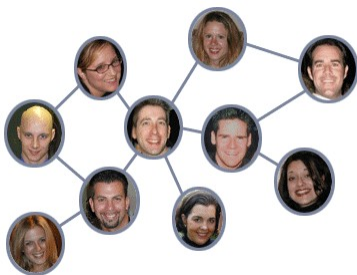


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1 About Us

We are a NOT-FOR-PROFIT “social networking club” for Entrepreneurs (Ents), who share ideas and advice about their software solutions or software-enabled businesses, while also receiving advice from more experienced Mentors (Ments).



To become a Member of EntMent, an Ent or Ment posts their bio on the EntMent website, to be informed about the club's monthly local meetups.

Our club often attracts intelligent people who enjoy nerdy jokes, even though some might consider those attributes to be mutually exclusive. Conversation can be mind-expanding, as we help each other create software-enabled businesses or software products.

EntMent is best at helping seed-stage or early-stage businesses that require software to run their products or services. Our Ent members are usually involved with technology-enabled companies that are at least partially web-based. Our Ment members help software companies, software product companies, software service companies, they even help “un-companies” that use information technology to help make the world a better place.

EntMent is a sociable club, so please, don't be more interested in taking than giving. We treat each other with respect; we give and take good advice; we meet inspiring people; and we build good teams. Our club uses this document as a NOT-FOR-PROFIT Charter, to explain how EntMent works. For example, nobody gets paid for anything. Everyone is a volunteer. Please respect this, because it sucks when people take advantage.

2 Start Your Own Business Locally

Getting yourself a virtual team of helpers sounds easy, but it takes human interaction to share a business vision and to keep your team(s) committed and cohesive. The culture you build from the beginning is difficult to change later, so the people you get involved with initially can redefine the entire forward momentum of your business. It is critical to get to know your helpers (and/or cofounders), and to create a discussion forum for your team that captures synergies and ideas.

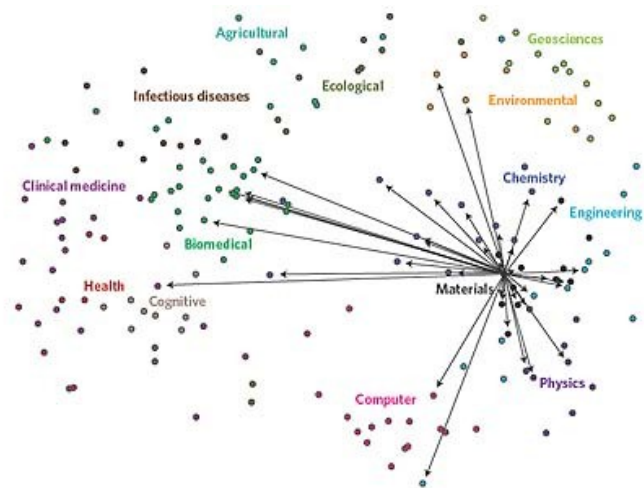
2.1 Local Team

If you are starting a business, and if you have lots of spare cash, you can easily be the sole founder of your company, and hire a team that owns none of your equity. However, most of us don't have lots of spare cash, and we want help from people with the same founder-like passion and dedication as ourselves.

Keeping all of the equity for yourself is sometimes compared to hoarding your entire cake at your Birthday party, even if you must die in order to eat more than is humanly possible. If you are prepared to share, if you are willing to bring in co-founders, then make sure you compliment (don't duplicate) your skill-set. EntMent is just the place to seek co-founders.

Your startup is already lacking more skills than you can even know about, so you will need a well rounded team to help you. If you are a lone software developer, you likely need business and/or marketing experts. If you are a lone salesperson, you may not make much progress without a decent developer helping you out.

Both Ents and Ments can be used to round out your team. Ments tend to be less permanent, but more immediately effective – it depends who you pick. However, Ments are harder to get help from than Ents. To attract a Ment, you will need to show the Ment you are serious, e.g.



