

## FUTURES FOR KIDS

On September 30<sup>th</sup>, 2002, Geoff Cramer and Bill Ziefle leaned back in frustration as the plane that would take them back to Raleigh took off. They had just completed a daylong discussion with senior executives at Apple Computer, where they were seeking Apple's support for their start-up organization Futures For Kids (F4K). Like most of the potential partners they had approached over the past year, Apple had greeted them with great enthusiasm and applauded the idea. But yet again, they were returning home without a concrete commitment and with many issues to be resolved. When Geoff and Bill had graduated from the Fuqua School of Business in October 2001, their plan to establish Futures For Kids, a nonprofit organization designed to provide high school kids with resources for exploring their post-high school educational, training and career opportunities, had seemed destined to succeed. Almost exactly a year later, success no longer seemed so inevitable. Acquiring the necessary capital, developing partnerships across sectors and putting the organizational structure into place had proven to be tough challenges. Furthermore, they had not been able to devote enough time and thought to product development, without which they were having a hard time raising funds. Geoff and Bill had each invested significant time, money and resources into F4K, and they were as committed and passionate about their idea as ever. But even they were starting to wonder whether they could really pull this venture off. "How long do you think we will survive without an infusion of capital?" Geoff asked Bill as the plane reached its cruising altitude.

### BACKGROUND

In 1999, Geoff Cramer volunteered as a wrestling coach at Terry Sanford High School in Fayetteville, North Carolina. During a break at a practice one day, he asked the kids on his wrestling team about their plans after high school. To his surprise, only two of the seven seniors had plans to go to college. The other five were still struggling to understand their options.

This realization triggered a chord in Geoff's heart, causing him to investigate the problem. After talking to some of their parents and educators, he was shocked to learn that these kids had not even met with their guidance counselors. Not only was there a huge mismatch between the number of counselors and the number of students, many of the counselors did not even seem to have the necessary tools to provide career guidance for kids.

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Disclaimer: In certain instances, the actual names of individuals, organizations and/or their services and products have been disguised to avoid the violation of confidentiality agreements.

Research Fellow Ayse Guclu prepared this case under the supervision of Professor J. Gregory Dees and Center for the Advancement of Social Entrepreneurship Managing Director Beth Anderson as the basis for class discussion rather than to illustrate either effective or ineffective handling of an administrative situation.

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Taking it upon himself to help ‘his guys’ with their futures, Geoff assisted them in exploring various opportunities. With significant assistance from Geoff, they all ended up going to college. Making a difference in these individuals’ lives had planted the seeds of an idea in Geoff’s mind, a desire to create “some structured way to help kids realize what they can do, what opportunities are out there, and to encourage them in what they are good at and what they want to do.” As he continued to interact with high school students, parents and educators, his aspiration to address this need in the education system increasingly grew stronger.

## THE HIGH SCHOOL COUNSELING INDUSTRY

The US Education Sector was a pyramid of public and private institutions, with high school being the last societal institution attended by all youth. The total public direct expenditures on primary and secondary education in the US added up to a staggering amount of \$ 333 billion, or 3.4 % of the US Gross Domestic Product. In 1998, estimated national expenditures per pupil averaged \$7764, placing the US at number three in the world behind Austria and Switzerland.<sup>1</sup>

Despite the funds allocated, dropping out of school had become a significant problem and the attrition continued as youth moved up the ranks: 88% graduated from high school, 58% completed some post secondary education, and only 28% completed a bachelor’s degree. However, when asked, 68% of high school students expressed that they expected to complete a 4-year degree.<sup>2</sup>

The gap between ‘expectations’ and ‘results,’ was evidence of an overriding ‘college-for-all’ mentality in the American society. 68% of students believed that the ‘best jobs’ required at least a four-year college education and 41% attributed a sense of embarrassment to vocational education training programs, indicating that pursuing technical training might limit their career options.<sup>3</sup> However, examining well-paid jobs at several kinds of employers, a study found that many only required the ability to do math at a 9<sup>th</sup> grade level. Furthermore, jobs for high school graduates that would lead to a well-paid career existed in a variety of fields including construction, trades, clerical and administrative support, technical specialties, financial and social services. Unfortunately, guidance systems at high schools did little to inform the kids about these opportunities and thus correct this bias for a four-year degree. The shortcomings of schools in preparing young people for productive careers had longer term consequences of making youth feel like they failed to become self-sufficient adults. In fact, many high school graduates floundered for 2-10 years in dead-end, high turnover jobs with spells of unemployment and strong enticements for criminal activity.<sup>4</sup>

Referred to by one observer as the glue that held the different pieces of the school system together, the counselor’s job was to help students “evaluate their abilities, interests, talents, and personality characteristics in order to develop realistic academic and career goals” as well as to guide them in “understanding and dealing with social, behavioral, and personal problems.”<sup>5</sup> As the definition suggests, the counselors wore many hats in the system, among which rested the responsibility of helping students assemble information and navigate the complexity of the available opportunities post high school. Despite its significant role in shaping the future of American youth, the counseling system had been one of the least emphasized parts of the whole K-12 education space: Out of the total \$ 333 billion spent on education, only 1.3% was allocated to counselors, as opposed to 2.8% for operation and maintenance staff.<sup>6</sup>

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<sup>1</sup> *Digest of Education Statistics*, 2000 Edition, U.S. Department of Education.

<sup>2</sup> *Decisions Without Direction: Career Guidance and Decision-Making Among American Youth*, Ferris State University Career Institute for Education and Workforce Development, May 2002.

<sup>3</sup> *Ibid.*

<sup>4</sup> James E. Rosenbaum, “Beyond Empty Promises: Policies to Improve Transitions into College and Jobs,” Northwestern University, April 2002.

<sup>5</sup> *Occupational Outlook Handbook 2002 Edition*, US Department of Labor, Bureau of Labor Statistics (<http://www.bls.gov/oco/>).

<sup>6</sup> Case writer’s analysis.

The serious shortage of counselors in America was undermining efforts to make schools safe, improve academic achievement and ensure bright futures for all children.<sup>7</sup> Although the American School Counselor Association recommended a student-counselor ratio of 250 to 1, the current national student-counselor ratio was 561-to-1. The data from the 100 largest school districts in the US showed that only 1.9% of the public elementary and secondary school staff were counselors, as compared to 53.8% for teachers, 9.6% for instructional support and 1.2% for library staff.<sup>8</sup> Therefore, it was no surprise that when asked who in high school had been helpful in advising on career options or options to further their education, 51% of students had indicated “no one,” 25% had mentioned a teacher and only 21% had pointed to counselors.

To make matters worse, counselors often lacked the training and resources to advise kids on their career options after school. Among the 95,697 public school counselors in the US, only 771 were granted the title of National Certified Career Counselor.<sup>9</sup> When asked what they recommended to students who seek jobs after high school, many counselors reported that they either gave no advice or advised students to take jobs in fast food or small retail shops, jobs which had no career advancement opportunity.<sup>10</sup> This lack of effective counseling at the public schools had led many parents to pay for special assistance that would enhance their children’s chances post high school, creating a new profession of private college counselors.<sup>11</sup>

Adding to the complexity of the situation was the fact that counselors were stretched too thin across all of their roles. Education Week described this problem:

At one end, they are badgered by knowledgeable, ambitious parents who want to make sure their children get honors courses, extracurricular activities, and get admitted to prestigious colleges. At the other end, they are called upon to assist the most troubled students, whose very survival depends on a counselor’s intervention. The students who lie somewhere in the middle are essentially on their own when it comes to college planning, meaning those students whose families have no prior experience with college are likely to be left behind.<sup>12</sup>

In certain instances, counselors were being asked to assist in mundane jobs such as test proctoring, handing out discipline, standing watch over bus arrivals and in some places, even driving the bus. This absence of adequate attention was leading kids to turn to their parents to help them prepare for life after high school. According to a study by Ferris State University, 78% of kids cited their parents as having primary responsibility in helping them plan for a career or a job. However, in most cases, parents did not have the background or the skills to provide the right advice.

