

**MINUTES OF THE MEETING OF THE U.S. PROGRAMS BOARD  
OF THE OPEN SOCIETY INSTITUTE  
March 4-5, 2009**

A meeting of the U.S. Programs Board (the “Board”) of the Open Society Institute (“OSI”) was held at the Open Society Institute in New York, NY, on March 4, 2009, at 2 p.m. and continuing on March 5, 2009, at 8:30 a.m. There were present the Chairman of the Board, George Soros, together with fellow Board Members Deepak Bhargava, Leon Botstein, Joan Dunlop, Sherrilyn Ifill, Aryeh Neier, Jonathan Soros, Bryan Stevenson, Ethan Zuckerman, and by telephone also Geoffrey Canada.

Attending the meeting by invitation were OSI staff members Maija Arbolino, Ann Beeson, Ricardo Castro, Nancy Chang, Shawn Dove, Karynn Fish, Erlin Ibreck, Laleh Ispahani, Raquiba LaBrie, Michael McCutcheon, Lori McGlinchey, Diana Morris, Kay Murray, Leonard Noisette, Stewart Paperin, Stephen Rickard, Laura Silber, Susan Tucker, Bill Vandenberg, George Vickers, and Nancy Youman. Also attending by invitation were Heidi Boisvert, Malkia Cyril, Bobby Clark, Laura Kurgan, James Rucker, and Micah Sifry.

Ann Beeson served as Chair of the meeting at the request of George Soros.

Ms. Beeson welcomed the Board and guests to the meeting. The minutes of the U.S. Programs Board meeting of December 3, 2008, were offered for approval. Upon a motion duly made, seconded and unanimously carried, the Board approved the minutes.

Ms. Beeson requested information from the Board Members about their availability to hold the May 2009 Board meeting in New Orleans. Mr. Soros and Mr. Botstein expressed concerns about their availability. Ms. Beeson thanked the Board and announced that a final decision would be made in the coming days and the Board would be informed.

Mr. Castro introduced a discussion of the Foundation to Promote Open Society (“FPOS”), informing the Board that this U.S. private foundation had been established by Mr. Soros and would operate in collaboration with OSI. The purpose of the FPOS is to award public charity grants, and it has received a substantial grant from the Open Society Institute.

Ms. Ifill then introduced a discussion of “Technology and Advocacy: New Strategies for Organizing and Innovation,” which delved into the ways that technology is being used to advance OSI priority issues through organizing, activism and social movements, and how technology opens up new opportunities for civic participation. The invited guests presented lessons learned in the field from their use of technology for advocacy and organizing. Heidi Boisvert, Multimedia Manager of OSI grantee Breakthrough, presented innovative uses of online games and technology to promote

public education and engagement around immigration detention practices; Bobby Clark, Executive Director of OSI grantee ProgressNow, presented his organization's state-based model of using social media and other online tools to promote organizing and activism around local and state issues, such as marriage equality in California; and James Rucker, Executive Director of Color of Change, discussed social networking and online organizing led by people of color around issues such as the Jena 6, Katrina accountability and voter suppression.

In the discussion, the Board and guests raised a number of issues that arose in connection with the presentations. A concern was expressed that not all users of such technologies share the open society values that are at the heart of U.S. Programs' grantmaking and operational activities and that technology could easily be used and audiences manipulated by opponents of open society. While the truth of this was accepted by all, a consensus was reached that trends in technology and technological tools suggest a bias in favor of openness and that the trick is to figure out how to take advantage of the progressive tilt of technology. Examples included using technology to capture the complexity of issues; to challenge orthodoxy and majoritarian views, especially where issues of concern to OSI are not favored by a majority (such as criminal justice reform and progressive immigration policy); to do more than simply raise money and instead move people to take action; to get full value from technology's promise of providing means of self-expression, opportunity for participation and overcoming invisibility; and to assure accountability in the fast-moving public online sphere. An additional point was made that technology is not equitably distributed and that a serious commitment to people at the margins of society means that there should be a real focus on disseminating technology and/or not relying exclusively on technology to reach all constituencies, particularly some of those of most concern to OSI.