1. You've thought your business through, and you've done stuff to move it along,
2. There is some usability designed into the front-end of your prototype,
3. You have a demo-video or value proposition, (EntMent's videographer can help),
4. You have a team of experts, not just friends who agree to make you look important.

2.2 Start Your Own Local Club Chapter

EntMent is a collection of local social clubs, each with a similar website and each managed by its own local Membership of Ents and Ments. In each local chapter of EntMent, the Ments form a Ment Board and get to know each other (at least by reputation), so they can leverage each others knowledge and contacts. Consequently, the bios posted on the EntMent website, by prospective Ments, tend to remain invisible until the Ment is "on Board".



EntMent tries to be a "safe" forum for exchange of information, ideas, product and service concepts and business development advice. It is safe because you get to meet the members, and can thus learn to trust that they are not there to steal your future. You can also figure out (very quickly) who the best people are to provide help.

If you wish to start your own local EntMent club chapter, check the EntMent website to see if someone has already planted the EntMent flag in your town. If not, press the EntMent website's SiteClone button, and start your own club chapter. Its free, if you get there first, but if you are too late you could shower bribes on whoever got there... just kidding. We are a NOT-FOR-PROFIT club, remember.

If you wish to clone this site so you can build an EntMent community in your own region, please press this SiteClone button. You do not need to know how to create websites, it is all done for you automatically, you just need to edit the contents of the site as you feel appropriate. However, by pressing SiteClone, you agree to our <Terms of Use>...



EntMent provides all the support you need to get a local club chapter up and running with only about a day of total effort, spread over a few months. But be warned, these first few months can be slow, and it's all about giving. You really start to notice your local EntMent community growing and giving back its love after about 6-months.

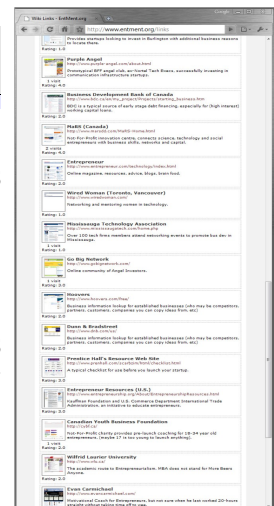
Plant the EntMent flag and be a community hero, a crusader for entrepreneurialism!

2.3 Local Club Chapter Resources

The club's website offers access to the resources we vote most useful. The website also offers Ents an opportunity to promote their business vision to potential investors, using web-videos, etc.

The website tries to avoid being an advertizing vehicle into a mass-market of unsuspecting customers. Unlike those entrepreneurs who use classified ads to hard-sell power pills or swamp-land, our Featured Ents are raising funds and are thus describing a business vision and how they intend to implement it.

Ents vet each others' ideas, concepts, solutions and products, and the entire club urges the best Ents through our GroupBuild process to



become more presentable to investors. As Ent's become more comfortable talking about their ideas, confidentiality becomes increasingly important.

Trust is critical, but even so, some Ent's may want to screen audiences by distributing Non Disclosure Agreements before their presentation. However, no Member is obliged to sign an Ent's NDA, and Ent's are advised to disclose only what they are comfortable disclosing outside of an NDA.

3 GroupBuild Process

All Ments follow the club's GroupBuild process, that helps Ent's to attract Ments, Partners, Customers and Angel Investors.