## Alternative Resources

Seeing the need for better educational and career resources for high school students, a significant number of online resource sites had emerged since the World Wide Web’s birth, many of which carried similar content.<sup>13</sup> Most of the organizations that had a substantial presence in this space were for-profit enterprises. GimmeAJob, one of the leading career websites, had recently sped up efforts geared towards the high school market through its acquisitions of a scholarship and college search website; a portal for college-bound students and their families for guidance and information on the college admission process;

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<sup>7</sup> *No Child Left Behind Act of 2001*, American Counseling Association Office of Public Policy & Information, March 14, 2000.

<sup>8</sup> U.S Department of Education, National Center for Education Statistics, “Characteristics of the 100 Largest Public Elementary and Secondary School Districts in the United States: 2000-2001.”

<sup>9</sup> *Statistics on NCCs*, National Board for Certified Counselors and Affiliates (<http://www.nbcc.org/index.htm>).

<sup>10</sup> Rosenbaum, op.cit.

<sup>11</sup> Charles W. Lindahl, “Counseling: The Missing Link,” *Education Week*, October 18, 2000.

<sup>12</sup> Ibid.

<sup>13</sup> A search on “career resource” sites in the Google search engine returned close to one million links.

and an offline initiative which offered in-school presentation programs and motivational talks designed to assist and prepare college-bound high school students for success.<sup>14</sup> Another important player in the space, Bridges.com, marketed itself as “North America’s leading provider of career and educational planning solutions” and hosted an “eGuidance Center” for students, parents and counselors, an online tool which they could use to explore and plan for post high school options.

The College Board (administrator of the SAT) and ACT, two national nonprofit organizations that provided the most widely accepted college entrance exams, had also entered this space by spinning off for-profit platforms, MyRoad.com and Discover, respectively. Both were targeted at providing online services that would enrich the way counselors interacted with students and hence enhance the college and career planning process. For example, MyRoad.com featured a variety of services such as a personality type profiler, a college search engine, and a career research center provided by Wetfeet.com, a direct competitor of GimmeAJob. Secondary institutions could purchase and administer services from both MyRoad.com and Discover in return for annual licensing fees. The former also offered annual subscriptions to individual users.

There were also a few nonprofit groups and government agencies who competed in this market. For example, funded by a group of guaranty agencies who participated in the Federal Family Education Loan Program (FFELP), Mapping-Your-Future’s primary aim was to counsel students and families about college, career, and financial aid choices nationwide through a public service web site. The U.S. Department of Education also hosted a “Think College” website, which worked more like an information aggregator and included links to Mapping-Your-Future and the College Board. Many states also supported their own local efforts. For example, the College Foundation of North Carolina (CFNC) was established in early 2001 as an online research center for kids in North Carolina as they prepared, planned and applied for college. Stemming out of partnerships between the Pathways of North Carolina<sup>15</sup> and North Carolina State Education Assistance Authority (NCSEAA), CFNC had attracted one and a half million visitors in its first year.

## **BIRTH OF A VENTURE**

In the beginning of 2000, after having managed his own real estate development company for five years, Geoff Cramer was ready to further his education in a “fun and exciting” setting. He decided that attending the Weekend Executive MBA (WEMBA) program at the Fuqua School of Business would provide him with exactly the challenge he was seeking.

His idea of reaching high school kids, parents and educators and aiding them in the search for a productive career came to the top of his mind when it was time to write a business plan for his Entrepreneurship class. Geoff’s epiphany was his recognition that through the proper utilization of the World Wide Web, creating a comprehensive resource for high school students was actually doable. This realization helped him crystallize his idea into a nonprofit organization called “Futures For Kids,” or “F4K,” which would provide a centralized hub, a portal, for “all categories of information which address the needs of and show the exciting opportunities available for our youth” and would aim to become the “standard by which kids make decisions about their future five years from now.”<sup>16</sup>

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<sup>14</sup> Although GimmeAJob’s acquisitions had been completed in summer of 2001, as of October 2002, these services had not been integrated with each other.

<sup>15</sup> Pathways of North Carolina was a partnership between the State Department of Public Instruction, NC Community College System, NC Independent Colleges and Universities and The University of NC.

<sup>16</sup> Business Plan, October 2001 Version, Futures For Kids.

## Building a “Fuqua” Team

Geoff started engaging his classmates in the idea right away by recruiting a team of seven to write the initial business plan for F4K. The entrepreneurship course came to an end, but the F4K idea did not. In fact, it grew from class to class and throughout the halls of Fuqua: the Customer Relationship Management course helped Geoff distill the functionality of the portal and the Leadership course was instrumental in spreading awareness for F4K through Geoff’s class presentation on founding the organization. Increasingly, faculty at Fuqua agreed to serve as advisors. (Exhibit 1) By August 2001, a few months before graduation, Geoff had started devoting a substantial amount of time to F4K and was already thinking about the next steps.

**Bill Joins** During the fall of 2001, Geoff approached Bill Ziefle, a classmate and an oil and gas attorney from Houston, and asked him to consider becoming the Executive Director of this envisioned organization. Bill had seemed intrigued by the idea earlier in the year, and Geoff believed that Bill’s skills would complement his very well. Bill had been in the process of testing the job market and had found that the offers he had would only take him back to what he was doing before business school. After a little soul searching and making sure that Geoff was serious about F4K, Bill accepted and came on board. Geoff reflects on Bill’s joining:

My first decision as an executive director was to fire myself. I realized that that wasn’t my strength. I’m not a highly organized person; I’m more the creative, visionary type. We’re extremely different but we’re both extremely passionate about what we do, so we kind of balance each other out. Bill has been a fantastic pillar for this program.

Over time, Geoff assumed the Director of Marketing and Communications role for F4K. See Exhibit 2 for the two founder’s resumes.

**Classmates Give a Hand** The two spent the last weeks of their MBA experience further developing the idea and polishing the business plan. One of their goals was to involve their classmates in this cause without making them feel like they had to give up their regular jobs to contribute. This desire led to the creation of a “Class Gift to Society” through which the entire class donated their time, intellectual capital, and passion to creating F4K. Bill presented both gifts at graduation, the symbolic gift to society and the traditional cash gift to Fuqua.

The class commitment to F4K started to pay off soon after graduation. They approached one of their classmates who worked for a real estate management company to see if he could facilitate the donation of office space for them. Although the company’s policy was not to provide in-kind donations of space to nonprofits, the classmate was able to connect Geoff and Bill with the CEO, who agreed to make an exception provided that the company remained confidential. F4K moved into its Raleigh office in January 2002. Since Bill’s living quarters were in Houston and Geoff’s in Fayetteville, they also rented a corporate apartment in the area.

Naturally, both the apartment and the office needed furniture. That’s when their former classmate and friend Kent Muscaro, Manager of Capital Planning for Walt Disney World (WDW), came into the picture. Kent was someone who especially identified with F4K. He had been an average student in high school and had received little attention from his guidance counselors. That situation and his parents’ relentless push for him to become a pharmacist had cost him two and a half years in college before he realized it was just not for him, so he was genuinely intrigued by his classmates’ idea.

As part of his job, Muscaro kept track of WDW’s assets. He made sure F4K received some furniture when there was a surplus. He also tried to get them set up for financial funding with the Community

Relations Group at WDW but was not successful, mainly because “Disney’s focus was on younger children and not high school kids.”

### **Developing an Organization**

With a basic infrastructure in place, F4K completed its legal paperwork and achieved 501(c)(3) status as a tax-exempt organization in the second week of February. However, the actual building of an organization would prove to require much more effort than obtaining that title.

**Rex Adams on Board** Rex Adams, the former dean of the Fuqua School of Business, had extensive experience leading both for-profit and nonprofit boards, along with having a strong professional network. Geoff and Bill initially went to him to see if Fuqua would provide a semi-official sanction for F4K. Rex did not think it would be structurally feasible to make F4K a program of Fuqua, but he was impressed by the fact that “mature people were going to walk away from their careers to start this venture.” Although his first reaction was to try to dissuade them, as he probed more, he realized that despite the fact that they had not gotten very far along the learning curve, they had a “very powerful and scalable idea that met a real social need for which there were existing resources for funding.” He was also happy that Fuqua was associated with F4K because he believed that “one of the best aspects of the Fuqua community was the longstanding commitment of the students to engage outside of the school in community activities.”

