

**VAB Board of Directors: Annual Meeting, 2018, and Special Meeting on
Follow-up of Suggestions/Recommendations of the VAB Retreat
December 2, 2018, Jamaica, NY**

Minutes

Participants: The participants were: Mrs. Bina Ahmad, Mr. Mahbub Ahmad, Mr. M Nurul Alam (Vice President), Dr. Fazlur R Chowdhury, Dr. Maksud Chowdhury, Mr. Syed Zaki Hossain, Mr. Mostafa Khandaker, Mr. Matilal Pal (Treasurer), Dr. A T R Rahman (President), Mr. Mizanur M Rahman, Dr. Yousuf Rahman, and Mr. Mohammed Saleh (Vice Chairman).

Chair: In the absence of the President of the Board, the Vice President, Mr. Mohammed Saleh, presided over the meeting.

Agenda items under A. Reports

Agenda item A.1: Approval of the Minutes of the 2017 Annual Meeting of the Board

Under the guidance of the Chair, one of the decisions, Decision 3, was amended. The amendment was adopted by the Board, and **with that amendment, the Minutes were approved.** The amendment is as follows: **Amendment of Decision 3: The Directors shall each continue to donate \$2,000 per annum and also mobilize donations of a minimum of \$100 each from a minimum of 5 individuals. The Management Committee shall give a reminder about the above every three months.**

Agenda item A.2: Report from the President

The Report from the President was circulated in advance. The President presented a sum-up. The President expressed his appreciation to the Members of the Board who had taken time off from the busy month of the year. He informed the Board that this month VAB completed twenty years of operation in the USA and requested the Board to think about an Event celebrating the milestone. He mentioned delivery of the VAB model program this year. He added that a new school health project has been initiated, and expressed VAB's gratitude to PEDSI and its President, Dr. Maksud Chowdhury, for collaboration with VAB on the project. He touched upon the fund situation in the USA and Bangladesh. He also brought to the attention of the Board that VAB continues to have its challenges and disappointments, a major one being the declining number of Directors and volunteers.

He then stated that the most momentous event for VAB this year was the Retreat held in August. There were a number of suggestions and recommendations for meeting the challenges of VAB in the future. He then focused on three areas dealing with "sustainability" of VAB. Regarding "program sustainability", one of the main concerns is that VAB's programs may be favoring well-endowed students and not paying sufficient attention to under-endowed ones, designated thus both in terms of "family income" and "merit" as perceived and judged by school officials. He then suggested that a possible measure can be a significant expansion of well-organized skill training programs and activities for needy and under-endowed students. On "fund sustainability", the President emphasized the unanimous recommendation of the VAB Retreat to raise the current balance of 2.6 crore Takas in VAB's Trust/Endowment Fund to 10 core Takas in the next five years. As for "organization sustainability", the measures suggested by the VAB Retreat

range from securing an adequate number of volunteers in management and leadership positions to establishing rules for organization, management and finance. The President suggested that two specific actions may be helpful: engaging paid staff and program-focused visits from VAB USA to VAB BD annually.

The President concluded by reiterating that a well-organized institution with established rules of business and capable managers will have no difficulty to change the incumbent leadership, as and when needed, and to continue successfully in the future.

While discussing the Report of the President, VAB Directors came up with certain important suggestions. One suggestion was to aim for VAB Bangladesh being self-sustaining in view of the difficulties encountered by VAB USA of raising funds from a shrinking donor base. Another suggestion was to hire a full-time Executive Director – this may cost VAB \$60,000, but there will be a stipulation that the incumbent will raise sufficient funds to cover this cost and more. The issue of diversity in the VAB Board came up. One suggestion was to mobilize young people for the purposes of VAB, who will form a committee of their own and function autonomously. Dr. Maksud Chowdhury volunteered to follow up on this suggestion. Another suggestion was to have collaborative work with other Charities such as NABIC. In this connection, it was mentioned that NABIC has a number of programs in the USA, and that helps NABIC to attract young people. It was suggested that VAB may develop programs that can be implemented in the USA – one area that may be considered is guiding and helping Bangladeshi students in the college admission process, focusing on finding good fit of institutions for admission seekers, finances, including student loans, etc. A tutorial program to this end can be developed. Recent college graduates can be mobilized for these purposes, which will keep the cost of these activities at a minimum level. This may also be considered a long-term investment for VAB. Expectations were expressed that the 20th Anniversary Event may offer an opportunity for connectivity with young people.