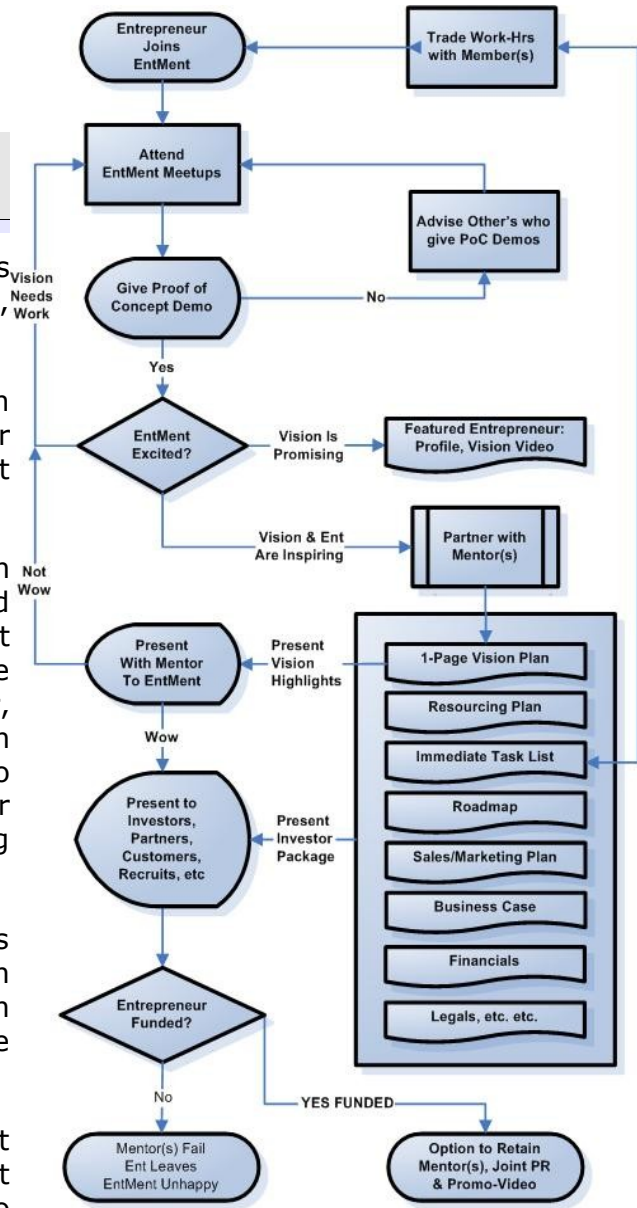
This process ensures we don't just have fun socializing, GroupBuild focuses our Ments on our most committed Ent's, those of us who are most ready for advice and most likely to succeed.

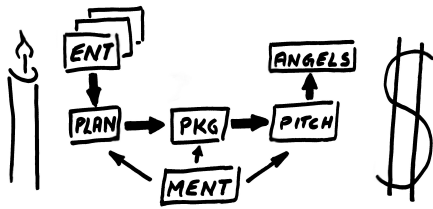
GroupBuild is our process for packaging up an Ent's team and vision, to attract experts and investors. The Ent's objective is to do the least amount of work necessary to get funded, so the rest can be done using funds. However, investors want results from the pre-money plan Ent's package up and "sell" to them, so subsequent investors will pay relatively more for their shares. This creates an increasing valuation on everyone's shares.

Shares can also de-value due to a lack of results (e.g. less revenues than expected). In which case, the original investors may be called upon to re-invest, but "buying down" can look like "throwing good money after bad".

Packaging a vision for angel investment is not easy. A typical angel may make one investment per thousand candidates. Ent's rarely get to make another first impression with investors. Consequently, Ent's look to Ments to help them prepare for the show.

Ent's should not think an investor pitch takes minutes, as TV shows might infer. There can be days of work involved in just closing the deal, after person-months of work preparing for the pitch. Also, failed pitches can create a full-scale revision to both the plan and its packaging, which can add more months of work.





GroupBuild helps us get our “sheet” together. Actually, the sheet is a summary used to introduce you, e.g. team, capabilities, business case and revenue forecast, target market description, marketing plan, business strategy, operations budget, product or solution roadmap, value proposition video, web-presence, the list goes on.

4 Monthly Meetups

Our informal monthly meetups are a place to help and be helped, typically in a relaxed but not necessarily unhurried manner. A sense of urgency radiates from those who have a good business vision, and this enthusiasm is contagious. We exercise this goodwill by practicing how we pitch our visions, demonstrating solutions and by testing our ideas on each other.

The monthly meetups involve 10 to 20 Members. We discuss topics ranging from Google to Facebook, to e-businesses web-service monetization, social media, collaborative applications, cloud-enabled software as a service, mashup widgets, hosted whatnots and virtual doodads, but it really all comes down to how software can help people.