When Geoff and Bill asked his advice about putting together a board, Rex told them that they needed names with credibility to jumpstart the fundraising process “in the particular water in which they were fishing.” He also gave them some practical advice, highlighting the fact that they had a lot to learn about raising money, dealing with the public education authority structures and being able to assemble both the content and the delivery platforms to make a resource portal in a relatively short period of time. After giving thought to his suggestions, Geoff and Bill came back to Rex and asked him to be the chair of F4K’s board. Rex had a decision to make: He had too many responsibilities to be effective as the chairman of the board; he knew he wanted to help them out with advice and connections; and he also realized that an advisory board type of relationship would be too tenuous to do that. He decided to come on as a board member, but not as chair. See Exhibit 3 for the Board of Directors.

**Additions of Staff** In late May 2002, Brian Day, who was also a graduate of the WEMBA Class of 2001 and a friend of Bill, joined the F4K staff. He was an information technology consultant, having worked at organizations such as McKinsey & Co. and MCI. He had just finished implementing a risk management system for Duke Energy and was “looking forward to being close to home and working on such a worthwhile cause.”<sup>17</sup> With the understanding that he would initially be working on a pro-bono basis, his primary responsibility was to manage the development of the organization’s web portal. They had all agreed that Brian’s experience in managing information technology projects for over twenty years would be critical to creating an effective information technology strategy for F4K.

However, these high hopes were shattered in less than two months when, according to Brian, the parties had conflicting priorities. Brian explained:

I believed we needed to develop a stronger strategy first, but they believed that fundraising should be the complete focus until the firm was solvent. This was the crux of our differences. I tried to push them to define their business model for both strategic and tactical reasons, but unfortunately, I believe they viewed it as “the tech guy trying to push for technical details prematurely.”

Bill reflects on the experience:

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<sup>17</sup> May 24 2002 Weekly Report, Futures For Kids.

Brian was not the right person to help us build the web portal and develop the functionalities needed to create an interactive experience for the kids and other users. His information technology expertise is simply not in this area. To his credit, he made us think hard about some of our main issues. He believed we did a great job selling vision but criticized us for not having our product all figured out. The services we will offer continue to take shape but are still not at a point where they have been fully defined. I'm sure this was very frustrating for Brian.

As Brian exited, Richard LaScala came into the picture as the Director of Development. With six years of fundraising experience for the Brain Tumor Center at Duke Medical Center, Richard was “captivated by the idea and felt that this was his chance to make a profound impact.” Agreeing to work pro-bono for July and August but expecting to be paid starting in September, he knew that he had a personal stake in raising money. With a similar compensation commitment, they also hired special education teacher Stacy Lyerly to be the office manager. Stacy was responsible for providing administrative support and helping Geoff and Bill stay focused.

**Challenges Develop** As typical of many start-up organizations, F4K's organizational structure and systems were not clearly outlined. First of all, the structure was somewhat confusing with Geoff and Bill in essence reporting to each other. The addition of Richard had only complicated the matter further. And secondly, it was almost impossible to implement organizational procedures in this uncertain operating environment. Bill, however, made an attempt and put the first procedure in place, the creation of weekly reports. These reports were summaries of the week's activities, including a snapshot of the current financial situation, crafted by Bill himself and distributed to senior management and the board members.

F4K desperately wanted to bring more talent into the organization. However, they were not even sure they would be able to compensate the current staff. At the end of September, they were unable to meet month-end expenses and pay salaries to Richard and Stacy. Until that point, Geoff and Bill had lived off their savings, but the absence of regular paychecks was starting to hurt.

In addition to creating staffing challenges, the lack of funding was seriously hampering their efforts to start developing their product. According to Bill, they were often too distracted with trying to raise money and felt like they could not exert enough effort on defining the services. Meanwhile, potential funders and enthusiastic educators had begun to vocalize expectations of seeing a live product.

## THE PRODUCT

F4K believed that the current and emerging alternative resources serving their target market only addressed discrete pieces of the problem, failing to offer a complete solution. On top of that, they were costly to the secondary institutions and students, did not emphasize motivating the students, and came short of showing students the breadth of options by focusing solely on college placement. Early visions of F4K's service offering included a three step process that aimed to fill this void: (1) exciting, encouraging and empowering students to seek out their options and become acquainted with the F4K program through a motivational multimedia program; (2) enabling students to search for colleges and careers and to explore financial aid options by offering a content rich portal; and (3) engaging educators and parents in the process through a support and communications program.

### Defining the Product: The Butterfly and The Golf Ball

As they strived to further define their product, Geoff and Bill conducted a series of focus groups with students, parents and educators during which the participants were asked to compile their “wish lists.” These focus groups were instrumental in the design of the portal, the second step of F4K's initial vision, as the centerpiece of the offering. This centralized hub would be the bridge between students of all skill levels and backgrounds, their parents and educators, and the wide range of post high school opportunities.

Geoff and Bill liked to use a visual aid to illustrate this disconnect and how the capabilities of the portal would bring them together. In time, they came to describe their product in terms of the “butterfly and the golf ball.” (Exhibit 4)

The butterfly represented the divide between the participants in the high school career decision-making process (students, parents, counselors, etc.) and the different types of options such as colleges, careers, financial aid programs and mentoring systems. The golf ball, situated at the heart of this picture, aimed to marry the two ends of the butterfly by bundling a select group of services to form F4K’s list of offerings. Each dimple of the golf ball would represent a different product or service on a national, state or local scale, and would span across five major dimensions: skill and interest assessment tools, career matching programs, search engines for colleges and training, directions for financial aid opportunities, and other resources that would help students ‘market’ themselves such as resume building and interview preparation tools. See Exhibit 5 for the primary components of F4K’s service proposition.

The idea was that every time kids visited the F4K portal, they would be building up their individual “Educational Career Portfolio” (ECP) through the help of Customer Relationship Management (CRM) technology. ECP would be a password protected electronic file of every piece of information supplied by the student while at the portal (skills, interests, hobbies, aptitudes, test scores, financial needs, etc). The kids would then use their personalized ECP as the primary tool to make their decisions and/or as a basis to discuss the next step with their counselors and parents.

F4K believed that state of the art online resources that were required to fill the golf ball already existed but that students did not know how to find or utilize them. F4K’s goal was not to reinvent the wheel but rather to be able to direct kids to the right channels. This vision would require that they work in collaboration with most, if not all, of the alternative resource providers, even if these organizations viewed themselves as competitors. In fact, this approach had become an organizational motto of “making everyone a partner.”

## **Developing The Product**

Ever since the organization’s inception, F4K had looked for ways to start crafting the two important components of the product: the technology and the content. The failed relationship with Brian Day was the closest they had come to constructing the technology in-house. It had soon become clear that without the funding to hire the appropriate people, they were going to have to focus on finding volunteers and/or building partnerships. In fact, they had been busy knocking on doors and trying to make contacts. Most of their initial connections were fruits of their network through the Fuqua School of Business, and they had begun targeting companies where their classmates worked, such as IBM, Cisco and Microsoft.

Putting together the second piece of the product, the contents of the ‘golf ball,’ also required collaboration since Geoff and Bill were not experienced in the field of education. Their initial plans to hire content researchers had been on hold due to funding limitations. As they were struggling to make connections, by mere coincidence, they came across a potential partner that had the power of giving them access to both technology and content expertise.

**Relationship with GimmeAJob** Running late to the airport one day in mid February, Bill shared a cab with Sherry Cross, who worked for an online personality fit based recruiting service. As Cross heard more about F4K during the ride, she recalled her recent meeting with senior executives at GimmeAJob. Not only did Cross inform Bill that it sounded like GimmeAJob and F4K were engaged in very similar initiatives, but she also offered to introduce the two parties over email.

Shortly after this accidental meeting, Cross contacted Michael Holmes, the Senior Vice President of Strategy and Research at GimmeAJob, to see if he would be interested in talking to F4K. Apparently, Holmes replied to her request within minutes, wanting to know how quickly Geoff and Bill could meet

with them. According to Bill, the primary driver for this interest was GimmeAJob's desire to penetrate the school system and to begin building brand recognition among the kids from early ages. If they were to enter into a partnership agreement, GimmeAJob would seek to leverage F4K's ability to establish relationships with the schools. As for F4K, partnering with GimmeAJob would mean access to critical content through GimmeAJob's recent acquisitions, coupled with possible utilization of its existing technology.

