

no starch press

F O U N D A T I O N

MINUTES TO THE NO STARCH PRESS FOUNDATION (“Foundation”)
Telephonic Board Meeting Held January 14, 2021 at 11:00 AM PST

Board Members: Ryan Clarke
William Pollock
Heidi Potter
Liam Randall

Invited Guest: Vicki Friedberg

Observer: Catherine Shiang

Chair, Mr. William Pollock called the meeting to order at 11:02 AM PST.

I. Roll Call: All Board Members, invited guest, and observer were present.

II. Quorum of a majority of the Board members present was noted by Chair pursuant to the Bylaws Paragraph 4.16.

III. Chair circulated the January 14, 2021 Board Meeting Agenda. Upon review, Board moved, seconded, and approved by a majority consensus to the use of this Agenda as a guideline for the Board meeting.

IV. Chair circulated the Minutes of the December 10, 2020 Board Meeting and Minutes of the December 14, 2020 Special Board Meeting for review and approval.

- a. Board reviewed, discussed the December 10, 2020 minutes and amended item V (f) to correct the date of the next board meeting to from January 7, 2021 to January 14, 2021.
- b. Board reviewed, discussed, and amended item IV (d) of the Minutes to the December 14, 2020 Special Board Meeting to correct the time the meeting adjourned from 10:39PM PST to 11:39 AM PST.

- c. The Board moved, seconded, and ratified the amended Minutes of the December 10, 2020 Board Meeting and the amended Minutes of the December 14, 2020 Special Board Meeting.

IV. Board Business:

- a. Chair welcomed the Board to the Fifth (5th) year of the Foundation's formation. The Chair thanked and congratulated the Board for their service. The Chair noted that \$85,565.12 was granted in 2020.
- b. The Chair invited Heidi Potter as Programming Chair to report on the Programming Committee and the status of the 2020 grants made and the agenda for the 2021 grant goals which may need Board attention. Ms. Potter declined:
 - i. to make any report on the Programming Committee's 2021 grant goals;
 - ii. to make any report on the Programming Committee's status of the 2020 grant recipients due to lack of access to grant recipient information; and
 - iii. Chair moved to create a general mailbox designated to the Programming Committee, which was duly seconded, and approved by majority consensus to assist with the Programming Chair's request for further grant recipient information.
- c. Board discussed the Agenda items IV b, c, d and g and duly moved, seconded, and approved by majority consensus that due to the limited time allocated here a Special Board meeting shall be held on January 21, 2021, 1:30pm PST to further discuss such items IV b, c, d, and g of the January 14 Agenda.
- d. Chair invited discussion that solicitation for grants should initiate no later than March 2021 so that the Foundation may benefit from a larger selection of grant applications than 30 – 45 days as was in 2019 and 2020. The Board moved, seconded and approved by majority consensus the same.
- e. Chair reported on the Fund Raising Committee. Attached to the Agenda the Foundation investment account with Fidelity for the period of December 2020 showing the balance of \$1,258,383.24 and First Republic statement for December 2020 showing the balance of \$100,140.31; which the ending balance was \$126,222.52.
- f. Chair reported on the status of current third party fund raising through Humble Bundle of \$7,083.33 from December and reported that approximately \$40,000 was raised in January. The Chair also reported on upcoming changes to the Foundation's website to facilitate the receipt of donations.

- g. Chair noted the date for the next regular Board Meeting to be held via teleconference at 11 AM PST on February 11, 2021 and noted that formal notice will be sent for the agreed to Special Board Meeting to be held via teleconference at 1:30 PM PST on January 21, 2021. Chair duly requested a quorum to attend both meetings, without which Board business may not occur.
- h. Adjournment: Chair noted no further business and Board motioned, seconded, and approved to adjourn. Meeting was duly adjourned at 12:03 PM PST.

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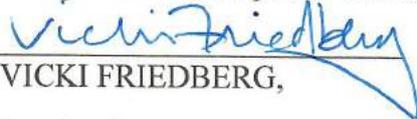


no starch press
FOUNDATION

CERTIFICATE
CORPORATE SECRETARY

I, VICKI FRIEDBERG in accordance with California Corporations Code §7215, do hereby certify that I am the duly elected and qualified INTERIM Corporate Secretary and keeper of the records and corporate seal of The No Starch Press Foundation ("Foundation"), and that the following is a true and correct copy of the MINUTES of the January 14, 2021 dated Board Meeting is duly approved by the Board of Directors of the Foundation.

IN WITNESS WHEREOF, I have hereunto subscribed my name as Corporate Secretary and have caused the corporate seal of said corporation to be affixed hereto.


VICKI FRIEDBERG,

Interim Corporate Secretary

Date: 4/8/2021