.

Program Committee Update

Nicole spoke on the successes of Muertitos Fest highlighting the virtual altar, artwork sales, collaboration with Oaxacan Visiting Artist Alfredo Cruz, home tours of Board Member [Mike Schroeder](#), workshops and the Art Supply Kits that coincide with videos with the workshop videos, performances, vendors. Nicole spoke about supporting local businesses through partnerships with vendors to promote their business on our website and provide opportunities for social media promotions. Additionally, Nicole spoke about the extended break for programs for the month of December and January to allow for students to catch up with school assignments. Nicole advised the Board of the updated MOU for students and how those changes will be reflected in programming. Nicole provided insights on the ABC program partnerships with SAISD, CAST Schools Network, Clarity Child Guidance Center and Art Supply Kit distributions.

Communications Committee Update

Stephen spoke in detail about Muertitos Fest with regards to website engagement. Additionally, Stephen spoke about the upcoming Year End campaign giving the Board insights on strategies that have been implemented to promote the campaign. Stephen provided the board with an overview of the social media tool kit created to make sharing easy for Board members. Melanie Mendez-Gonzales spoke about the digital card that was created for donors to make a donation in the name of an individual in hopes that this would be used in place of buying them a holiday gift inviting Board members to share. Mae Escobar made the first donation of \$250 in the honor of her building community.

Governance Committee Update

Billy Lambert proposed the following changes be made to the bylaws:

ARTICLE 3 - BOARD OF DIRECTORS

Section 3.01. Number, Election, and Tenure.

SAY Si will allow a director who resides outside of the San Antonio Metro Area and who will not be physically present to be active members of the Board. These individuals will be deemed virtual members and limited to three members of the overall Board.

These virtual members will be subject to the same rules as those of regular Board members, with the exception that they cannot hold office.

Section 3.13 Telephonic & Video Meetings.

A meeting of the Board of Directors may be held by conference telephone or similar communications equipment by means of which all persons participating in the meeting can speak to and hear each other at the same time. Participation pursuant to this section shall constitute presence in person at such meeting, except where a person participates in the meeting for the express purpose of objecting that the meeting was not properly called.

ARTICLE 5 –COMMITTEES

Section 5.03. Committee Descriptions

A. Executive Committee. The Executive Committee shall be composed of the President, Vice President, Treasurer, Secretary, Advisory Chair, Michael J. Schroeder, and Executive Director and Managing Director(s). The Executive Committee shall preview and set the Board agenda for all regular and special meetings, review progress of all committees,

serve as the primary consultant to the Executive Director, and provide an annual performance evaluation of the Executive Leadership and compensation recommendation to the Board.

ARTICLE 6 - EXECUTIVE LEADERSHIP

Section 6.02. Managing Director(s). The Board of Directors may employ a Managing Director(s), at such compensation as the Directors shall determine, to assist in the management of the day-to-day operations of the Corporation and to perform such other duties as the Board of Directors shall designate. The Managing Director shall be assessed annually for satisfaction of performance and shall be accountable to and serve at the pleasure of the Board of Directors. The Managing Director shall keep the Board informed and shall make monthly written reports to the Board about the operations and condition of the Corporation.

After review and receiving clarification on questions, Melanie Mendez-Gonzales motioned to approve the bylaw updates; seconded by Paola Fernandez. Updates to the bylaws were approved unanimously.

Jason Moran spoke about possible Board nominations mentioning the 2 individuals that have been nominated: Paula Cantral and Dr. Ricardo Romo. Jason advised the Board that more time is needed to review these nominees requesting to table the nominations until January 2021. Jason advised that Agosto Cuellar and Jimmy Mendiola have completed their term but have agreed to serve again contingent on Board approval. After review, Billy Lambert motioned to approve a 2nd term for both Agosto and Jimmy seconded by Jason Moran. Their 2nd term was approved unanimously. Additionally, the Board was asked to vote to allow the Executive Committee to stay as it stands. Mae Escobar motioned to approve; seconded by Melanie Mendez- Gonzales. Motion was approved unanimously.

Mary Ann Beach advised the Board that Stephen and Nicole will receive a performance evaluation as Managing Co-Directors at the end of 2021. Additionally, Jon received a performance appraisal and the EXE committee approved a bonus and benefits package.

Facility Update

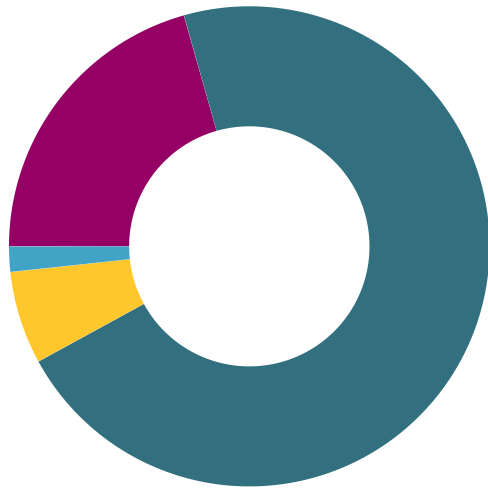
[Mike Schroeder](#) advised the Board that time and financial restrictions have impacted original construction plans for the front portion of the new building. The committee has been working on a redesign of the front 1730 ft. to be used temporarily as we continue to raise funds. Mike shared details on the budget for the temporary spaces.