Although the two enterprises had started discussions on a positive note in the spring of 2002, they hit stumbling blocks as the terms of the agreement began to be outlined. F4K's proposed contract suggested co-branding of products, building of a revenue sharing framework, and co-owning of the data. These terms were labeled as "problematic" by GimmeAJob's Product Development Group, and they were not willing to compromise. Originally, Bill had hoped GimmeAJob would go as far as donating some of their products to F4K to enjoy tax benefits. However, on the contrary, GimmeAJob had seen this option as a dilution of its income. According to Geoff, if GimmeAJob "kept concentrating solely on profits, there was going to be potential for fierce competition between the two." As of the end of September, it was still unclear if the relationship was ever going to turn into a long-term partnership. See Exhibit 6 for the excerpts on the GimmeAJob relationship from the F4K Weekly Reports.

**Apple Comes into the Picture** Meanwhile, GimmeAJob introduced F4K to Dan Walker, VP of Human Resources at Apple Computer, with whom GimmeAJob had joined forces to address what both parties saw as a national crisis of US workers not being fully qualified for the jobs of the 21<sup>st</sup> century. The three parties came together for the first time in April when Geoff and Bill were invited to accompany Apple and GimmeAJob at a meeting arranged with the representatives from the US Department of Education and the Department of Labor. Walker was knowledgeable about the field of workforce development and was pioneering an effort that was aimed at improving the work skills of graduating high school students. He observed that F4K was in a position to fill a part of the void that existed in career counseling, in conjunction with GimmeAJob. "For GimmeAJob to do this on its own as a for-profit entity," he concluded, "would be trying to take a brand and shove it down the throats of the schools -- they don't have a play without F4K or something like them."

The three parties came together again in June, where they brainstormed about F4K's product offering, potential marketing methods, and future revenue streams. As the discussions with GimmeAJob prolonged, F4K continued to separately seek Apple's involvement. The primary goal of the September trip to California had been to ask Apple for financial and technological support. But Walker had declined the requests, leaving Geoff and Bill frustrated as they headed back to Raleigh.

Walker's main argument was that Apple had to clearly see F4K as a viable entity before making any commitments. However, he agreed to sit on F4K's advisory board and promote F4K in his discussions with other potential supporters. Walker explains the decision:

We have no clear plans to support F4K at this point. It really depends on their development and what happens with GimmeAJob. It's too early in the game and we have to be very careful with our resources. If they indeed cut the right deal with GimmeAJob, if it looks like some of our products could fit with their concept, and if that maps to our education strategy, then we would consider putting resources behind it. We've got some phenomenal tools ... and interface engineers and others who can make sure they develop the right platform.

Walker also worked with F4K to put pressure on GimmeAJob to get that relationship back on track:

This is a commercial play for GimmeAJob, when in fact it's not a commercial concept. I've told them they're thinking greedy and may end up with nothing. But if they're reasonable and just take half of what's on the table, they'll be able to hammer out a reasonable relationship that they'll benefit from. ... [The two] are actually symbiotic but they just haven't come to terms with

who the driver in the relationship will be. I think that until they get that really squared away, the future is uncertain.

## **THE PILOT PROJECT**

As conversations with potential partners continued, F4K was making progress in terms of planning a pilot project. As early as the initial business plan, Geoff and Bill had realized a need to test market the concept before taking it to a national scale. They believed that starting in North Carolina would be feasible for the utilization of existing relationships and the proximity of the headquarters to schools. Furthermore, for the past quarter-century, North Carolina had spent significant money on improving its K-12 education<sup>18</sup>, as well as having a reputation for housing excellent degree granting institutions and a growing number of higher skill industries.

The test market concept had evolved into a full-fledged pilot project idea by June 2002. F4K asserted that data collected from the project would allow them to evaluate the effectiveness of the program, the consumer appeal of the service offering and the depth of target market penetration. As Rex Adams put it, the goal of doing this was to “demonstrate that what they talk about in concept, they could deliver in practice.” The pilot would not be equipped with all the elaborate services but would be comprehensive enough to attract people to the site. Although the pilot concept had its merits, it also posed certain risks. In Rex’s words, once they built the portal, “they could discover that this thing was nowhere near as good as it sounded when they were selling it!”

Originally set for July 2002, the launch date for the pilot had been postponed to December 2003 to allow for more time to plan the details and raise money. At the end of September, the time pressure was on F4K to deliver results. Acknowledging that they were at a point where they could not rely on finalizing a deal with a content or technology partner in time to go forward with the pilot, they had hired IG Interactive, Inc., a local web design company, to start building a prototype for the portal. See Exhibit 7 for financials on the pilot.

### **The DPI Relationship**

The success of the pilot project also depended on F4K’s ability to gain access to a wide audience of key customers, the high school students, access that could only be achieved through establishing relationships with federal and state government agencies. The logical partner for this purpose in North Carolina was the North Carolina public education system, coordinated by the Department of Public Instruction (DPI).

F4K approached the DPI in late spring. The response was favorable and the two parties began a series of meetings and discussions to shape the pilot project. Although F4K eventually wanted to target students as early as middle school, they decided to focus the pilot on the junior class. The DPI felt that this class would be the most appropriate starting point since students began thinking about post high school options mainly during this period. To provide a fair representation of schools in terms of size, location, and student demographics, they chose 30,000 high school juniors in 75 different schools across North Carolina. As the relationship evolved, they began to explore other collaboration fronts, such as the incorporation of current DPI programs into the F4K web portal. One of the milestones of the relationship was obtaining an official endorsement for F4K from the State Superintendent, Michael Ward. (Exhibit 8)

Geoff worked closely with Betty Jo Wimmer from the DPI, a state career development consultant who had unofficially assumed a coordination/leadership role for all high school counselors. She was amongst a team of people at DPI who had wanted to craft a similar initiative four years ago, but the idea had never come to fruition due to lack of funding, staff and expertise. She believed that there were resources and programs in place for counselor development, but there was “always one group that never got the

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<sup>18</sup> Ken Gepfert, “Best-Laid Plans Fail to Shield North Carolina From a Deep Slump,” *Wall Street Journal*, October 14, 2002.

message.” That is why she thought F4K had come at a “very appropriate time” for them and described it as the “best of all worlds,” especially because it came at no cost to educators and students. Despite her ongoing enthusiasm and support, she was also aware of other challenges ahead for F4K:

First thing that comes to mind is misunderstanding what F4K is about. When websites are mentioned, the immediate thought from some of our folks is that ‘Oh, they’re going to come in and do what we are already doing with College Foundation of North Carolina, NC Career, ...’ Also, one underlying question in people’s minds is: ‘Why are they doing this?’ Really, seriously, it’s almost too good to be true... And the risk of failure is so personal that you’re not just failing yourself but a whole group of kids you’ve suddenly taken ownership for.

**Educational Leadership Team** One of the main components of the joint effort of F4K and the DPI was the creation of an Educational Leadership Team (ELT) in North Carolina, a team of experts in the education/counseling fields who would offer advice on educational elements worthy of being a part of F4K’s service offering. F4K’s plan was to assemble a similar ELT in each state to make sure that the most valuable resources of that state would be integrated into the F4K portal. The North Carolina ELT was comprised of 12 members, including six Career Development Counselors, four School Counselors, a Student Services Director and Betty Jo Wimmer. Among the main takeaways from the September kickoff meeting of the ELT was that some type of integration with College Foundation of North Carolina was “pivotal” for penetration in the state since the website was already being widely used by students applying to colleges in North Carolina. Almost everyone who had been to the first meeting returned to attend the second, where the primary agenda item was identification of the “Best in Class” resources nationally and in the state of North Carolina. Upon seeing a rough technology demo and hearing about the progress of F4K since the last meeting, one of the attendees expressed his excitement about how quickly things seemed to be moving forward by indicating that he had been “wondering if he was on a different planet.”

