

HACKER INITIATIVE

MINUTES TO THE HACKER INITIATIVE (“Initiative”) Board Meeting

Via electronic video telecommunications held March 10, 2022 at 11:00 AM PST

RECORDED

In Attendance (alphabetical):

Board	Edward Chen (“Ed”) Laura Eise Lee Felsenstein Garrett Gee (“G”) William Pollock (“Bill”)
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Observer	Catherine Shiang
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Absent:

Interim Secretary	Vicki Friedberg
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Chair, Mr. William Pollock, called the meeting to order at 11:03 AM PST. Chair expressly noted the absence of the Interim Secretary and noted this Board meeting to be recorded for the benefit of the Interim Secretary, and no Board member disagreed to such recording.

- I. Roll Call: Chair noted presence of Board members and observer and absence of interim secretary.
- II. Quorum of a majority of the Board members present was noted by Chair pursuant to the By-Laws Paragraph 4.16.
- III. Chair noted all participants had both clear audio and visual for this Board meeting conducted by electronic video screen communication pursuant to California Corporations Code Section 307(a)(6).
- IV. Chair circulated the March 10, 2022 Agenda. Upon review, Board moved, seconded, and unanimously approved by the quorum of the Board to the use of the March 10, 2022 Agenda as a guideline for the Board meeting.
- V. Chair circulated the February 10, 2022 Board Meeting Minutes to review, discuss, and amend if needed. Board moved, seconded, and ratified by unanimous consent such minutes to be certified by the interim secretary.
- VI. Board Business:
 - a. The Chair invited Mr. Ed Chen, Board member and Co-Chair of the Programming Committee, to report on the Programming Committee. Attached to the Agenda were the certified Programming Committee meeting minutes of March 7, 2022 for reference. Mr. Chen reported on membership, timeline, and date finalists would be announced.

- b. The Chair invited Mr. Lee Felsenstein, Co-Chair of the Mentorship Committee, to report on the Mentorship Committee. Attached to the Agenda were the uncertified Mentorship Committee meeting minutes of March 2, 2022 for reference. Mr. Felsenstein reported on membership and progress in contacting grant recipients.
- c. The Chair invited Mr. Garrett Gee as Treasurer to report on the financial status of the Initiative. Attached to the Agenda were the Initiative investment account statement with Fidelity for the period of February 1-28, 2022, showing a balance of \$1,593,900.62 and noting the passive investment decrease of \$35,624.11; and First Republic statement for February 1-28, 2022 showing a balance of \$123,054.07.

Mr. Gee invited discussion on the proposed cost for web site development for the Initiative. Upon such discussion Mr. Gee asked the Board to approve of the proposed cost for web site development. Attached to the Agenda was the cost for review. Board moved, seconded, and unanimously approved by the quorum of the Board the proposed costs for web site development in the amount of \$50,000.

- d. The Chair and as Chair of the Fund Raising Committee, reported on the status of fund raising activities from February 10 to March 10, 2022: Directly, through third parties, and through the Initiative website for a total of \$0.
- e. The Chair invited discussion on the press release announcing the renaming of the Foundation to the Hacker Initiative, and noted the steps necessary to formally effect the name change.
- f. The Chair sought review and approval of the Amended and Restated Bylaws (“Bylaws”) and Amended and Restated Articles of Incorporation (“Articles”) to effect such name change from The No Starch Press Foundation to Hacker Initiative and the attendant costs and expenses related to the same for filing with regulators, and financial institutions and banks. Drafts of both the By-laws and Articles of Incorporation noting specifically the name change were attached for review. Board moved, seconded, and approved by unanimous consent the Amended and Restated By-laws (“By-laws”) and Amended and Restated Articles of Incorporation to effect such name change from The No Starch Press Foundation to Hacker Initiative and the attendant costs and expenses related to the same for filing with regulators, and financial institutions and banks.
- g. The Chair received Lee Felsenstein’s written notice of resignation on March 9, 2022 effective this date. The Board thanked Mr. Felstenstein for his service on the Board and as Co-chair of the Mentorship Committee and acknowledged his offer to continue to serve as a Mentor.

VII. Adjournment: The next regular Board Meeting is to be held via electronic telecommunications at 11 AM PDT on April 14, 2022. Chair noted no further business and the Board motioned, seconded, and approved to adjourn. Meeting was duly adjourned at 11:30 AM PST.

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Hacker Initiative

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 Hacker Initiative ("Initiative") formerly known as The No Starch Press Foundation, and that the following is a true and correct copy of the MINUTES of the March 10, 2022 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: April 14, 2022