



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 October 8, 2020

In attendance:

Board: William Pollock
Heidi Potter
Liam Randall

Absent: Ryan Clarke

Invited Guest: Vicki Friedberg

Observer: Catherine Shiang

Chair, William Pollock, called the meeting to order.

- I. Roll Call: Noted presence or absence of voting members in attendance and presence of invited guest and observer.
- II. Quorum of a majority of the Board members present was noted by Chair pursuant to the Bylaws 4.16.
- III. Chair circulated the Agenda for the Board meeting for October 8, 2020. Upon review, Board moved, seconded, and approved the use of the October 8, 2020 agenda as a guideline for the Board meeting.
- IV. Chair circulated the Minutes of the September 10, 2020 Board Meeting. Board reviewed, seconded, and ratified such Minutes.

V. Board Business:

a. Chair invited Ms. Heidi Potter to report on the Programming Committee. Ms. Potter noted that the Programming Committee recommended, after full discussion among the Board members present and in agreement that the grant process for 2020 should begin no later than November 22, 2020, and notice to grant awards to be made no later than December 7, 2020. Outreach to potential grantees was discussed. Discussion to update the grant application was had to include what the Foundation would not grant awards for. The Board agreed further discussion was required. Ms. Potter noted the Programming Committee would have an independent discussion and may make recommendations.

c. Chair reported on the Fund Raising Committee and the statement of finances. Attached to the October 8, 2020 Agenda was the Foundation investment account statement with Fidelity for the period of September 1- 30, 2020 showing the balance of \$1,224,587.85 and First Republic statement for September 1-30, 2020 showing the balance of \$8,382.21.

d. Chair reported on the status of third party fund raising through Humble Bundle would begin again in October 2020. The Chair further noted that the Foundation website was active for community contribution.

e. As part of the Services provided by the Foundation: The Chair invited discussion by each of the Board members in attendance that have committed to mentor the 2019 grant recipients that have either failed to achieve their grant goals, use of grant proceeds or change of purpose that were intended to support the Mission of the Foundation. The Board agreed to continue discussion on these mentorships.

f. Attached to this agenda was the 2020 Disclosure Questionnaire which each Board member must complete as per the Foundation's Conflict of Interest Policy and in compliance with the IRS guidelines <https://www.irs.gov/charities-non-profits/form-1023-purpose-of-conflict-of-interest-policy>. A form of the questionnaire was previously provided to each of the Board members. Such completion is required prior to the Foundation's submission of Form 990 annual report filed by the Foundation to the Internal Revenue Service. The Chair requested each Board member to submit a completed form as soon as possible as the extension for the IRS filing was no later than November 15, 2020.

g. Chair invited discussion and asked the Board to propose names of any government, institutional, public or private non profit or charitable endowments which the Foundation may seek funding from.

h. Chair invited discussion and asked the Board to propose names of any government, institutional public or private non profit or charitable organizations which the Foundation may provide grants to which support the Foundation's Mission Statement and expressly the Foundation's Service.

i. Chair noted the date for the next Board Meeting to be held via teleconference at 11AM PDT on November 12, 2020. Chair duly requested a quorum to attend.

j. Adjournment: Chair noted no further business to be conducted and motioned for adjournment of the meeting, which was properly seconded and the October 8, 2020 meeting was so adjourned at 11:47 AM PDT.