We invite Ents to demo their offerings, giving Ents the opportunity to practice their pitch on other Members, while honing their skills and their message. We also invite Mentors to speak about their own functional expertise, but in either case the speech is less than 15-minutes. The subsequent question and answer session then evolves into a general discussion and break-away discussions, providing a wealth of insights and tips to both presenters and other Ents.

We also invite guest speakers, such as Serial Entrepreneurs, Angel Investors, Legal Experts, Venture Capitalists, Investment Bankers, Bartenders, Innocent Bystanders, etc. Sometimes we have Q&A sessions with a CEO or CTO of a local startup. Sometimes the meetup is held in that startup’s boardroom, but not very often as we prefer less corporate places where we can get alcohol and chips.

Ents are eventually expected to demonstrate their visions, or a proof of concept solution. A short presentation of some kind is expected soon after an Ent joins up, so their needs can be more effectively communicated to everyone.

Eventually, all Ents are expected to demo a business concept or software application that rocks, but the initial presentations tend to be short, high-level and somewhat biographical. Later on, Ents typically present:

- (a) an idea for a software enabled business that they want feedback on
- (b) a concept description for a product or software solution that is soon to be built, or,
- (c) a proof of concept to test market demand or front-end usability
- (d) an alpha or beta build (prototype) software solution



Each local club chapter has its own favorite meetup spots. The Peel and Halton Chapters near Toronto (Canada) use a big table at a pub, coffee shop or restaurant, somewhere that is easy for everyone to get to.

In Denver (US), the club meets at Dave and Busters or in the Tattered Cover Bookshop cafeteria. If there is no local club near you, please find the SiteClone button on the EntMent website and start one.

5 Ments Give Unconditionally



Most Ments say their success was only possible because great people helped them. Everyone who succeeds gets a choice: they can sail off into the sunset, or they can turn around and show others where sunshine comes from. What would you do?

Ments typically have greater than 15-years experience launching new businesses and working in start-ups, or they are otherwise expert executives who have already succeeded in life and now feel a need to “give back”. They want to give back to the community because they themselves received advice from kindly advisors during their careers – and they want to “pay it forward”.

Some Ments work in corporations, as seasoned executives with specific functional expertise (e.g. engineering, finance, legal). Most Ments are business owners and successful entrepreneurs in their own right. All Ments are wonderful people, because they are willing to donate free time to help those Ents they find inspiring, time that they could otherwise use to earn a lot more than younger Ents might expect.

Ments are not pursuing hidden agendas, they are not hungry wolves looking for naive sheep. Wolves need to look elsewhere, because Ents are not typically a market that can afford consultants.

They are not there to steal your good ideas either. After 20-years, a Ment will have been bombarded by literally thousands of good ideas, and by stealing they would have ruined a hard-earned reputation. Besides, good ideas are cheap and easy to find, despite what EntS may want to think. What is not cheap and easy to find is a good Ent.

Neither EntS nor MentS should need the recipe for your secret sauce to understand how to help you. However, they will ask lots of questions, and it is always prudent to show off only what you are comfortable showing.

It is up to individual MentS whether they will sign an NDA with you, and it is up to you whether you wish to trust them. EntMent can survive the occasional misdemeanor by an Ent, but it will not last long if a Ment does anything unethical.

For MentS, business creation involves serious contacts and powerful reputations. Trust is EntMent's lifeblood, please respect our MentS' desire to preserve our club's reputation.



5.1 How To Recruit Your Own MentS

MentS volunteer time to advise EntS, without getting paid anything at all. Meanwhile, they may also have day jobs, or their own companies to run, so they need to know that EntS respect their time.

MentS are there for EntS, but especially for good EntS. Some MentS gravitate toward EntS who remind them of themselves: passionate, determined, intelligent...and yes, "Entcharisma" is one of the qualities a Ment may be looking for in those EntS they elect to help. Consequently, EntS are advised to impress MentS at every opportunity.

