

Maliwatch Board of Directors Meeting

Date: December 15, 2008 at 9:00 pm ET

Location: Skype Conference Call

Participants: Harouna Maiga, Djeneba Traore, Janet Goldner, Abdoulaye Doucoure, and Ibrahim Yattara

Introduction

- 9:15 call to order
- Harouna introduced Ibrahim Yattara as new treasurer and invited him to say a few words
- Ibrahim reminded the audience that he has been a member of Maliwatch since its inception and he is committed to the goals and objectives of the organization. He also highlighted the fact that “Ibou” is just a nick name that should not appear on official documents like Maliwatch annual meeting minutes.

Approval of November 15, 2008 meeting minutes

- The minutes of the board meeting of November 15th 2008 was reviewed. Janet seconded Djeneba’s motion to approve the minutes. The motion was carried after a vote.
- The annual meeting minutes was not extensively reviewed as it was issued few hours prior to the meeting. However, Ibrahim requested that the issue of \$2,000 raised by Adam Ouologuem at the meeting be addressed. Adam asked that justification of the use of the \$2,000.00 donated by AFRICA Society led by Adam to Maliwatch many years ago (maybe in 2004) for Lycee Kankou Moussa of Bamako computer drive has not been made. She also asked that Maliwatch follow up on this issue, especially at a time when the organization needs to follow the 501 c (3) guidelines. Ibrahim and Harouna are to follow up with Adam.

Treasurer Report

- **Maliwatch balance: \$5,289.55** which reflects the following transactions:
 - o 5 membership payments from Aliou Haidara (\$250.00), Janet Goldner (\$100.00), Yaya Sissoko (\$100.00), Seydou Thiam (\$65.00), and Bakary Sylla (\$100.00 for 2009)
 - o One payment of \$50.00 from Djeneba Traore as a reimbursement for Mali Education forum.
 - o \$186.16 payment made to Djeneba and \$26.40 made to Janet for the annual meeting expenses.
- **MSAS balance: \$5,230.50**
- Harouna requested that Adam be compensated for providing food at the annual meeting. He stressed that Adam fed annual meeting participants for the past several years and declined any contribution from Maliwatch. He proposed \$200 credit toward her membership.

- Djeneba recognized Adam's effort and thought the credit was applied since last year.
- Janet suggested that MW send her a thank you card for her generosity, and perhaps set Adam scholarship fund.
- There was no consensus in dealing with the issue; it is still open.
- The treasury report motion was approved by Janet and seconded by Djeneba – motion was carried.

Transfer of Treasurer Competence

- Janet brought up the question of transfer of treasurer competence from Harouna to Ibrahim
- Harouna mentioned that he and Ibrahim had started the process and different avenues were being explored. He added that the lawyer suggested keeping the account in Minnesota where Maliwatch is incorporated. However, there is no binding obligation to keep the account in Minnesota, but it will be a convenience in case the Secretary of the State of Minnesota inquires information about Maliwatch and its business transactions.
- Janet and Ibrahim suggested a national bank like Bank of America which is represented in most US cities. This will allow the account to reside in Minnesota, and the treasurer from different states to easily make transactions through local agencies and online banking. Janet identified 26 locations of Bank of America in the state of Minnesota to verify the feasibility of this option.
- Harouna and Ibrahim are to select a bank of America location in Minnesota and engage the process of opening a new MW account.

Old Business

a. Annual Meeting Feedback

- Harouna thought the meeting was a success.
- Janet thought it was a good meeting, but regretted that the meeting was high jacked by an intruder who was not suppose to be at the business meeting. She suggested that meetings procedures be established to make them more productive.
- Abdoulaye Doucoure expressed the need to enforce the rules at the meeting - keep members meeting to members only. He also regretted low attendance.
- Djeneba attributed the low attendance to high travel expenses in the current economic downturn. Harouna indicated that holding the meeting during Thanksgiving Holiday could also be a raison for low attendance. He also said maybe we should try a different meeting period like June-July?
- As a way to increase annual meeting attendance, it was suggested, through a quick brainstorming, that the meeting period be changed from thanksgiving to probably early summer. The question needs to be explored further.

b. MW Project Application Form

- Janet had question about Ablo's comment which had been sent earlier by email; the comment reads:
 - *"Projects that are 100% financed by MaliWatch can not operate independently of Maliwatch"*
I would prefer more than 50% financed by MW... can not operate....
 - **"This is an application to use MaliWatch's 501c(3) status to raise funds elsewhere but not for funding from MaliWatch"*
If someone else wants to use MW 501.c.3, should we consider retaining a small fraction of the collected funds if the project is indeed selected by a sponsor?
** It is fine with me to keep the selection process open all year long. Should we create an ad-hoc committee focused on Project Evaluation?"*
- Questions about dealing with projects from organizations that want to use MW account (501c) to raise fund. If project is approved, MW should perceive an administrative fee of 2 to 3%. From legal stand point, there were questions about other organizations using MW 501 c (3). Janet indicated that she had done it several times without any problems. Harouna to ask MW lawyer about the process. Harouna also thought there should not be a deadline for projects review and approval for funding.
- There was no consensus on the project approval deadline.
- Janet regretted that meeting participants had studied the project approval form – a fact which is recidivism of prior meetings. She urged participants to be better prepared in the future to make the meetings more productive.

c. Other Old business

- DUNS number for Maliwatch – Harouna indicated that this number was mentioned by Dr. Norris during his presentation on 501 c (3) at MW annual meeting. He said some donors ask for this number for funding. Janet said we could get DUNS number when needed.
- Look into insurance – Maliwatch will probably need to get Directors and Officers liability protection insurance. Harouna to check into cost and feasibility of getting insurance.
- Audit: Harouna indicated that he met with a public accountant to explore the possibility of auditing Maliwatch bank account. There are 3 levels of auditing an organization: 1) A compilation of financial statements without making any judgment on the accuracy of the finances (cost \$750 to \$1000), 2) A review which analyzes financial statements with foot notes (cost \$1,500.00), and 3) An Audit which looks into every account with verification from third parties (cost \$3,000 per accounting year). An audit is what funding agencies usually require. Audit is not required to be

501c (3) compliant. Internal audit should be enough – need to establish internal audit committee.

New business:

- Harouna: talk with Abdoulaye about the need to add new committee members. Ablo had lost connection – issue moved to next meeting.
- Member residing in Mali; Lamine Coulibaly was selected as a member of the board at a previous board meeting. Not happened at the annual meeting – vote will take place online. A vote is also to be conducted to fill in positions of Vice-president, Secretary, and a comptroller.
- New project idea: Harouna to work with his university to possibly set up English training Centers at the University of Bamako and IPR of Katibougou. He urged participants to look for opportunities of partnership with other organizations with similar goals to Maliwatch.
- Ibrahim briefly introduced the idea of MW housing project – the concept is being initiated.
- The last item on the agenda: Reflecting upon socializing Maliwatch to get the maximum buy-in was just a take home from Dr. Norris presentation at MW annual meeting

Meeting was adjourned at 10:35 PM ET