Agenda item A.3: Report from the Treasurer

The Treasurer reported that as of 28 November 2018, VAB USA raised \$79,729 from 99 individual philanthropists. It is expected that by December 31, VAB will be able to raise the minimum targeted amount for this year, of \$100,000. VAB remitted \$67,575 to VAB Bangladesh this year. Of this amount, \$60,000 was for programs, \$6,200 was for Support for Flood Affected Schools, \$475 for support for a VAB BD staff member for urgent medical treatment, and \$900 for expenses for Health Program for two sponsored schools of Dr. Fazlur Rahman Chowdhury. VAB USA's expenses were about \$2,500, mostly for office supplies, printing and photocopying, postage, and travel expenses for the Country Director, who made presentation on VAB to the expatriate communities in the Chicago and Houston areas and succeeded in fundraising and publicity efforts. The Treasurer further reported that in the three accounts of VAB, as of 28 November, the balances were: \$93,393 in the program account, \$104,038 in the endowment account, and \$3,417 in the expense account. He pointed out the restriction imposed by the NGO Bureau of Bangladesh about remitting money from abroad to Trust Funds in Bangladesh. In this context, he requested the Board Members and other donors to make donation in BD Takas in Bangladesh.

Agenda item A.4: Report from the Country Director

The Country Director's Report was circulated in advance. A brief sum-up was presented by a Director. All the activities under the VAB model program in cluster schools and in stand-alone schools have been implemented, except a few which are planned to be implemented in 2019. The total expenses were about \$170,000. Two new "employable skill" programs will be undertaken in 2019 – one on Computer Applications for Office Use and the other on Household Wiring. A significant outcome in 2018 was the successful application of the "group method of teaching/learning" or the Self-help Education Approach (SEA). Work on developing "performance index" was mentioned. The opportunities of publicizing VAB's work were mentioned. The Country Director stated: "VAB is now at a crossroad in defining its dominant position in the country as a champion of Quality Education. We need all the support from [VAB Board and] Management to make it happen."

The work of VAB Bangladesh and the Report of the Country Director were commended by Directors. Particular mention was made by Directors of the work on developing "performance index", better reporting, enhanced publicity, and increased fundraising in Bangladesh. The innovative nature of the VAB model program and its accomplishments were especially highlighted. Some Directors commended the transition from the old VAB model for quality education to the new one, with five pillars (empowerment of students, teachers, schools and communities as well as skill enhancement in the areas of digital competency, English, and communication/character/citizenship).

The Board noted with appreciation the Report of the Country Director and expressed its gratitude to him.

Agenda item A.5: Report on PEDSI-VAB Collaboration on School Health Program

Dr. Maksud Chowdhury, Director of VAB and President of PEDSI, reported on the recent visit of PEDSI's physician members to Bangladesh and the initiation of the collaborative project. PEDSI had prepared guidelines published in "School Health Manual" as well as a Form, and distributed the Manual and the Form to persons in VAB and in the schools and also others. VAB personnel and the responsible persons in 6 schools were trained in health monitoring of students, bearing in mind the special needs of teenagers. PEDSI also donated four packages of instruments and equipment required for health monitoring. Dr. Chowdhury then mentioned other work of PEDSI accomplished during the visit, highlighting the work with the Rohingya refugees.

Dr. Chowdhury talked about the great appreciation expressed by the schools for the project. Other schools which came to learn about the project showed their willingness to be included under it. He also mentioned the growing network of pediatricians and physicians in Bangladesh who are associated with PEDSI. He stated that the pilot phase of the project will continue till next November.

During the discussion on the Report by Dr. Chowdhury, expectation was expressed that a holistic approach to quality education by merging the aspects of nutrition, health and education, and accordingly, incorporating the goals of both VAB and PEDSI, can be pursued. There were also requests to PEDSI to continue the collaboration beyond the pilot stage so that all the nearly 80 schools partnered with VAB can be covered.

In this connection, mention was made of the “Tiffin Program” of VAB which has been initiated last year for the purpose of providing nutritious tiffin, including, in particular, for overcoming debilitating effects of hunger on students. The program is being implemented in a VAB-partnered school for five years, after which period the school will continue the program without depending on the donor.

The Board noted with appreciation the Report by PEDSI and expressed gratitude to PEDSI for initiating the collaborative project on “Student Health Monitoring”. The Board also expressed its appreciation for the Tiffin Program.