## THE ECONOMICS

The decision to establish as a nonprofit organization had been a ‘no-brainer’ for Geoff and Bill, since they strongly believed that the ‘not for profit’ status would put them in the ideal position to build trust among the key beneficiaries and would also grant them with the ability to have easier access to the public education system compared to the for-profit entities. Furthermore, they had made the strategic decision to offer their services for free to the public high school students and educators in order to nurture their trust and to make sure that F4K was able to reach as many kids as possible. This decision meant that they had to focus on philanthropic resources for attracting capital in the near term.

## Philanthropy

Unfortunately, Geoff and Bill had decided to bring F4K to life in a time of turmoil for the world’s biggest economies. In the U.S., the economy had begun tumbling with the burst of the Internet stock bubble in 2000, had taken the form of an official recession with three consecutive quarters of negative GDP growth in 2001, and had been further damaged after the devastating attacks of September 11, 2001. In fact, 2002 was feared to be the third consecutive year of overall declines for the stock market, something Americans had not endured in more than 60 years. Many large corporate donors had taken big financial hits, and one of their first reactions had been to tighten their budgets for community investments. A study conducted by the *Chronicle of Philanthropy* revealed that more than two-thirds of the companies made less in pretax profits in 2001 compared to 2000, with a median drop of 43 percent. Not surprisingly, two-thirds of the companies surveyed planned to donate about the same amount or less this year than they did in 2001. The declining stock market had also dragged down the endowments of major foundations by a median of 10 percent, leading more than 100 of them to cut or freeze their grant making in 2001.<sup>19</sup>

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<sup>19</sup> Ian Wilhelm, “Foundation Assets Sag,” *The Chronicle of Philanthropy*, April 4, 2002.

Corporations and foundations were not alone in their financial woes. Stock-market turbulence had also sapped the wealth of individual donors. Besides, although Americans were still dedicating substantial philanthropic resources towards improving education, they continued to allocate a greater proportion of their contributions in this field to higher education<sup>20</sup> or to their own children's schools, causing schools in wealthy districts to benefit disproportionately.

The unfavorable economic climate was the most important hindrance to F4K's efforts to raise cash. Geoff and Bill were further constrained by another problem, which was a natural result of the characteristics of philanthropy: The development process for fundraising was long and sometimes fickle, whereas F4K's need to keep the lights on was dire and urgent.

In addition to the relatively constant operating expenses (rent, salaries, utilities etc.), which were approximately \$37,000 per month, F4K needed money to develop the pilot project. According to Rex, "one big mistake they made was launching F4K without getting seed money that would sustain them for at least 12 months." The only "seed funding" they had was the founders' personal savings, and that was about to dry up. Excluding compensation owed to Geoff and Bill, debt outstanding as of August 31<sup>st</sup> totaled \$23,000 with very limited cash on hand.

**Corporations** Corporations were F4K's preferred sources of funding since they were usually more flexible and quick as compared to foundations or the government. Rex compared soliciting companies for donations to selling an insurance policy: "You have to call many people to get a few responses." And the key to converting those positive responses to actual funds was a diligent relationship/network building process. With their never-ending energy, persistence and resilience, Geoff, Bill and Richard had been doing exactly that and slowly making progress. The first corporation they approached was GlaxoSmithKline (GSK), whose COO, Bob Ingram, had spoken at their commencement ceremony. Having highlighted the importance of giving back to the community during his speech, Bob had been pleasantly surprised by Bill's class gift to society presentation and had encouraged them to approach him. Bill and Geoff knocked on GSK's doors in February and were promised a cash donation of \$50,000, of which half was received in May.<sup>21</sup>

Following that, Mirant and Verizon donated \$5000 each and Cisco provided \$7500. A couple of companies stepped up with in-kind donations like the furniture from Walt Disney World: IBM donated a server and a few computers, and Womble Carlyle, a law firm, offered their services free of charge. These contributions were certainly promising, but for Geoff and Bill, it still felt like they were trying to fill an ocean with buckets of water.

**Government** As part of the "No Child Left Behind Act" signed into law by President Bush, over a billion dollars of federal funding would be available for use by schools to provide counseling services to students, parents and other school personnel, a significant increase from prior levels.<sup>22</sup> However, the lifecycle of obtaining these grants was long and the process was bureaucratic. Every step in the process required a couple of months: application, decision, and the actual receipt of funds. Still, F4K had plans to get in touch with the Department of Education, the Department of Labor and the Department of Commerce to apply for competitive grants. On the state level, prospects for public funding were even more unattractive. The state of North Carolina was in a budget crisis and funds were so limited that the DPI had had to go through layoffs itself.

**Foundations** F4K had made more than 30 applications to various charitable foundations whose interests potentially matched F4K's mission. With Richard's help, they had sent a critical mass of

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<sup>20</sup> *Foundation Giving Trends* (2000), The Foundation Center (<http://fdncenter.org>)

<sup>21</sup> The other half of the GSK donation was payable in 2003.

<sup>22</sup> Op. cit., American Counseling Association Office of Public Policy & Information.

proposals out, and they believed a few of them would eventually yield results. The acceptance rate of proposals differed widely among foundations. For example, one of the mid-size foundations that F4K had targeted, the Golden Leaf Foundation, awarded grants to one out of every 800+ applicants.

**Individuals** Ever since its inception, F4K had been looking for an ‘angel’ investor who would grant the organization \$500,000 and up. However, opportunities for soliciting high net worth individuals were limited. Up to date, they had raised \$10,000 from four different individuals.

### **Potential Revenue Streams**

F4K acknowledged that they would need to work towards achieving self-sustaining revenue streams to ensure sufficient funding for ongoing operations in the long term. Among the potential revenue generating vehicles they considered were establishing revenue sharing arrangements with content partners on revenues that arise from traffic spawned by F4K, selling leads on students to post secondary educational institutions, and providing advanced services for those willing to pay a fee. They also believed they could position F4K as a marketing channel which government agencies and/or corporations could use to convey their messages to kids. However, trying to gauge the cash contribution from these options was still premature considering the lack of an official content partnership and/or a functioning product.

### **LOOKING INTO THE FUTURE**

Despite tough times financially, F4K had begun to gain some recognition. Durham’s local newspaper, *The Herald Sun* (July 23), *The NonProfit Times* (August 1), and *The Philanthropy Journal* (September 17) all described F4K with praise. Fuqua’s *Exchange Magazine* for alumni was also going to publish an article in its November issue.

As Geoff and Bill looked ahead, they knew they had to keep on building their existing relationships with the public and private sectors while constantly adding new ones. Rex had recently connected them with Former Secretary of Education, Dick Riley, who had spent eight years in the office under the Clinton Administration, as well as with Former North Carolina Governor James Hunt, who was “by far the best known education reformer amongst the state governors”<sup>23</sup> and ran the National Education Standards Board. Both Riley and Hunt had joined F4K’s Advisory Board.

In the last week of September, they met with the College Foundation of North Carolina (CFNC) as part of their ongoing effort to “make everyone a partner.” According to Bill, F4K was ‘ambushed’ at the meeting because senior management at CFNC did not believe F4K had the resources and the expertise to play in this arena. The heart of the conflict was the fact that both organizations wanted to be the primary address for students: F4K wanted to gather all kids on its portal, where they would then be directed to CFNC in case they pursued college options in North Carolina. CFNC wanted to do the exact opposite: Attract all kids to its site and only divert kids not wanting to go to college in North Carolina to the F4K site. Meanwhile, senior management at ACT had contacted them about setting up a meeting soon. Apparently, they were seriously bothered by what they were hearing about F4K since they viewed it as competition for their existing revenue streams from the Discover venture.

In addition to trying to figure out how to manage and develop these relationships, F4K was facing a very real financial crisis. They were right on the cusp of making it or failing to even get off the ground. Rex commented on the situation:

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<sup>23</sup> Interview with Rex Adams.

They need funding to be able to go forward with their plan. People like to back likely winners. They are looking for concrete evidence of success; good ideas are not enough. People are also watching to see who else is backing this. You have to keep going until you get a General Motors to kick in some money. Then other big names would follow.

