BOARD OF DIRECTORS MEETING MINUTES JULY 16, 2019

NTUNGO NOBLE

Education . Food . Housing

ntungonoble.org

Poverty Relief for the People of Mwambezi Village - Zambia

About Ntungo Noble Projects, Inc.

Ntungo Noble Projects, Inc. is a nongovernment not-for-profit organization headquartered in Winnipeg, Manitoba, Canada and dedicated to providing poverty relief for the people of Mwambezi village in Mbala District of the Republic of Zambia. Mwambezi village is located 12 km south-west of Mbala town on Chitimbwa Road and 1000 km from Lusaka the Capital City of Zambia. Poverty at Mwambezi village is manifested in lack of basic human needs. There is lack of a school, lack of a healthcare facility, lack of adequate water supply, lack of decent housing, lack of food security and lack of environmental stewardship. The mission of Ntungo Noble is to lift the people of Mwambezi village out of poverty through education, food security, health and housing. Ntungo Noble accepts donations from persons who choose to be friends of Mwambezi village, an online community whose membership is open to the citizens of the global village who believe in a world without poverty. For more information about the work of Ntungo Noble visit https://www.ntungonoble.org.

Executive Director
Chrispin Ntungo, Ph.D., ASQ-CQPA

NTUNGO NOBLE PROJECTS INC
BOARD OF DIRECTORS

Meeting Minutes
July 16, 2019 at 7:30 pm

DIRECTORS:	Yolanda Chitohwa, Esq.	Director	Present
	Mirriam Kanyembo-Savanhu	Director	Present
	Chipalo Simunyola	Director	Absent
	Grace Ntungo	Director	Present
	John Mwaba	Director	Regrets
	Myazwe Ntungo	Director	Present
	Chrispin Ntungo	ED/Secretary	Present

REGULAR BUSINESS

NNP2019-21 **CALL TO ORDER**

Welcome and call to order by the Vice-Chair Yolanda Chitohwa at 7:27 pm. Prayer by Chrispin Ntungo.

NNP2019-22 **AGENDA** **Appendix:2019NNP-03**

WHEREAS the agenda was circulated on July 9, 2019 the Board members were invited to consider the agenda for any changes;
VOTED *to approve the agenda as presented.*

NNP2019-23 **REVIEW OF MINUTES OF PREVIOUS MEETING** **Minutes:2019NNBODM-04**

WHEREAS the minutes of April 16, 2019 Board Meeting were circulated with the agenda and presented by the secretary at the meeting,
VOTED *to accept the minutes as presented.*

NNP2019-24 **MATTERS ARISING FROM MINUTES** **Minutes: 2019NNBODM-04**

A question was asked about the total money raised from the musical fundraising event of May 26, 2019. The ED advised that there is a financial report being given later that will provide information to satisfy the question.

STRATEGIC BUSINESS

NNP2019-25 **GOVERNANCE: BYLAWS** **Appendix: 2019NNP-03-S2.1**

WHEREAS the organization bylaws were circulated to members two weeks in advance for review the Board members, serving as members of the organization, were asked to provide or receive feedback on the bylaws. The secretary walked the members through the suggested improvements to the bylaws, including (4) purpose, (5.5) liability of members and (15.1) Board designated banker. WHEREAS the members were satisfied that the suggested improvements had been reviewed;
VOTED *to approve the bylaws of Ntungo Noble Projects Inc.*

NNP2019-26 **GOVERNANCE: OFFICERS** **Appendix: 2019NNP-03-S2.1**

WHEREAS according to the Bylaw, Ntungo Noble Projects Inc. was supposed to have the following officers: President, Vice-President, Secretary and Treasurer and WHEREAS a nomination of officers for the organization was circulated to Board members by the ED two weeks prior, members were asked to indicate their willingness to serve in their nominated positions, WHEREAS no one member was opposed to the nominations, the Board therefore,

VOTED *to approve the officers as nominated as follows President: Chipalo Simunyola, Vice-President: Yolanda Chitohwa, Treasurer: Mirriam Savanhu and Secretary: Chrispin Ntungo.*

NNP2019-27 **GOVERNANCE: INFORMATION FOR DIRECTORS** **Appendix: 2019NNP-03-S2.1**

WHEREAS it is needful for directors to be informed about their duties and responsibilities, AND WHEREAS it is needful for directors to avoid conflicts of interest and to respect confidentiality, the Board members agreed to each sign a Conflict of Interest Statement and Confidentiality Statement and such signed statements to be filed with the Secretary.

NNP2019-28 **MANAGEMENT: OPERATIONS REPORT** **Appendix: 2019NNP-03-S2.2**

WHEREAS the ED informed the Board about second quarter operations including John Mwaba's visit to Mwambezi village, musical fundraising concert held on May 26, 2019, the finalization of business documents vis-à-vis strategic plan, business plan, fundraising plan, operating budget and capital budget, and the support given by one friend of Mwambezi village who donated enough money for buying not only school supplies, bicycles for teachers but also furniture for the preschool consisting of 16 tables and 50 chairs; AND WHEREAS the money remittances report for April to June 2019 was shared with the Board;

VOTED *to recognize and thank Roselind Santos for her one of a kind generous support she has given Ntungo Noble and the Mwambezi village preschool.*

