

Office of the Minnesota Secretary of State
Minnesota Public Benefit Corporation / Annual Benefit Report
Minnesota Statutes, Chapter 304A

899792700051

Read the instructions before completing this form
 Must be filed by March 31
 Filing Fee: \$55 for expedited service in-person, \$35 if submitted by mail

The Annual Benefit Report covers the 12 month period ending on December 31 of the previous year.
 Notice: Failure to file this form by March 31 of this year will result in the revocation of the corporation's public benefit status without further notice from the Secretary of State, pursuant to Minnesota Statutes, Section 304A.301

1. Corporate Name: (Required) UR Turn, SBC
2. The public benefit corporation's board of directors has reviewed and approved this report.
3. In the field below, enter the information required by section 304A.301 subd. 2 or 3 for the period covered by this report, (see instructions for further information): Note: Use additional sheets if needed. (Required)

see attached report

4. I, the undersigned, certify that I am the chief executive officer of this public benefit corporation. I further certify that I have signed this document no more than 30 days before the document is delivered to the secretary of state for filing, and that this document is current when signed. I further certify that I have completed all required fields, and that the information in this document is true and correct and in compliance with the applicable chapter of Minnesota Statutes. I understand that by signing this document I am subject to the penalties of perjury as set forth in Section 609.48 as if I had signed this document under oath.

Angie Eilers

Signature of Public Benefit Corporation's Chief Executive Officer

March 28, 2018

Date (Must be dated within 30 days before the report is delivered to the Secretary of State for Filing)

Email Address for Official Notices

Enter an email address to which the Secretary of State can forward official notices required by law and other notices:

angie@urturn.org

Check here to have your email address excluded from requests for bulk data, to the extent allowed by Minnesota law.

List a name and daytime phone number of a person who can be contacted about this form:

Angie Eilers

651-253-7142

Contact Name

Phone Number

Entities that own, lease, or have any financial interest in agricultural land or land capable of being farmed must register with the MN Dept. of Agriculture's Corporate Farm Program.

Does this entity own, lease, or have any financial interest in agricultural land or land capable of being farmed?
 Yes No

Second Annual Benefit Report of
UR Turn
A Minnesota Specific Benefit Corporation

March 2018

Significance of UR Turn, SBC

UR Turn Election as a Specific Benefit Corporation (SBC)

On August 26, 2016, UR Turn LLC converted to a Specific Benefit Corporation and elected to pursue the following specific benefit purpose:

Helping more students advance along the pathway to higher education.

This corporate structure, SBC, leverages and reflects the core values of the founder and the company, one social and one financial. As such, the company adopted a logic model to articulate its planned outcomes and methods for measuring those outcomes. For example, we know from research and market-proven data-based products that choices are improved when individuals set goals and see data put into context. Similar market-proven tools have demonstrated this in financial planning (Mint.com) or even weight loss (FitBit). When students visualize their performance aligned to a goal, they are motivated to persevere and/or to get help (Tuft, 2001; Fuchs and Fuchs, 1986; Marzano, 2010; Starkie, 2013). To that end, UR Turn expects higher rates of academic engagement and, thus, performance in middle school and high school, including higher graduation rates. These increased rates will result from more information, insight and guidance provided by UR Turn.

Ways in which UR Turn, SBC pursued its stated specific public benefit purpose from January 1, 2017 through December 31, 2017

1. Worked on data interoperability issues between our SaaS module and one student information system (SIS); used a third party school interoperability framework (SIF) with limited success. Interoperability is an issue that all data platforms are challenged by across the industry and across the country. Michael and Susan Dell Foundation is funding a national effort to examine interoperability. This remains a challenge with some SISs.
2. Spent a great deal of time fundraising early-stage seed funds with limited success. Closed on a small Angel round in 2017; won and was recognized at the Minnesota Cup two prizes with cash awards: the Capella Prize (\$10,000) for "best ed tech startup in Minnesota" and was recognized as Division Finalist and Runner Up for Venture Impact Division (\$5000)
3. Identified key customers; gained 2 new pilot districts for a total of 3 districts in 2017; developed a meaningful pipeline of new customers for the 2018-2019 school year.
4. Hired new team members: full-stack developer and part-time front end developer; selected one new Board member and one new advisor.
5. Successfully iterated the MVP throughout the customer discovery process and moved product to V.2

Ways that UR Turn, SBC pursued specific public benefit (January 2017 to December 2017)

Ways in which UR Turn pursued its stated purpose to "help all students move along the pathway to post-secondary education," the company accomplished the following activities in 2017:

- **Technology / Product:** After many attempts and many difficult barriers, UR Turn technologists were finally able to successfully integrate with one of the more difficult student information systems. This SIS tool was worth the time, effort and dollars because they have more than half of all U.S. school districts on their platform. Further technological progress we have made, to date, with the product is that we have established a method for tracking and reporting on student truancy. UR Turn technology team was also able to upgrade the user interface/user experience based on student, parent and counselor feedback sessions.
- **Intellectual Property:** After considerable discussion with a variety of legal advisors, UR Turn decided to not pursue a patent. Rather, IP is protected through Trade Secret protection, Work-for-Hire Agreements (with contractors) and Non Disclosure Agreements.
- **Management Team:** added Chief Technology Officer to the management team; added new Board member
- **Funders & Investors:** Met with several impact venture funds across the U.S. in pursuit of support to continue building out the product. The company had the opportunity to meet with or pitch to the following impact funds: Impact Engine, Kapor Capital, Women's Venture Capital Fund, Golden Seeds, Sofia Fund, Bush Foundation, Owl Ventures, New Market Venture Fund, Omidyar Network, Reach Capital, Michael and Susan Dell Foundation, ECMC Fund.
- **Customers:** Established two new school district customers, one with a high population of Native American students and low-income students; on boarded a total of 5 school counselors to the platform. Exhibited at two statewide conferences to ramp up the product's visibility to potential new customer.

2. Extent to which UR Turn pursued its stated purpose to "help all students move along the pathway to post-secondary education," the company accomplished the following activities in 2017:

- a) Provided middle school and high school students of dashboard view of their educational pathway; provided the opportunity for students to interact with

predictive capability of reaching stated goals (using an innovative sliding calculator) to view the likelihood of achieving stated goals. Provided all counselors the dashboard view of hundreds of students' probability of meeting outcomes related to stated goals

b) Conducted several focus groups with middle and high school students and their parents, as well as with counselors. These focus groups were diverse in age, gender and socio-economic and ethnicity.

c) Educated funders and community members about the economic return of increased educational attainment of both secondary and post-secondary degrees.

3. Circumstances that hindered efforts to pursue the specific public benefit

1. Data integration and interoperability continued to create barriers
2. Funding constraints prevented staff hiring thus slowing product development and sales

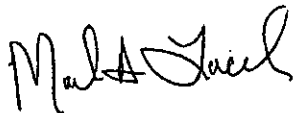
Certification by the Board of Directors

The undersigned, being all of the directors of UR TURN, hereby acknowledge and certify that we have reviewed and approved the enclosed First Annual Report.



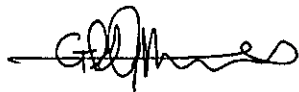
Dr. Angie Eilers

Dated March 21, 2018



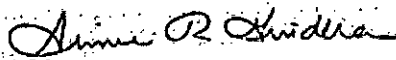
Mark Lacek

Dated March 21, 2018



Gerry Hansen

Dated March 21, 2018



Aimee Guidera

Dated March 21, 2018



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OFFICE OF THE SECRETARY OF STATE
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03/30/2018 11:59 PM

Steve Simon

Steve Simon
Secretary of State