Some MentS may be interested in investing in EntS' startups, and may thus be willing to invest cash, or sweat equity, (EntS buys the Ment's time with a share of Ent's company). A sweat equity deal is more common if the Ment has helped to bring in co-investor(s), and if the Ent then offers such investor(s) the same terms as the Ment.

If an Ent wishes to directly hire a Ment as a paid consultant, EntMent reserves the right to subcontract the Ment to the Ent, pursuant to the pre-existing Non-Solicitation agreement that will already be in place between the Ment and EntMent.

5.2 You Can Pay Your MentS, If You Want

EntS sometimes offer MentS a deferred income for providing project-specific services. Sometimes, after EntS receive funding, they retain MentS to be interim-executives or Advisory Board members.

MentS can offer to buy equity in EntS they are inspired by, or they can offer to work pro-bono in exchange for "sweat equity". However, EntS are never obliged to buy anything from any Ment. EntMent is a not for profit club, not a contracting club.

Ments may also offer to buy equity in your company, something they are more likely to do after they get to know you. Ments are sometimes experienced Ents, so they tend to enjoy some ownership. Ents can retain a Ment by selling them discounted equity; Ents can offer a Ment sweat equity, (x chunks of equity for y days work). Ents rarely offer any equity to a Ment until the Ment has shown some of what she/he can do. Ent + Ment matchmaking can take a while, if you pick your partners wisely.

For control, you should keep more than 50% of the voting equity shares. It is up to you whether you sell equity to a Ment (for cash or sweat), as a way to persuade the Ment to join your team. If a Ment invests in you, they may expect the same rights as other founders, relative to their minority ownership position.

Ments should not want any special or controlling interests in your company, and they should not insist on a Board seat or any other uncommon investor privileges. But really, it's all up to what the Ent wants to offer. Everything is negotiable, right?



6 Annual Demofest Unconference

Annual Demofest Unconferences are open to all EntMent Members and the public. They offer an opportunity to meet people, exchange information and develop businesses. The facility we use has workstations so that hundreds of concurrent users can use online tools to help them test, develop or promote each other's businesses.

- Demofest Unconference establishes informal environment where Ents help Ents.
- Ents mingle and power-talk in a sea of laptops and public PC workstations.
- Too much to see & do, noisy, exhausting, some parts highly collaborative.
- Ents vote for the Best Demo Award using mobile phone.



It is also a forum for constructive feedback about proof of concept software demos. And there are rapid-fire seminars on subjects ranging from marketing to software development. Attendees get a stack of business cards to wear as a name badge, so they can quickly swap contact info. A skills/interest database is created for members to access.

The national media is there, and we record our own video interviews to advertize the club on YouTube. We sell space rations, beer, wine, other stuff, and closing time is midnight with designated drivers shuttling people to the local train station.

6.1 Demofest UnConference Attendees

Demofest Unconference Attendees are typically Visionaries and their Advisors. e.g.

- (a) Technical and non-technical Entrepreneurs.
- (b) Ambitious software developers stuck in boring corporate back-offices.
- (c) Students and unemployed persons looking for exciting ground-floor employment.
- (d) Young working professionals who feel under-appreciated, under-utilized or unrecognized.
- (e) Interactive application designers.
- (f) Functional Experts (Business and Technical Executives) who wish to help emerging businesses, no strings attached.
- (g) Anyone with an interest in emerging high-tech business ideas.
- (h) Companies looking to hire intrepeneurs.
- (i) VC's and angels seeking "diamond in the rough" investment opportunities.
- (j) Media channels looking for "passionate worker" or "business vision" stories.
- (k) Others, e.g. schools, tool vendors, agencies, government incentive programs that wish to support or sponsor Visionaries and their Advisors.

7 For Further Information:

To understand more about how EntMent works, and the obligations we place on Ments, to protect Ents, please review the EntMent Rules Of Engagement (ROI) for Ments.

Also, check out the FAQ's on the EntMent Website, at www.EntMent.org