NNP2019-29 **MANAGEMENT: FINANCIAL REPORT** **Appendix: 2019NNP-03-S2.2**

WHEREAS from April 1 to June 30, 2019 a total of $2,733.46 of revenue was achieved from fundraising and donations and WHEREAS $583.22 was spent on poverty relief program remittances in favor of education, and WHEREAS the account balance at end of second quarter was $2,132.99 with $600 earmarked to be spent on 50 preschool chairs and 16 preschool tables courtesy of Roselind Santos;

VOTED *to receive the second quarter financial report as presented.*

NNP2019-30 **MANAGEMENT: BUSINESS PLAN** **Appendix: 2019NNP-03-S2.2**

A. WHEREAS the ED informed the Board that the Business Plan documenting every aspect of Ntungo Noble operations is almost completed remaining with only a few loose ends that need to be tightened including supporting professionals, that is, lawyer, accountant and insurance broker;

   RECOMMENDED *to have the ED bring forward recommendations for a lawyer, accountant and insurance broker.*

B. AND WHEREAS the business plan contained the Action Plan for implementing the poverty relief program activities for Mwambezi village;
VOTED *to approve the action plan in principle as a guide for poverty relief fundraising.*

C. AND WHEREAS the business plan contained a detailed operating budget consisting of revenues from grants, donations and fundraising as well as expenses on administration, building occupancy (if any) and poverty relief support remittances, and transfers to poverty relief capital projects; WHEREAS The annual operating budget is estimated to be $138,000, of which $22,910 is administrative expenses and $115,090 is for direct investment into poverty relief efforts, including capital projects; and WHEREAS Ntungo Noble Capital Budget shows allocated revenues and expenses for long-term poverty relief secured by:

1. School construction
2. Teacher's low-cost housing development
3. Student hostel construction
4. Grain storage facility construction
5. Affordable low-cost housing development
6. Community Centre construction
7. Medical clinic construction
8. Water supply infrastructure development
9. Solar or Hydro power development
10. Tree planting

of which the total capital budget is $695,000;

VOTED *to approve both the annual Operating Budget for poverty relief and the Capital Budget for long-term poverty relief for the people of Mwambezi village.*

NNP2019-31 <u>FUNDRAISING: FUNDRAISING PLAN</u> <u>Appendix: 2019NNP-03-S2.3</u>

WHEREAS there is need to simplify the fundraising process including the need for developing a budget and synching it with the fundraising strategy, management has developed an approach that allows for quarterly fundraising targets as follows:

Donations and fundraising	$ 1,500
Operating grant	$ 3,000
Poverty Relief Grants	$30,000
Quarterly Total	$34,500

AND WHEREAS donors need to know how donated funds are applied there is need for the Board to provide guidelines for budgeting and use of funds, AND WHEREAS management is recommending the following guidelines for policy on donated or budgeted funds:

- ✓ At least 80% of annual revenues will be budgeted to go directly into poverty relief including capital projects.
- ✓ Less than 20% of annual revenue will be budgeted for administrative support.
- ✓ At least 70% of budgeted poverty relief funds will go into capital projects.

- ✓ About 10% of budgeted poverty relief funds will go into education for girls, food security for mothers, housing for women and health for all.

VOTED *to approve the fundraising plan and guidelines for use of funds as presented.*

NNP2019-32 FUNDRAISING: APPLICATION FOR CHARITY REGISTRATION Appendix: 2019NNP-03-2.3

WHEREAS Ntungo Noble seeks recognition as a charity and WHEREAS the office of the ED has put together the application for registration as a charity with the Canada Revenue Agency (CRA) and the compiled information has been shared with the Board;
VOTED *to approve the completed application form and authorize the executive director to submit the application in a timely manner.*

NNP2019-33 PROJECT IMPLEMENTATION: SCHOOL Appendix: 2019NNP-03-S2.4

WHEREAS The preschool was launched in March 2019 by Wisdom Simbeya and Tyness Chungu, the teachers; and WHEREAS the preschool now has the leadership committee as follows: Chairperson: Maybin Chungu, Secretary: Brave Kalumbi and Treasurer: Jane Mpange; AND WHEREAS it is this committee that received the school supplies when they were delivered on June 28, 2019; AND WHEREAS the community under the leadership of this committee continues to make bricks; AND WHEREAS the Ntungo Noble Office continues to encourage them to act quickly and have the bricks ready so that the school can be built before the rainy season begins in November 2019; AND WHEREAS already made bricks available for purchase have been found;
VOTED *to authorize the Executive Director to start purchasing building materials including bricks and cement for building the school starting with the foundation.*

NNP2019-34 MARKETING & COMMUNICATIONS Appendix: 2019NNP-03-S2.5

WHEREAS it is critical for Ntungo Noble to have an enhanced corporate image, the ED shared the new and standardized document cover design with the Board for their information; AND WHEREAS the Ntungo Noble Office had produced the "Friends of Mwambezi village Newsletter" for June 2019;
VOTED *to receive the June 2019 Newsletter.*

ANY OTHER BUSINESS

NNP2019-35 BOARD MEETING DATES AND TIME

WHEREAS there was need to set or reaffirm the time for the next Board meeting;
VOTED *to reaffirm October 15, 2019 Board meeting date and 7 pm time as planned.*

NNP2019-36 BOARD MEETING ADJOURNMENT

WHEREAS there was no more business left for the Board to execute at this meeting;
VOTED *to adjourn the Board meeting at 9:31 pm.*

NOTE: Appendices are contained in Appendix 2019NNP-03 which is the meeting package circulated to the Board members for the July 16, 2019 meeting.

By their signatures the following officers approve the accuracy of these minutes.

_____ _____

Chair Date

_____ _____

Secretary Date