



# 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 November 12, 2019 at 11AM PST

In attendance:

Board: William Pollock  
Heidi Potter  
Liam Randall

Absent Board: Peiter “Mudge” Zatkan  
Ryan Clarke

Invited Guest: Vicki Friedberg

Chair, William Pollock, called the meeting to order.

- I. Roll Call: Board and invited guests.
- II. Quorum of a majority of the Board members present was noted by Chair pursuant to the Bylaws 4.16.
- III. Chair called the meeting to order.
- IV. Chair circulated the Agenda. Upon review, Board Motioned, Seconded and approved by a majority consensus the use of such Agenda as a guideline for this Board meeting.
- V. Chair circulated the Minutes of the November 12, 2019 Board Meeting. Board reviewed, Motioned, Seconded, Approved, and so ratified such Minutes.
- VI. Board Business:

- a. Chair and Board Member and Programming Committee Member Heidi Potter reported on the Programming Committee. Discussion and need to increase the visibility of No Starch Foundation's request for grant applications. Programming Committee will undertake further actions to increase such visibility. The Board and Programming Committee acknowledged the deadline to make such grants in December 2019.
- b. Chair reported on the Fund Raising Committee. Chair noted the statement for the Foundation investment account with Fidelity for the period of October – October 31, 2019, attached to the Agenda, showed a balance of \$984,826.44. Chair further reported on the status of third party fund raising through Humble Bundle is expected to achieve \$120,000.
- c. Chair noted the IRS "Facts and Circumstances" test requires no less than 10% of the Foundation's total contribution to be from third parties provided the Foundation meets other factors of such test. The Chair is approved to seek further tax counsel on this matter.
- e. Chair noted that should the Foundation fail to meet the public support test the Foundation will be reclassified as a private foundation. This will not impact the Foundation's mission. The Foundation will reapply for its public charity status no less than Five (5) years from this reclassification.
- f. The Board discussed the specific services the Foundation should provide in support of the Foundation's mission. Chair noted such services may not be related to any one of the Board members, and specifically the primary donor's business. The Chair noted that the type of support given should be more global in nature (e.g., sponsoring a speaker at a conference rather than supporting individuals to attend conferences). There was discussion about facilitating ways to put mentors and mentees together. Board Member Liam Randall discussed the importance of continuing to publicize the various projects the Foundation aims to support: Mr. Randall recommended making such information more prominent on the website, and shall offer suggestions for such website changes.
- g. Chair continued to seek recommendations for additional Committee Members to either Programming or Fund Raising Committees and sought a recommendation for the addition of a member to the Programming Committee of an individual named Athabasca Witschi.
- h. Chair noted the date for the next Board Meeting to be held via teleconference at 11AM PST for December 10, 2019.
- i. Chair noted no further business, moved to adjourn such meeting, a second motion was received and the meeting was so adjourned at 11:23 PM PST.