Ms. Beeson then asked Mr. Bhargava to lead a discussion of a new funding initiative, Seize the Day, that U.S. Programs developed after discussion at the December 2008 Board meeting. The new initiative, recently authorized as an addition to the U.S. Programs budget by George Soros, is designed to advance open society in the current moment of potential transformative change represented by a new president and a global economic crisis that elevates both the risks and opportunities for building a better society. In particular, the fund will focus on making progress on some of the most difficult issues, such as criminal justice and drug policy reform, which would not be on the public agenda without an added push; promoting marginalized voices in public discourse on reform; ensuring transparency, equity and accountability in economic recovery programs; and using innovative organizing and technology tools. The Seize the Day Fund was greeted by the Board with enthusiasm. A number of Board members noted that while there are opportunities for progress now that we have not had before and that we may not have again, the landscape is still not favorable for many of OSI's priority issues. Board members noted that the Seize the Day Fund is a necessary and appropriate response to give greater visibility to these issues and constituencies of concern to OSI and to create demand that these issues get attention. The Board offered specific areas in need of attention: an affirmative strategy with specific goals for wide-scale reform of criminal justice policy, including systemic reform of the court system, prison conditions, the rights

of ex-convicts, and parole and re-entry policies; making common cause with unusual partners to promote transparency; drug policy reform; education policy; and targeted strategies to educate opinion makers about such issues as over-incarceration, immigration, prisoner re-entry and drug policy, as well as organizing key constituencies around these issues.

Mr. Castro noted that the matters under discussion were initiatives appropriate for a private operating foundation to fund and pursue.

A suggestion was made that weekly calls be organized to include Seize the Day Fund Board advisors (Deepak Bhargava and Bryan Stevenson), key OSI staff and outside experts as needed to provide updates on the progress and challenges of U.S. Programs' priority issues, grantees and key constituencies. George Soros noted his desire for the fund to operate nimbly and flexibly to address emerging opportunities and challenges.

George Soros requested written materials describing U.S. Programs' 2008 grants. Ms. Beeson said she would be happy to provide these materials and would do so after the board meeting.

The Board meeting broke for the day until the following morning.

The meeting the following day began with a discussion of George Soros's special response to the economic downturn and the impact it would most certainly have on people with low incomes. Mr. Soros announced that he planned to increase his funding in areas related to human needs; in the U.S., he said that he intends to make a substantial sum of money available in five cities under the condition that his contribution is matched 3:1. A contribution of \$50 million has already been pledged to begin building a fund in anticipation of the need to provide survival necessities to low-income New Yorkers hit hard by the economic crisis. Mr. Canada, who serves on both the U.S. Programs Board and on the Robin Hood Foundation Board, will serve as OSI's representative advisor to the fund; he introduced a discussion of the fund, which will be administered by the Robin Hood Foundation in close consultation with the U.S. Programs Board and staff. Through a close working relationship with OSI, the fund is intended to work in areas that align with and complement U.S. Programs' priorities, to the extent possible. The Board expressed a strong interest in assuring alignment with U.S. Programs priorities. An example given by Mr. Stevenson is for the fund to be attentive to the economic hardship presented by the extensive fees and fines parolees face, and too frequently default on, which lands them back in prison for non-payment. The fund is to be launched in May 2009 and is to remain confidential until then. Mr. Castro announced that Mr. Canada had agreed to recuse himself from proceedings related to OSI's grant to the Robin Hood fund when it comes up for discussion and approval, and that Harlem Children's Zone, which Mr. Canada leads, will not be considered for funding by the special Robin Hood fund. Mr. Canada then recused himself from further discussion and voting. A resolution was offered that the Board approve the grant in principle and leave the negotiation of details to OSI staff and Mr. Canada, on the condition that the grant would not be appropriated

unless and until OSI's requirements had been met. On that basis, a grant of \$50 million to the Robin Hood Foundation to support a new fund for basic needs was approved..