Agenda items under B

Agenda item B.1: VAB Trust Fund Campaign: Goal of 10 Crore Takas in 5 Years

The President explained that the goal is to ensure VAB’s sustainability. The amount of 10 crore Takas is equivalent to about \$1,250,000. This amount may yield an annual income of about \$125,000 at a rate of return of 10 percent. This annual income combined with amounts raised by VAB Bangladesh has the potential of making VAB self-sustaining. At this time, the total funds that can be made available to VAB Trust/Endowment Fund are about \$330,000. The President made an urgent special request so that the goal can be met, most probably through a vigorous Campaign. He reminded the Board that the experience of VAB USA in raising a seemingly “unreachable” goal for the purpose of purchasing VAB Bangladesh’s own office space demonstrated that it was possible through a well-planned vigorous campaign.

There was extensive discussion which yielded productive results. Some Directors felt that the current capability of VAB USA of raising about \$100,000 annually should be taken advantage of, and all 100 percent of what VAB USA raises annually for the next 5 years can be retained in the Trust/Endowment Fund. VAB Bangladesh can carry on with the implementation of the VAB program, to whatever extent possible, by utilizing the funds it raises in Bangladesh combined with the income from the funds available to the Trust/Endowment fund. A fruitful discussion on this idea resulted in a compromise, which would essentially remit a specified amount of funds to VAB Bangladesh annually for implementing the VAB program and retain the remainder of the amount raised annually by VAB USA for Trust/Endowment Fund.

The exact compromise is as follows, and **was adopted by the Board:**

In its annual Meeting held on 2 December 2018, the Board of Directors of VAB adopted the following decision about the annual allocation of funds to VAB Bangladesh for the implementation of the VAB program in Bangladesh:

The Board reiterated and accorded highest priority to financial sustainability of the VAB program in Bangladesh for the coming years. This necessitates building up the VAB Trust Fund in Bangladesh in the next few years in a way that would make the program costs to be increasingly self-financed from local resources. The Board agreed that the most viable strategy to attain this objective is to build up the VAB Trust Fund with some adjustment in the current budgetary allocation to VAB Bangladesh.

“For the paramount purpose of building up the VAB Trust Fund in Bangladesh and at the same time continuing the implementation of the VAB program in Bangladesh, to the fullest extent practicable, the Board decided that, starting in 2018, every year VAB USA will

allocate \$50,000 for the Budget of VAB Bangladesh for the implementation of the VAB program in the subsequent year, to be remitted to it during the subsequent year. VAB USA will retain the remaining amount (the amount raised in that year minus \$50,000) to be transferred to the VAB Trust Fund in Bangladesh in due time. The Board also decided that any “restricted” funds raised by VAB Bangladesh in a given year will be allocated for the Budget of VAB Bangladesh in that year. “Restricted funds” means any funds donated by donors, individuals and institutions alike, stipulating the use of the funds for specified purposes.

The Board decided that the above allocation will continue till the time the annual income from the VAB Trust Fund in Bangladesh reaches \$100,000 or more, at which time 80% of the annual income from the Trust Fund combined with the funds raised by VAB USA (minus 10% to be retained by it as contingency fund) will be allocated for the Budget of VAB Bangladesh in the following year. Any funds raised by VAB Bangladesh, restricted or unrestricted, in the following year will also be allocated for the Budget of VAB Bangladesh in that year.

The Board requested that any unrestricted funds received by VAB Bangladesh from any source – Bangladesh donors or US donors donating in BD Takas – will be deposited in the VAB Trust Fund. The Board also requested VAB Bangladesh to deposit all the income from the Trust Fund back in the Trust Fund itself, except for the parts of the income earmarked for specific budgetary purposes under the respective MOUs.

The Board will appreciate it very much if VAB Bangladesh makes utmost efforts to adjust its annual Budget within the above framework and also makes efforts to raise funds for the Trust Fund.

A detailed guideline and information in a tabular form, for the purpose of implementation of the decision of the Board, will be finalized and Sent to VAB Bangladesh by VAB’s Finance and Budget Committee.

It was felt that the proposed VAB Trust Fund Campaign, mentioned above, may be carried out in tandem. The Chair suggested forming a Committee for the purpose of the Campaign, with Mr. Syed Zaki Hossain as Chairman and Dr. A T R Rahman as the Manager.

Another initiative was noted by the President based on his discussion with Professor J R Choudhury, Chair, VAB Advisory Board in Bangladesh, during his recent visit to the US and also on his recent discussion with a Member of the Advisory Board, Mr. Neaz Ahmed, who is currently visiting the US. The President suggested that this initiative can also be pursued in tandem. It is aimed at addressing the urgent need for expanding employable skill training for low-performing VAB students. It builds upon the general realization that there is a growing market in Bangladesh for vocational training. The initiative involves seizing on the opportunity to explore significant investment in Vocational Training Facilities which will not only provide training for its students but also earn income through fees paid by all trainees including VAB students for whom an affordable rate would be specified. The President further informed the Board that this investment idea will be followed up by Mr. Neaz Ahmed with VAB Bangladesh as well as with some experienced managers of skill training centers upon his return to Bangladesh later in the month. The Chair suggested that the President may follow up this idea

and develop a proposal for this purpose and submit it to the Finance and Budget Committee for reviewing it and then for devising a plan to implement it accordingly.

