



no starch press

F O U N D A T I O N

MINUTES TO THE NO STARCH PRESS FOUNDATION (“Foundation”)

Via Zoom Board Meeting Held August 12, 2021 at 11:00 AM PDT

In Attendance (alphabetical)

Board: Edward Chen (“Ed”)
Fred Davis
Allison Miller (“Ally”)
William Pollock (“Bill”)

Absent: Lee Felsenstein

Interim Secretary Vicki Friedberg

Observer Catherine Shiang

Chair, Mr. William Pollock, called the meeting to order at 11:06 AM PDT.

I. Roll Call: Noted presence or absence of Board members and presence of 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 circulated the August 12, 2021 Agenda (“Agenda”). Upon review, Board moved seconded, and unanimously approved by the quorum of the Board the use of the August 12, 2021 Agenda as a guideline for the Board meeting.

IV. Chair circulated the July 8, 2021 Board 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.

V. Board Business:

- a. The Chair nominated Mr. Edward Chen to Co-Chair the 2021 Programming Committee. Board moved, seconded, and unanimously approved by the quorum present to appoint Mr. Chen as Co-Chair of the 2021 Programming Committee.

The Board invited Mr. Chen to make introductory remarks and outline intended goals for the 2021 grant cycle by the Programming Committee. Mr. Chen discussed the goals of defining the Programming Committee workflow and the approval process for grants, ensuring transparency in the process and ensuring grantees understand their reporting responsibilities. Mr. Chen also welcomed collaboration with the Mentorship Committee.

- b. The Chair invited Mr. Fred Davis, as Chair to the Mentorship Committee to report on the Mentorship Committee. Mr. Davis reported that no Mentorship Committee meeting was held since the July Board meeting due to his personal reasons, but Mentorship Committee looked forward to collaborating with the new co-chair of the Programming Committee in support of the 2021 grant cycle.
- c. The Chair reported on the financial status of the Foundation. Attached to the Agenda was the Foundation investment account statement with Fidelity for the period of July 1-31, 2021, showing a balance of \$1,503,492.42, and noting the passive investment increase of \$4,220.42 and donations of \$8,216.02; and First Republic statement for July 1-31, 2021 showing a balance of \$138,374.33. The Chair further noted a search for a new Treasurer was ongoing.
- d. The Chair, as Chair of the Fund Raising Committee, reported on the status of fund raising activities from July 9 to August 12, 2021: Directly, through third parties, and through the Foundation website for a total of \$8,286.02.
 - i. The itemized grants received for July and August 2021, in the order from most generous to generous:
 - (a) \$8,216.02– PayPal Giving Fund (Humble Bundle)
 - (b) \$70 – Network for Good
- e. The Chair notified the Board that the Foundation has received an engagement letter from Marcum LLP, an accountancy firm, experienced in public non profit to perform the following services:
 - i. Amend the Form 990 for tax years 2019, 2018, 2017, 2016 to represent the license by the Foundation of No Starch Press, Inc. (“No Starch”) trade name and trade mark without any fees or services paid to No Starch Press.
 - ii. The Chair noted to the Board that the accountancy firm retained filed 2016 Tax Year erroneously on Form 990PF instead of the correct Form 990. Marcum LLP will provide this corrected amended filing for tax year 2016 without fees.
- f. The Chair notified the Board that the IRS refunded one of the double payments made by the Foundation for late filing fees. The Chair reminded the Board late filings fees were required due to the error made by outside accountant Hock & Company, the previous accountancy firm retained by the Foundation. The Chair

affirmed to the Board that Hock & Company has agreed to repay the Board for the late filing fees incurred.

- g. The Chair requested all Board Members to continue to support outreach for grant recipients that meet our Mission.

VI. Adjournment: The next regular Board Meeting is to be held via Zoom at 11 AM PDT on September 9, 2021. Chair noted no further business and Board motioned, seconded, and approved to adjourn. Meeting was duly adjourned at 11:18 AM PDT.

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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 August 12, 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
VICKI FRIEDBERG,

Interim Corporate Secretary

Date: September 9, 2021