Mr. Soros also announced that he also intended to make available special funds to assist arts organizations in New York City.

Mr. Botstein asked if U.S. Programs was examining the federal office of faith-based initiatives and recent reports about its role in the future. A number of Board members expressed interest in this topic, noting that it would be useful to look at that office's work as it might relate to re-entry and prison reform. Ms. Beeson offered to confer with Stephen Rickard, Director of OSI-DC, and come back to the Board with a recommendation on how to move forward in this area.

Mr. Zuckerman then introduced a discussion of "Technology and Democracy: New Tools for Transparency and Civic Engagement," which explored how increased access to information is leading to political change. Laura Kurgan, Director of the Spatial Information Design Lab at Columbia University, demonstrated a case study of how sophisticated mapping and data visualization directly influenced New Orleans criminal justice policy. Malkia Cyril, Executive Director of the Center for Media Justice, discussed efforts to build a grassroots movement for just media rules and rights in order to shrink the "digital divide." Micah Sifry, Co-Founder and Editor of the Personal Democracy Forum, presented new information technology tools that build transparency and increase public understanding and participation in movements to address policy shortcomings.

In the discussion, the Board and panelists noted that because of the cost of broadband service and gaps in availability, advanced information technology and tools do not reach all sectors of society. The biggest divide is between older and younger people. Even so, there was consensus that the technology can be a powerful tool for reforming policy and increasing the engagement of citizens. Mr. Sifry highlighted the need to make vital information public and accessible, to build better filters to deal with and organize the glut of information, and to train journalists, bloggers and interested individuals to make use of the information. In addition to the New Orleans example offered by Ms. Kurgan, Mr. Sifry gave several examples of the ways that information published on [www.opensecrets.org](http://www.opensecrets.org) has been used to expose improper behavior of businesses and governments and of the way communities of common interest have formed around issues such as misuse of their social security numbers. Mr. Neier gave the example of a freedom of information regulation that was adopted in China, leading to increased civic activism and citizens involvement in shaping public policy. Mr. Zukerman noted that access to data, creative and novel presentation of data, and use of the data in public education and advocacy efforts had led to powerful rhetorical shifts and altered public understanding and budget reallocations toward open society priorities. Ms. Ifill noted that the court system was among the least transparent government systems and asked for suggestions on how to use technology to open up the court system to public scrutiny.

Erlin Ibreck then introduced a brief discussion of OSI's emergency funding and technical assistance to support organizations central to OSI's strategies that lost funding as a result of the JEHT Foundation closing. OSI is working on this in close partnership with The Atlantic Philanthropies and the Ford Foundation, all of whom have together hired a common consultant to assess the needs of the organizations and the impact on the fields in which they work. The Board was supportive of these efforts and noted that now that OSI had largely determined its response to the JEHT situation, there was a need to monitor the health of OSI's grantees and the social justice field more generally, and to assist where appropriate. Ms. Ibreck noted that U.S. Programs was considering retention of a consultant to investigate this question and suggest ways in which OSI can provide non-financial support to its grantees in these times.

The open Board meeting adjourned, the room was cleared, and the Board went into Executive Session to consider candidates for Board membership and a process for vetting and presenting additional candidates. Board members did not feel they were familiar enough with the current candidates for Board membership to take a vote. Action was delayed until the May 2009 Board meeting. The Board asked that the Board Nominating Committee reconvene to consider the number of slots on the Board it proposes to fill, to identify candidates for Board membership, and to bring forward at least two nominations at the May Board meeting. It was proposed that serious candidates for membership on the U.S. Programs Board be invited to meet with George Soros and members of the Nominating Committee before their nomination was put forward.

Dated as of March 5, 2009

---

Ricardo A. Castro  
General Counsel and Secretary