The meeting was adjourned at 1:15 PM.

SAY Sí Financial Snapshot

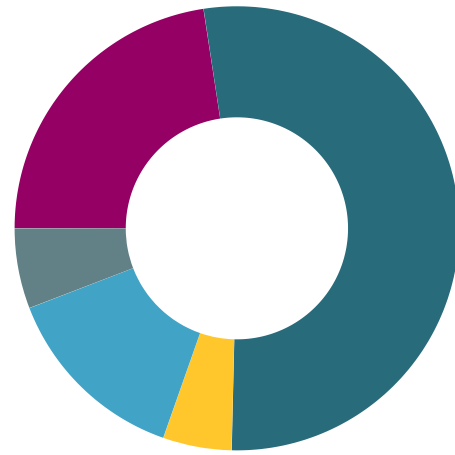
Year to Date: December 2020

Income 2020



■ Donations (20.62%)
 ■ Grants (71.44%)
■ Sales & Commissions (6.25%)
 ■ Events & Marketing (1.7%)

Expense 2020



■ Program (22.61%)
 ■ Payroll (52.78%)
■ Administrative (4.99%)
 ■ Facility (13.78%)
■ Events & Marketing (5.84%)

2020 Funders:

- Adobe Systems Inc.
- Bank of America
- Baptist Health Foundation
- City of San Antonio, DAC & DHS
- City of San Antonio City Council Project Fund
- Deborah & David Rogers Foundation
- Dickinson- Allen Foundation
- Greehey Family Foundation
- HEB Family Foundation
- John L. Santikos
- Junior League of San Antonio
- Mission Trail Charities
- San Antonio Area Foundation
- Texas Commission on the Arts
- Texas Cavaliers
- Valero



■ 6 Full Time Staff (42.86%)
 ■ 8 ABC Instructors (57.14%)

▲ **\$ 164,224**
 Income 2020

▼ **\$ 123,268**
 Expenses 2020

SAY SI
Balance Sheet
As of December 31, 2020

	Total
ASSETS	
Current Assets	
Bank Accounts	
4122 Frost Operating	315,167.58
5056 Frost Payroll	11,887.80
9655 Frost Capital	718,616.68
Petty Cash	184.58
Trust Account at Alamo Title Company	0.00
Total Bank Accounts	\$ 1,045,856.64
Accounts Receivable	
Receivables	172,823.00
Total Accounts Receivable	\$ 172,823.00
Other Current Assets	
Employee Receivables	19,722.17
Frost Brokerage Account	55,435.20
Undeposited Funds	0.00
Total Other Current Assets	\$ 75,157.37
Total Current Assets	\$ 1,293,837.01
Fixed Assets	
Assets	729,490.58
Frost-CD	800,000.00
Total Fixed Assets	\$ 1,529,490.58
TOTAL ASSETS	\$ 2,823,327.59
LIABILITIES AND EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
Accounts Payable (A/P)	0.00
Total Accounts Payable	\$ 0.00
Credit Cards	
Credit	56,230.57
Total Credit Cards	\$ 56,230.57
Other Current Liabilities	
Accrued Expenses	0.00
AIE Scholarships Payable	0.00
Employee Retirement Withholding	-967.25
Frost Bridge Loan	1,800,000.00
Line of Credit/Business Loan 2019	0.00
Line of Credit/Term Loan 2014	0.00
Line of Credit/Term Loan 2017	0.00
Payroll Liabilities	2,624.90
PPP Loan	129,200.00
Student Scholarships Payable	596.97
Texas State Comptroller Payable	1,133.74
Total Other Current Liabilities	\$ 1,932,588.36
Total Current Liabilities	\$ 1,988,818.93
Long-Term Liabilities	
Frost Construction Loan	0.00
Vehicle Loan	0.00
Total Long-Term Liabilities	\$ 0.00
Total Liabilities	\$ 1,988,818.93
Equity	
Opening Balance Equity	-21,619.38
Retained Earnings	1,544,205.77
Net Revenue	-688,077.73
Total Equity	\$ 834,508.66
TOTAL LIABILITIES AND EQUITY	\$ 2,823,327.59