Agenda item B.2: Celebration in 2019 of VAB's 20th Anniversary

A paper on this agenda item has already been circulated, presenting a list of suggested activities to be performed for the implementation of the Celebratory Event and a corresponding list of suggested persons responsible for each activity. Mr. Mizanur M Rahman volunteered to take the responsibility of implementing the Event, but he requested guidance and assistance from Mr. Mohammed Saleh and Mr. Syed Zaki Hossain. He suggested that the Event must be an attractive and entertaining one. It can serve the dual purpose of celebration and fundraising/publicity. A fundraising strategy should be discussed. There was a suggestion that a "20th Anniversary Celebration Committee" can be formed, with Mr. Mizanur M Rahman as the Coordinator. There was caution expressed by Directors that VAB should not lose any money on account of the Event.

A suggestion was made to hold two Events: the above-mentioned Celebratory Event and a small fundraising event with high participation charge.

The Board decided that Mr. Mizanur Rahman will initiate the required processes for the 20th Anniversary celebrations. He will prepare a concrete proposal following the suggestions noted in the Paper submitted to the Meeting as soon as possible. On all matters on the 20th Anniversary celebration he will be guided and supported by an oversight group comprising of Mr. M Nurul Alam, Mr. Syed Zaki Hossain and Mr. Matilal Pal. The President was requested to send an email to everyone concerned dealing with the above matters.

Agenda item B.3: Any additional topics

The Board decided to appoint Mr. Kazi Mahiuddin, Member of VAB Bangladesh Advisory Board, as the Treasurer of VAB Bangladesh.

The Board decided to accept the resignation of Mr. Mahbub Ahmad from the position of Secretary, VAB. The Board commended Mr Ahmad for his services to VAB and wished him success in his new position. The Board also expressed its wishes for his continued cooperation with VAB. The Board was informed that Mr. Mostafa Khandaker, Member of VAB Management Committee and Chair, Communications and Media, is fulfilling the responsibilities in the interim period.

As for **selection of a phrase for explaining what VAB does**, certain suggestions included in a paper were circulated. It was suggested that a catchy, attractive and succinct, yet brief, one-liner is required. The Chair suggested that VAB would benefit highly from inputs of young people. He was of the view that all the persons currently involved with VAB may invite such inputs from young persons they know. He volunteered to send an email to this end.

The issue of finding **volunteers for training in making effective proposals for fundraising from institutions** was raised. Dr. Yousuf Rahman expressed his interests anew in guiding, mentoring and placing volunteers in the relevant training courses. Mr. Mizanur M Rahman volunteered again to undergo a training course. He was also willing to pay the cost of such a

training program which may amount to \$1,000. Because of Mr. Rahman's professional interests, some Directors raised the issue of conflict of interest. Finding a young person to undergo such training was also discussed. Dr. Yousuf Rahman stated that he could proceed only when the management of VAB authorizes the prospective trainee.

As most of the suggestions/recommendations of the VAB Retreat were deliberated upon already, in one form or another, in the Annual Meeting above, and also partly due to time limitation, the second meeting of the Board was considered already incorporated in the first one, and, hence, not necessary.

Following due process, the meeting was then adjourned.

After the formal Board meeting was adjourned, Bina Ahmad, Rotarian, who is extensively involved in many Rotary activities and who was instrumental in raising funds last year, through her Rotary Club, for VAB for support to flood-affected schools, suggested forming a Rotary Club with VAB personages as members. Such a Rotary Club could raise funds in the USA and utilize the funds for educational activities of VAB Bangladesh. Because she is very familiar with the process, she volunteered to charter such a Rotary Club, which requires a minimum of 20 prospective members. The name of the Rotary Club and officials can be a matter of discussion later. However, she expressed a sense of urgency in view of the organizational requirements of the Rotary Club in this area. The Board felt that there was a need for further information about a number of important issues, such as, among others, the concrete gains of VAB from such a Rotary Club, the process of selection of members and officials of the Club, and management of the Club. **The Board members present appreciated the offer of Mrs. Ahmad, and requested her to be the Organizer entrusted with providing the above information and, subject to favorable responses to the information provided, with the formation of the Rotary Club which could serve the purposes of VAB.**