



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 on March 11, 2018 at 11AM PST

Board Members: William Pollock
H. D. Moore
Heidi Potter
Alex Stamos

Absent Members: Marcia Hofmann
Peiter “Mudge” Zatkan

Invited Guest: Vicki Friedberg

Observer: Catherine Shiang

Chair, William Pollock, called the meeting to order

- I. Roll Call was made by the Chair and noted for the Minutes voting members in attendance and absent; and noted invited guests and observer(s) present.
- II. Quorum of a majority of the Board members present was noted by the Chair pursuant to the Bylaws 4.16.
- III. Chair circulated the Agenda. Upon review, Board moved, Seconded, and approved by a majority consensus the use of such circulated Agenda as a guideline for this Board meeting.
- IV. Chair circulated the Minutes of the February 11, 2019 Board Meeting. Board reviewed Moved, Seconded, and ratified such Minutes.
- V. Board Business:

- a. Chair affirmed the minimum pursuant to Internal Revenue Code 509(a)(1) and 170(b)(1)(A)(vi) to preserve the public non-profit status of the Foundation, the need to raise from public, non interested and connected entities, to the Foundation or primary donor is no less than **\$266,640 USD** for the “Look Back” period of each recent 5 years increments AND so long as no further donations are made by current primary donor or passive income (interest accrued from current investment account of the Foundation), No Starch Press Inc. For the record, the Chair noted the Foundation is in Year 3 since its formation.
- b. Chair reported on the status of the formation of the Programming Committee. Chair noted the need for a chair to lead this committee and the need to solicit community members to join the Programming Committee.
- c. Chair nominated an individual colloquially known as “Noise” to join the Programming Committee. Board discussed and approved the invitation to Noise to join such Programming Committee. The Chair requested the Board to each nominate such other community individuals to join the Programming Committee.
- a. Chair reported on the current status of using Github as a platform to use for micro-grant funding in support of the Foundation’s mission and goals as operated on guidelines formulated by the Programming Committee. The Chair noted that the Foundation is required per annum to grant no less than 5% of the funds held by the Foundation to retain its non-profit status. The Board discussed the need to establish parameters and create a Technical Advisory Committee.
- d. Chair reported on the status of the formation of the Fund Raising Committee. Chair noted a need for a chair to lead this committee and the need to solicit community members to join the Fund Raising Committee. The Chair noted to the Board the need to nominate such other community individuals to join the Fund Raising Committee. Chair noted for the record opportunities to apply for grants and funding from American Express Foundation and Humble Bundle which may be pursued upon formation of the Fund Raising Committee.
- e. Chair noted to the Board that both the Programming and Fund Raising Committees must formulate guidelines to support the Foundation’s mission and goals. Chair recommended review, discussion and clarification of the Mission statement and goals currently on the Foundation’s website <https://nostarchfoundation.org/> to which the Board did review, discussed and

approved such Mission statement and goals to be adopted and placed on the Foundation's website:

“A Foundation for hackers, built by hackers, to support and grow the collective knowledge and contributions of the worldwide hacker community”

- f. Chair recommended the Board to review the Foundation's website <https://nostarchfoundation.org/>. Chair noted there is no “Call to Action” (CTA) on the Foundation website for the community to get involved other than to donate: No request for funding, no subscription for news or events. Discussion and recommendation on Foundation website to address CTA's consistent with the Foundation's Mission statement. The Board approved the adoption of such CTA's to the Website.
- g. Chair recommended Vicki Friedberg as guest for future Board meetings and to take secondary notes together with the Foundation Secretary.

VI. Adjournment: Chair noted no further business and Board so moved to adjourn, seconded, and Board meeting was adjourned at 11:40 AM PDT.