As of the end of September, the only “product” that F4K had available was a non-functioning prototype. It was not going to become functional without funding, and they were incredibly concerned that funding was not going to come without the product. Geoff and Bill were pulled between the guidance counselor describing F4K as a “Christmas morning, something that they have been waiting for a long time” and the tremendous opportunity cost of pursuing their idea further. The meeting with Apple had been the last in a series of encounters where potential funders had expressed willingness to contribute but had opted not to put a stake in their idea, at least not yet. They were wondering whether they were going to be able to break this pattern and start mobilizing resources before they ran out of time.

## **Exhibit 1 Advisory Board**

### **Members from the Fuqua School of Business, Duke University**

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<b>Beth Anderson</b>	Managing Director, Center for the Advancement of Social Entrepreneurship
<b>Janet Bercovitz</b>	Associate Professor, Department of Management
<b>Richard Burton</b>	Professor, Department of Management
<b>J. Gregory Dees</b>	Adjunct Professor of Social Entrepreneurship and Nonprofit Management
<b>Julie Edell</b>	Associate Professor, Department of Marketing
<b>Gregory Fischer</b>	Professor, Department of Management
<b>Jim Gray</b>	Associate Dean, Marketing and Communications
<b>Hanna Hasl-Kelchner</b>	Adjunct Professor of Business Administration
<b>Patricia Linville</b>	Associate Professor, Department of Management
<b>John W. Payne</b>	Joseph J. Ruvane, Jr. Professor of Management
<b>Bob Price</b>	Executive in Residence
<b>Debu Purohit</b>	Associate Dean, Cross Continent Operations
<b>Emma Rasiel</b>	Associate Professor, Department of Finance
<b>Bill Sax</b>	Executive in Residence
<b>Kristine Sullivan</b>	Associate Professor, Department of Marketing

### **Other Members**

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<b>James Hunt</b>	Former Governor of North Carolina
<b>Richard W. Riley</b>	Former US Secretary of Education
<b>Dan Walker</b>	VP of Human Resources, Apple Computer

Source: Futures For Kids website.

## **Exhibit 2 Founders' Resumes**

### **G. GEOFFREY CRAMER**

#### **August 2001 to Present: Futures for Kids, Raleigh, North Carolina**

*A national 501(c)(3) nonprofit organization.*

Director of Marketing and Communications: Coordinate all marketing and communications activities related to the program, including public awareness, corporate relations, team communications. Act as the liaison with the public schools and government agencies. Received The Fuqua School of Business Alumni Leadership Award, in April 2002.

#### **January 1997 to August 2001: Cramer Properties, Ltd., Fayetteville, North Carolina**

*Real estate development firm.*

Owner of firm with a mission to reclaim and renovate low income bundles of run down neighborhoods and coordinate the purchase of properties for low income working families. Program reduced crime, increased tax base, and provided homes to many first time homeowners. Received the Point of Light Award for community service.

#### **May 1993 to January 1997: Carolina Home Foods, Ltd., Fayetteville, North Carolina**

*Food Company.*

Owner: The Company provided high-end foods from all over the world to customers throughout North Carolina. Products were custom packed and shipped directly to the homes of customers based on the family's specifications with a focus on quality and freshness. Oversaw overall organization and coordinated marketing activities.

#### **June 1990 to April 1993: Atkinson & Associates, Moorestown, New Jersey**

*Business brokerage firm specializing in small, privately held companies with sale prices ranging from \$5,000,000 to \$25,000,000.*

Director of Marketing: Coordinated all client acquisition materials and communications systems and tracking. Worked with team to package client companies and secure buyers.

#### **April 1987 to June 1990: The Guardian Foundation**

*Organization structured to provide emergency information and identification for children, the handicapped, and elderly with special needs.*

President: Oversaw all business activities and was the key spokesperson and liaison with government, education, and public groups.

#### **Education:**

MBA, Duke University, Fuqua School of Business (Durham), 2001.

BA – Economics, University of North Carolina (Chapel Hill), 1986.

**Exhibit 2 (cont.)****WILLIAM M. ZIEFLE<sup>24</sup>****January 2001 to Present: Futures for Kids, Raleigh, North Carolina.**

*A national 501(c)(3) nonprofit organization.*

Executive Director: Recruited following the completion of business school to open, staff and manage a start-up nonprofit organization that provides web-based tools to assist high school students make the transition from school to higher education or a work environment. Responsibilities include overall organization management, including leadership, strategic planning, fundraising, Board of Directors' relations, budget/finance, human resources, public relations, communication and development planning. Acts as chief organization spokesperson to government agencies, community organizations and the public. Awarded The Fuqua School of Business Alumni Leadership Award in April 2002 as a result of successfully launching Futures for Kids.

**April 1999 to December 2001: Law Office of William M. Ziefle, The Woodlands, Texas.**

*Private law practice.*

Attorney and Counselor at Law: Engaged in the practice of law, with a primary focus on transactional activities and contracts. Limited clientele due to enrollment in MBA program. Assisted clients with energy related matters, intellectual property issues, business start-ups and development, and the formation and operation of tax-exempt organizations.

**June 1997 to March 1999: Newstar Energy of Texas, LLC, Houston, Texas.**

*Houston based subsidiary of Canadian public company engaged in domestic energy project development.*

President and CEO: Recruited to open, staff and manage a Houston office for Newstar Resources following their purchase of various oil and gas properties in a deal brokered by Velt Energie, Inc. Responsible for all aspects of the business.

**December 1993 to May 1997: Velt Energie, Inc., Houston, Texas.**

*Houston based, privately owned company engaged in energy project development.*

Vice President – Business Development: Recruited to join an engineer and marketing specialist to open, staff and manage a new project development company. The firm assisted clients with project development and evaluation, transaction documentation, financing, due diligence, and the integration of acquired properties into new or existing systems.

**January 1989 to November 1993: Essex Refining & Marketing Company, Houston, Texas.**

*Houston based, privately owned company engaged in the transportation, purchase, and resale of crude oil and natural gas products.*

In-House Legal Counsel

**May 1986 to December 1988: Law Office of William M. Ziefle, Dallas, Texas.**

*Private law practice limited to oil and gas related matters.*

Attorney and Counselor at Law

**October 1980 to May 1986: Cox Oil & Gas, Inc., Dallas, Texas.**

*A Dallas based, privately owned company engaged in oil and gas exploration and production.*

Manager – Producing Properties, Manager – Division Order Department, Title Attorney

**Education:**

MBA, Duke University, Fuqua School of Business (Durham), 2001.

JD, LSU Law Center, 1980 – Admitted to practice law in Louisiana (1980) and Texas (1984).

B.Sc. – Finance, Louisiana State University (Baton Rouge), 1976.

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<sup>24</sup> Abridged.

### **Exhibit 3 Board of Directors**

#### **Richard Helsper – Co-founder and Chairman of the Board**

For the past ten years Mr. Helsper has been associated with the Duke University Hospital, where he is currently the Director of Radiology. With 5 children of his own, he has become intimately familiar with the public education system in North Carolina. Mr. Helsper received his college education at Pasadena City College, completed studies at University of California – San Francisco and UCLA, and has an MBA from Duke’s Fuqua School of Business.

#### **Rex Adams**

Mr. Adams enjoyed a long and distinguished career with Mobil Corporation, retiring after 30 years as Executive Vice President for Administration. Recently he served as Dean of the Fuqua School of Business and is currently a professor of business administration and board member there. He also chairs the boards of PBS and the Centre for Economic Policy Research and serves as a trustee of the Committee for Economic Development, the Vera Institute of Justice and the Woods Hole Oceanographic Institution.