SAY SI
Budget vs. Actuals: 2020 Budget
November- December 2020

	Total				YTD % of Annual Budget	
	November- December	Actuals	Year-to-Date Actuals	Bi-Monthly Budget		Annual Budget
Ordinary Revenue/Expenditures						
Revenue						
1 Donations		33,857.88	193,467.56	38,333.33	230,000.00	84%
2 Grants		117,313.98	614,438.33	137,500.00	825,000.00	74%
3 Sales & Commissions		10,262.71	30,570.07	18,333.33	110,000.00	28%
4 Facility Rental			7,525.00	14,166.67	85,000.00	9%
5 Event Income		2,790.00	15,612.50	21,666.67	130,000.00	12%
6 PPP Loan			129,200.00			
Total Ordinary Revenue		164,224.57	990,813.46	230,000.00	1,380,000.00	72%
Expenditures						
1 Program Expenses		27,869.07	82,711.31	24,833.33	149,000.00	56%
2 Payroll & Benefits		65,059.04	502,476.74	148,833.33	893,000.00	56%
3 Administration and Overhead		6,154.56	65,557.98	19,500.00	117,000.00	56%
4 Facility & Maintenance		16,986.42	115,572.20	26,666.67	160,000.00	72%
5 Marketing & Event Expenses		7,199.42	34,508.08	10,166.67	61,000.00	57%
Total Expenditures		\$ 123,268.51	\$ 800,826.31	\$ 230,000.00	\$ 1,380,000.00	58%
Net Ordinary Revenue		\$ 40,956.06	\$ 189,987.15	-\$ 230,000.00	\$ 0.00	
Other Revenue/Expenditures						
Other Revenue						
7 Reserve Fund (Building Capital Campaign)		150,000.00	650,000.00	\$ -	\$ -	-
Total Other Revenue		\$ 150,000.00	\$ 650,000.00			
Other Expenditures						
3 Capital Expenditures		\$ 222,680.26	\$ 1,098,864.88			
4 Rental Building (Escrow Account)		\$ 50,000.00	\$ 300,000.00			
Total Other Expenditures		\$ 272,680.26	\$ 1,398,864.88			
Net Other Revenue		-\$ 122,680.26	-\$ 748,864.88			
Gross Profit		-\$ 81,724.20	-\$ 558,877.73	\$ 0.00	\$ 0.00	

January 2021 Development Report

SAY Sí has recently received or has a commitment of the following funding:

- Google Fiber - \$7,300 **Received**
- Dickson-Allen Foundation - \$20,000 **Received**
- Faye L. and William L. Cowden Charitable - \$5,000 **Received**
- H-E-B Family Foundation - \$10,000 **Received**
- Bexar County CARES (Covid Relief) - \$60,000 **Committed**
- Texas Cavaliers Foundation - \$3,000 **Committed**
- Mission Trail Rotary - \$1,500 **Committed**
- H-E-B - \$10,000 and \$2,000 in gift cards **Committed**

Operational proposals in the pipeline:

- Jack H. and William Light Charitable Trust - \$5,000
- City of San Antonio Project Funds - \$1,000
- Nordstrom Community Grants - \$2,500
- Elizabeth Huth Coates Charitable Foundation - \$5,000
- Mariette K. Randall Foundation Trust - \$5,000
- Adobe Community Grant - \$20,000
- National Endowment for the Arts (Grants for Art Projects) - \$15,000
- City of San Antonio (Public Art Application) - N/A

SAY Sí has recently received or has a commitment of the following funding for our Capital Campaign:

- David and Deborah Rogers of the HEB Family Foundation - \$150,000 **Committed**
- Charles Butt Foundation - \$500,000 **Received**
- Public Dollars: City TIRZ - \$3M request was unanimously approved **Committed**
- Public Dollars: Bexar County - \$666,000 committed and approved (\$333,000 pledged for 2022)
- Individual donations bring our capital campaign to \$72,583 total individual commitments/pledges

Capital Campaign Proposals in the pipeline:

- Tobin Foundation - Fund request was declined based on Foundation support for pandemic testing
- Mays Family Foundation - Mrs. Mays recently passed away, we will reach out to David Green in the 1Q of 2021
- Greehey Family Foundation - \$500,000, this request will be submitted in 1Q 2021
- Newman Family Foundation - Mike will reach out to Chico Newman about this
- Frost Bank - Pryor - \$75,000, Jon has sent an email to Mallory at Frost to review the process

End of Year Campaign: With a goal of \$25,000, our year end campaign was a huge success with a total of \$35,964.75 received!

Jane Stieren Lacy: Last December we received a generous donation of Amazon stock from Jane Stieren Lacy, now valued at \$97,0790.00 This December Ms. Stieren Lacy donated United Health Group Inc. stock valued at \$26,301.00 with a commitment of another stock donation in 2021.

Muertitos Fest: From November 1st-28th, SAY Sí held our first virtual Dia de los Muertos celebration. This month-long event brought in \$8,275 in sponsorships and \$540 in vendor fees.

Artists Building Communities Art Supply Drive: From August-December, SAY Sí distributed a total of 1,073 free art kits to youth in our community.

Past 1Q Funding 2020 - Foundation and Government Grants Received (total \$138,239.70):

- Mission Trail Rotary - \$1,500
- H-E-B Family Foundation - \$30,000
- Texas Cavaliers Foundation - \$2,500
- City of San Antonio Department of Human Services (October-December payment)- \$12,268.80
- City of San Antonio Department of Human Services (January payment)- \$4,089.60
- City of San Antonio Department of Human Services (February payment)- \$4,064.60
- City of San Antonio City Council Project Funds - \$1,000
- City of San Antonio Department of Arts and Culture (Payment #2) - \$71,881.50
- National Endowment for the Arts - \$15,000