I. Attendance at Board of Directors Meeting

Board Attendees:
- Kaitlin Thaney (joined at 9:45am PT)
- Jonathan Cain
- Jochai Ben-Avie
- Kari Jordan (Interim Board Chair)
- Shannon Dosemagen
- Josh Greenberg (Board advisor)

Non-Board Attendees:
- Danielle Robinson
- Kris Wade
- Keith Chreston

Not in attendance: Joe Hand

II. Proceedings

- Called to order.
- Motion to approve the agenda. No additions and one edit to adjust time slots by one hour. Motion seconded with edit. Agenda approved.
- Motion to approve 2021 July board meeting minutes. Motion seconded. Minutes Approved.
- The Strategic Plan was reviewed and it was agreed that project leaders and key partners will provide feedback on the plan.
  - The request for feedback will be specific in content and provide a deadline for submission.
  - Other suggestions to the plan included adding specific impact from increased funding, outlining future key capabilities and staff needed to achieve these goals.
- Program review included updates on Digital Infrastructure, Event Fund, DAIR as well as the CS&S website update and annual report.
- Q1 2021 (July-Sept) financials were presented, providing budget versus actual analysis.
The current audit is underway and the draft report will be ready at the end of November.

CS&S has engaged with a new insurance partner, G2 to review the organization's risk and recommend appropriate coverage to match its growth.

In an unanimous vote, the board approved the policy for a board-designated reserve of nine months.

The board reviewed the draft investment policy and discussion ensued regarding ethical considerations for where/how the money would be invested.

The Board Chair role description was approved and Kari Jordan voted in as Board Chair.

The FSP Board Seat and its role is still in development; it was decided to review and vote on it at a later date.

It was agreed to move recruitment of new board members to Q1 2022.

Requests for board demographics are increasing. The board agreed to develop a policy that allows for collection, consent and retention.

The board unanimously voted to ratify the January 2021 resolution on the Executive Director’s salary increase.

The board approved the list of “Highly Compensated & Key Employees” and agreed to send out notification to any employees whose salaries may be included on the 990.

Meeting adjourned at 12:03 PT

III. Summary of Action Items

- Danielle to provide a timeline for Strategic Plan feedback and finalization that doesn't conflict with holidays.
- Keith to quantify differences between FSP fee "discounts" versus timing in future financial reporting.
- Danielle to add “mission-aligned” language to the investment policy and send it out to the board for review.
- Danielle to remove “interim” from Kari’s board chair title on the website.
- Danielle to send out the Vice Chair role description to the board for comments.
- Danielle to draft a Directors and Officers Data Policy to address requests for board demographics.
- Add Keith Chreston to the “Key Employees” list.
- Send out notifications to employees whose salaries may be listed in the 990.