#### **Peter Heffring**

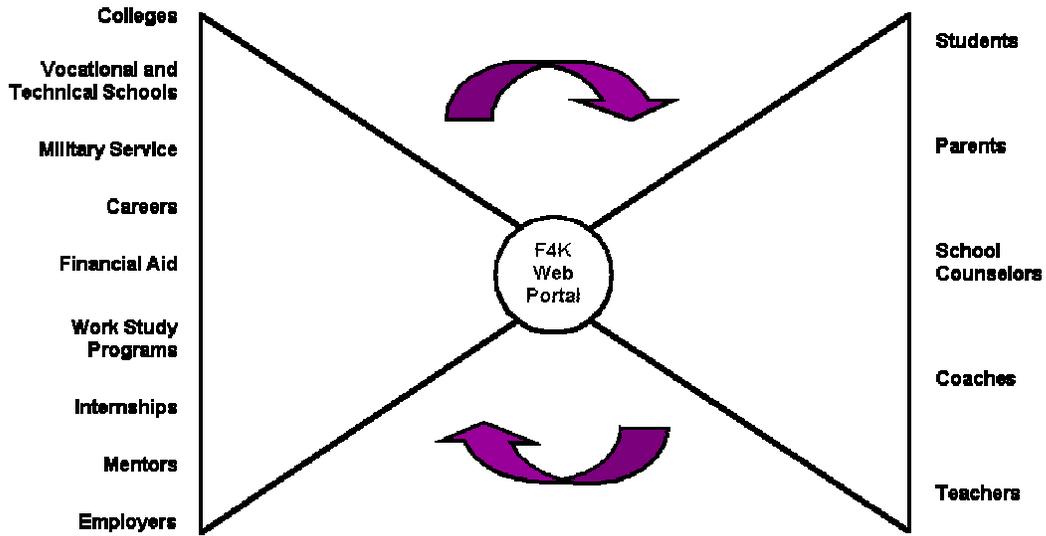
After moving up the ranks of IBM through a series of leadership roles in marketing, manufacturing, corporate finance, forecasting and international management, Mr. Heffring began Ceres Integrated Solutions in 1996. This company was merged with the CRM division of NCR in April 2000, with the new company being named Teradata. Following the merger, Mr. Heffring continued to serve as President until his retirement in September 2002. Born in Canada, Mr. Heffring graduated from the Georgia Institute of Technology with a BS degree in Engineering. In addition to other business and community activities, he serves on the Executive Leadership Team of the Teradata Center for Customer Relationship Management at Duke University.

#### **G. Geoffrey Cramer (See Exhibit 2)**

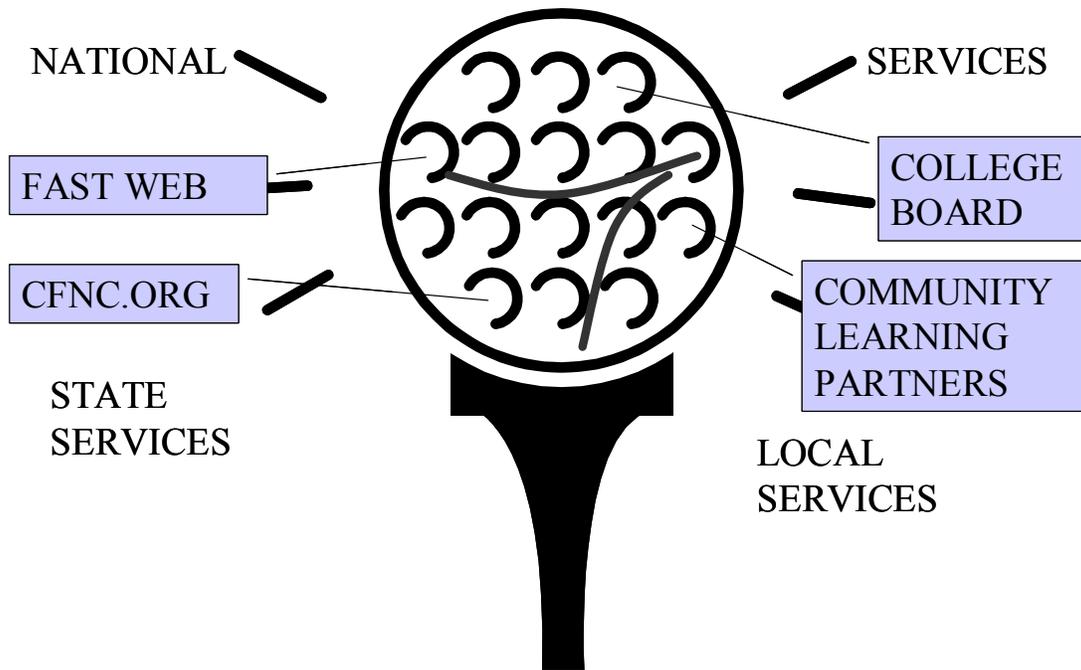
#### **William M. Ziefle (See Exhibit 2)**

Source: Futures For Kids website.

### Exhibit 4 The Butterfly

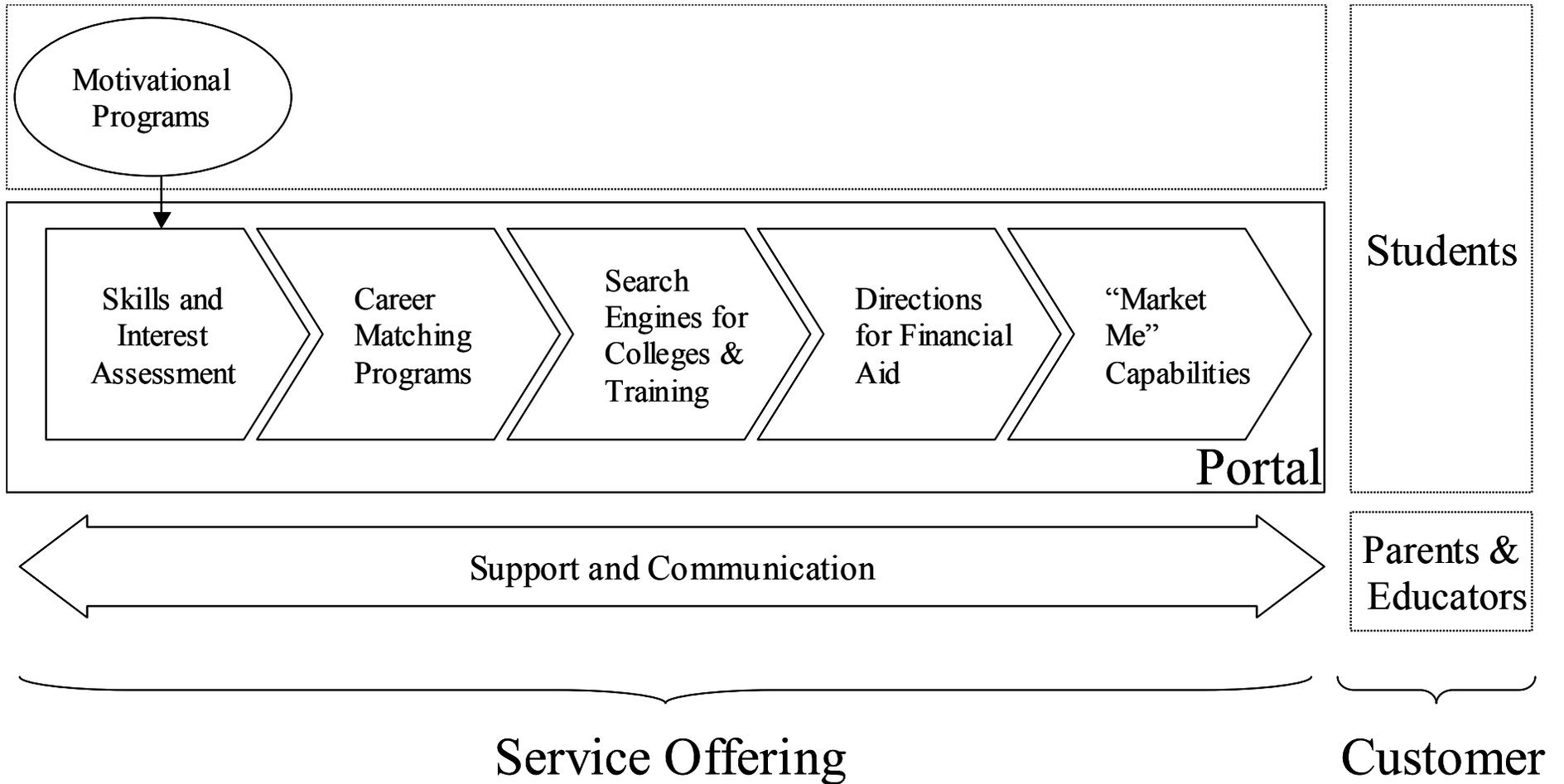


### The Golf Ball



Source: Futures for Kids Marketing Materials.

