

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 September 9, 2021 at 11:00 AM PDT

In Attendance (alphabetical)

Board: Edward Chen (“Ed”)
Lee Felsenstein
Allison Miller (“Ally”)
William Pollock (“Bill”)

Interim Secretary Vicki Friedberg

Observer Catherine Shiang

Chair, Mr. William Pollock, called the meeting to order at 11:03 AM PDT.

I. Roll Call: 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 circulated the September 9, 2021 Agenda. Upon review and discussion, the Board moved, seconded, and unanimously approved by the quorum of the Board the addition to this Agenda a Mentorship Committee update by Board Member Ms. Allison Miller. The Board moved, seconded, and unanimously approved by the quorum of the Board to the use of the amended September 9, 2021 Agenda as a guideline for the Board meeting.

IV. Chair circulated the August 12, 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 Ms. Laura Eise to the Board of Directors and motioned for the appointment of Ms. Eise to the Board of Directors. The motion was seconded and approved by unanimous consent.

- b. The Chair invited Mr. Edward Chen, Co-Chair to the Programming Committee, to report on the Programming Committee, noting to the Board that applications for the 2021 grants has officially closed. Attached to this Agenda were minutes of the August 28, 2021 Programming Committee meeting. Mr. Chen described the timeline, process, and decision criteria for recommending grant finalists to the Board. The Chair noted that the number of applicants this grant cycle had increased 5-fold over the previous grant cycle years. Mr. Chen further reported that the Programming and Mentorship Committees would work together to finalize the process to make recommendations for the Foundation's 2021 grant recipients. The Programming Committee had not approved whether such nomination would be by unanimous consent or by majority consensus. Mr. Chen noted, if recommendations were by majority consensus, then each committee member's vote would be recorded and reasons given for otherwise.
- c. The Chair nominated Mr. Russ Rogers, currently a member of the Programming Committee, to Co-Chair the Mentorship Committee and motioned for the appointment of Mr. Rogers as Co-Chair of the Mentorship Committee. The motion was seconded and approved by unanimous consent.
- d. The Chair noted that the former Chair of the Mentorship Committee, Mr. Fred Davis, made no reports for the September Board meeting. The Chair reported that Mr. Fred Davis has duly resigned from the Board, and on behalf of the Board, the Chair thanked Mr. Davis for his service. The Chair invited Ms. Allison Miller, Mentorship Committee member, to provide an update on the Committee. Ms. Miller described the work of the Mentorship Committee to date in support of the current grant cycle, describing the goals of Mentorship, sharing tools for onboarding mentors, and ideas for facilitating engagement between grantees, mentors, and the Foundation. The Chair invited discussion on whether this committee may further assist applications which may not meet the Foundation's criteria but could be with mentoring.
- e. 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 August 1-31, 2021, showing a balance of \$1,546,763.33, and noting the passive investment increase of \$43,271.31 and donations of \$76.83; and First Republic statement for August 1-31, 2021 showing a balance of \$144,814.49.
- f. The Chair, as Chair of the Fund Raising Committee, reported on the status of fund raising activities from August 13 to September 9, 2021: Directly, through third parties, and through the Foundation website for a total of \$803.02.
 - i. The itemized grants received for August and September 2021, in the order from generous to most generous:
 - (a) \$70 – Network for Good
 - (b) \$733.02 – PayPal Giving Fund (Humble Bundle)

- g. The Chair, reported that the Foundation is in the process of preparing an Annual Report to submit to 2021 Grantors. A draft form would be distributed to the Board for review. The final form of the 2021 Grantors' Annual Report would be posted on the Foundation website.
- h. The Chair was pleased to note that the IRS refunded both late payments made by the Foundation due to the error of Hock & Company, the outside auditor, in the amounts of \$3,200 and \$3,163.
- i. The Chair reported that outside auditor Marcum LLP would prepare an estimate of cost for work related to financial reporting for Federal and State compliance in addition for the Grantors' Annual Report. Any cost or expenses related to such work would be reported to the Board.
- j. The Chair requested all Board Members to continue to support outreach for committee members to join the Mentorship Committee and mentors to support the 2021 Grant applications review process and mentor process and asked that all Board members and volunteers record their volunteer hours.

VI. Adjournment: The next regular Board Meeting is to be held via Zoom at 11 AM PDT on October 14, 2021. Chair noted no further business and Board motioned, seconded, and approved to adjourn. Meeting was duly adjourned at 11:44 AM PDT.

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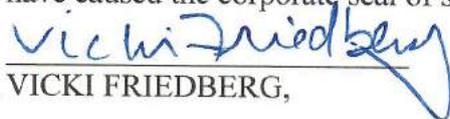


no starch press
FOUNDATION

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 September 9, 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: October 14, 2021