

HACKER INITIATIVE

MINUTES TO THE HACKER INITIATIVE (“Initiative”) Board Meeting
Via electronic video telecommunications held May 12, 2022 at 11:00 AM PDT

In attendance (alphabetical)

Board
Edward Chen (“Ed”)
Laura Eise
Garrett Gee (“G”)
William Pollock (“Bill”)

Interim Secretary
Vicki Friedberg

Absent:
Observer
Catherine Shiang

Chair, Mr. William Pollock, called the meeting to order at 11:04 AM PDT.

- I. Roll Call: Chair noted presence of Board Members, Interim Secretary, and Observer.
- 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 May 12, 2022 Agenda. Upon review, Board moved, seconded, and unanimously approved by the quorum of the Board to the use of the May 12, 2022 Agenda as a guideline for the Board meeting.
- V. Chair circulated the April 14, 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 and approved of the forms of such certified documents.

V. 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 Programming Committee meeting minutes of May 5, 2022 for reference. Mr. Chen reported that the Committee was actively marketing the Grant Cycle and awaiting applicants.
- b. The Chair, in the absence of Co-Chairs for the Mentorship Committee, invited the Interim Secretary, Ms. Vicki Friedberg, to report. The Chair noted to the Board: Ms. Friedberg together with the Initiative’s outside counsel volunteered and

contacted each of the current 2021 Grant Recipients. Ms. Friedberg reported on her outreach to 4 of the 5 grant recipients. Attached to the Agenda are the notes to this outreach. Recipient #72, Metro Stem Warriors Organization sent an interim report but did not respond to follow up phone calls or emails by the Initiative requesting further details about their project: Specifically, how they chose their students, what methods the program uses to measure the students' success, what method they used to measure success of the project, and how they will repurpose equipment. We also noted that this project is directly related to a religious based school.

- c. The Chair invited Mr. Garrett Gee as Treasurer to report on the financial status of the Initiative (formerly known as No Starch Press Foundation). Attached to the Agenda were the Initiative investment account statement with Fidelity for the period of April 1-30, 2022, showing a balance of \$1,569,848.97 and noting due to market conditions the passive investment decrease of \$79,936.47; and First Republic statement for April 1-30, 2022, showing a balance of \$123,065.59.
- d. The Chair and as Chair of the Fundraising Committee reported on the status of fundraising activities from April 14 to May 12, 2022: Directly, through third parties, and through the Initiative's website for a total of \$100. The itemized grants received for April 14 through May 12, 2022, in order from generous to most generous:
 - i. \$100 – Jerome Greco
- e. The Chair invited discussion on Hacker Initiative participation at DEF CON in August, 2022. Chair noted unless there is leadership to manage staffing volunteers for the booth, coordination for materials and logistics planning for this event, the Initiative may not participate. At present no one has volunteered to lead Hacker Initiative's participation at DEF CON.
- f. The Chair invited discussion of proposed logos as previously circulated to the Board and again attached to the Agenda. The Chair noted without a logo, the Initiative is at a disadvantage for marketing and promotion. The Board agreed on a direction for the logo and requested some refinements. The Chair will direct the designer to offer a final slate of options to be circulated to the Board for their approval before the June Board meeting.
- g. The Chair noted to the Board that an extension for the Initiative's IRS Form 990 2021 filing has been extended by timely filing for such extension. This extension allows the Board members to timely complete their annual Conflict of Interest questionnaires which will be sent to each Board member by the Interim Secretary. This questionnaire is required by the IRS to be completed annually. The Chair requested that these questionnaires be returned no later than the next Board meeting in June.

- h. The Chair thanked and requested that each Board member recruit new members to join the Mentorship and Fund Raising Committees as well as mentors to assist in the Mentorship of the 2022 Grant Recipients.
- i. The Chair further thanked and requested each Board member continue their promotional efforts in support of the Programming Committee's promotion of the 2022 Grant cycle; without such promotion, the Initiative cannot fulfill its mission properly. The Chair thanked the Board for their efforts.

VI. Adjournment: The next regular Board Meeting is to be held via electronic telecommunications at 11 AM PDT on June 9, 2022. Chair noted no further business and the Board motioned, seconded, and approved to adjourn. Meeting was duly adjourned at 11:53 AM PDT.

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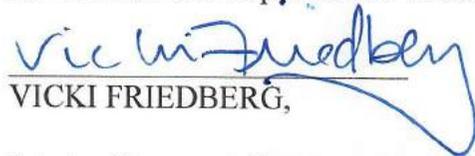
Hacker Initiative

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 May 12, 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: July 10, 2022