**Exhibit 5  
Futures For Kids Service Offering**



## **Exhibit 6**

### **Chronology of the Relationship with GimmeAJob**

5/24 GimmeAJob advised that they are prepared to go forward with an alliance. Terms still unclear. We go to NY on Tuesday for a Wednesday a.m. meeting.

5/31 Meeting postponed and not yet rescheduled. Given the absence of prior detailed discussions with GimmeAJob about deal structure, we concluded that the delay was in everyone's best interest. After providing GimmeAJob with a detailed list of the benefits we believe both parties will realize from an alliance, the discussions became much more positive.

6/7 A June 18 meeting is scheduled with Kelly Smith - Senior VP of Product Development. Purpose of meeting is to work out details of GimmeAJob/F4K collaboration.

6/14 Continue preparations for meeting with Kelly Smith. We have identified those issues that are most important to F4K and we will seek to make the best deal possible. Issues where we face the greatest challenge relate to exclusivity, sharing of revenue streams, and future product offerings.

6/21 Geoff and Brian accompanied me to the meeting with GimmeAJob. We addressed deal structure and discussed many of the challenges that we must overcome for this to be a win-win. At the end of the meeting it was still unclear whether GimmeAJob understood our value. They agreed to draft a preliminary term sheet and deliver it within a week.

6/28 The first draft of the GimmeAJob proposal contains many of the terms that we had expected, leaving us much to do if we intend to consummate a deal. The key issues are exclusivity, ownership of the data that is collected, co-branding of the products and revenue sharing. It will certainly take some time to address each of these matters and find sufficient common ground to finalize an alliance.

7/12 Conference call on Thursday (7-11) went well and we continue to work on resolving those issues that are problematic to both parties. For the present time, F4K will push for a contact that facilitates the launch of the pilot project without the complications of a longer-term, more comprehensive deal.

7/19 Memorandum of Understanding (MOU) was delivered to GimmeAJob on Friday.

7/26 Have not yet received official feedback from GimmeAJob regarding draft MOU, but issues discussed during phone conference suggest that our proposed deal structure is problematic. They are working with Kelly Smith (SVP – Products) to find workable solutions before getting back to us to discuss these challenges.

8/16 Still no official feedback from GimmeAJob regarding draft MOU. Waiting to see if they can overcome issues that they characterized as “problematic.” We remain optimistic that some sort of deal with GimmeAJob can be worked out.

8/23 Still no official feedback from GimmeAJob regarding draft MOU (it was sent out on July 19<sup>th</sup>). Will follow up next week with our initial contact at GimmeAJob, Michael Holmes, to see if his involvement can expedite reaching an agreement.

8/30 Still trying to finalize deal.

09/06 Still trying to finalize deal. Phone conference on Tuesday.

09/13 Relationship continues to deteriorate. Unless GimmeAJob agrees to terms that represent a true collaboration, F4K will source these services elsewhere, or simply link to the GimmeAJob websites.

**Exhibit 6 (cont.)**

09/20 Geoff and I spoke with Michael Holmes last week and he is taking steps internally to get the relationship back on track. Expect to have decision from GimmeAJob this week.

09/27 Received call from VP of GimmeAJob's Learning Products who indicated that internal discussions strongly support going forward with F4K on educational products. Optimistic that negotiations with GimmeAJob products will resume next week.

Source: Futures For Kids Weekly Reports.

### Exhibit 7 Budget for the Pilot Project

Description of Costs	Dec-02	Jan-02	Feb-02	Mar-02	Apr-02	May-02	Total
<b>Executive Staff</b>							
Executive Director (50%)	\$4,000	\$4,000	\$4,000	\$4,000	\$4,000	\$4,000	\$24,000
Director of Communications (50%)	\$4,000	\$4,000	\$4,000	\$4,000	\$4,000	\$4,000	\$24,000
Executive Assistant (75%)	\$2,250	\$2,250	\$2,250	\$2,250	\$2,250	\$2,250	\$13,500
Research Associate (100%)	\$3,000	\$3,000	\$3,000	\$3,000	\$3,000	\$3,000	\$18,000
Program Director		\$8,000	\$10,000	\$12,000	\$12,000	\$5,000	\$47,000
Travel Expenses for F4K Personnel	\$2,500	\$5,000	\$5,000	\$2,500	\$2,500	\$2,500	\$20,000
							<b>\$146,500</b>
<b>Web Portal Development/Maintenance</b>							
Project Manager	\$10,000	\$10,000	\$10,000	\$10,000	\$10,000	\$10,000	\$60,000
Senior Programmer	\$8,000	\$8,000	\$8,000	\$8,000	\$8,000	\$8,000	\$48,000
Senior Programmer		\$8,000	\$8,000	\$8,000	\$8,000		\$32,000
Junior Programmer	\$6,000	\$6,000	\$6,000	\$6,000	\$6,000	\$6,000	\$36,000
Junior Programmer		\$6,000	\$6,000	\$6,000	\$6,000		\$24,000
Junior Programmer		\$5,000	\$5,000	\$5,000			\$15,000
Research Associate	\$2,500	\$2,500	\$2,500	\$2,500	\$2,500	\$2,500	\$15,000
Research Associate	\$2,500	\$2,500	\$2,500	\$2,500	\$2,500		\$12,500
Research Associate		\$2,500	\$2,500				\$5,000
Graphic Artist		\$5,000	\$5,000				\$10,000
Hardware/Software for Web Portal	\$5,000	\$10,000	\$2,500	\$2,500	\$2,500	\$2,500	\$25,000
							<b>\$282,500</b>
<b>Motivational Speaker Program</b>							
Motivational Speaker			\$2,000	\$10,000	\$10,000		\$22,000
Motivational Speaker			\$2,000	\$10,000	\$10,000		\$22,000
Motivational Speaker			\$2,000	\$10,000	\$10,000		\$22,000
Written Materials for Educators		\$5,000					\$5,000
Written Materials for Parents/Family			\$7,500	\$10,000	\$7,500		\$25,000
Written Materials for Students			\$7,500	\$10,000	\$7,500		\$25,000
Follow up Materials			\$2,500	\$5,000	\$2,500		\$10,000
							<b>\$131,000</b>
	\$49,750	\$96,750	\$109,750	\$133,250	\$120,750	\$49,750	<b>\$560,000</b>
Note: Amounts projected for the Executive Staff are based on percentage of time contributed to this project. Note: Amounts projected for Web Portal Development and Motivational Speakers include travel and related expenses.							

Source: Futures For Kids documents.

**Exhibit 8**  
**Endorsement Letter from Michael Ward**

**Public Schools of North Carolina**

State Board of Education  
Phillip J. Kirk, Jr. Chairman

Department of Public Instruction  
Michael E. Ward, State Superintendent

[www.ncpublicschools.org](http://www.ncpublicschools.org)

August 29<sup>th</sup>, 2002

Dear Education Partners:

When I first heard about Futures for Kids, I was struck by both its importance and relevance. This effort puts into one comprehensive site the many resources students need to make decisions about their future. I'm excited about the dedication of the team at Futures for Kids and very pleased that our Department is assisting in bringing this program to North Carolina schools.

Futures For Kids fits well with North Carolina's continuing commitment to support education and help our students achieve their full potential. Not everyone has a champion or a vision. I know that many of our youth struggle with the question of what they will do after graduating from high school. By working with school counselors, teachers, and parents, Futures for Kids help our students create that vision and achieve their dreams.

Please join me in supporting this joint effort between the North Carolina Department of Public Instruction and Futures for Kids. In today's business environment, career guidance and workforce development are extremely important issues that must be addressed in our high schools and across our State. Utilizing the services of Futures for Kids, our educators will be better equipped to motivate and empower our teens as they transition from our public schools into rewarding careers.

Your active participation will make this program a success and help to secure a successful future for our youth and the economy of North Carolina. Thank you for your support for our children and our public schools.

Sincerely,

Michael E. Ward

MEW/kmw

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