



Board of Directors Meeting

In-Person Meeting – Kirkland Washington

February 11 & 12, 2019

Attendees: Grant Fritchey, Wendy Pastrick, Tim Ford, Adam Jorgensen, John Martin, Chris Yates, Diego Nogare, Roberto Fonseca, Lori Edwards, Jennifer Moser, Debbi Lyons, Asad Khan

Guests: Chris Woodruff (Day two only) via remote dial in.

PASSHQ Attendees: Judy Christianson, Sandy Cherry, Elizabeth Jeffs, Amanda Martin (Day two only), Anika Polisenio, Janice Simpson, Vicki Van Damme, Sonya Waitman

PASSHQ Attendees via remote dial in (Day two only): Jennifer Brandon, Marcia Mendonca, Julia Wu

Agenda for Discussion:

Day One

1. Welcome New Board Members/Board Member Etiquette
2. Vote on January Board Meeting Minutes
3. Board Activities
4. Insights
5. PASS FY 2019 Priorities Overview
6. Finance Update
7. June 2019 Board Meeting
8. Advisor Appointment
9. Bylaw Update
10. Election Update
11. Persona Update
12. C&C Update
13. Working Groups – Sponsorship and Program

Day Two

14. Welcome/Opening Remarks
15. June 2019 Board Meeting
16. Summit 2018 Review and Summit 2019 Overview
17. Microsoft Update
18. Summit 2020 and Beyond
19. Membership Insights
20. FY 19 Priorities/Looking to FY20
21. Sales – FY19/H2 Insights
22. Working Groups – Community and Communications

23. Board Only Time

Meeting Minutes

Day One

1. Welcome New Board Members/Board Meeting Etiquette

Grant Fritchey welcomed the Board and PASSHQ. Grant thanked the Board and the partnership that is in place with Christianson & Company (C&C/PASSHQ) stating that together C&C and the Board are making the PASS organization better for the future.

Wendy Pastrick also welcomed and thanked everyone noting how valuable meeting in-person is. Wendy presented, and reviewed expectations and meeting etiquette including meeting attendance, quorum, confidentiality, and other guidelines and conduct the Board needs to be aware of. A quick round of introductions was done. The Board discussed NDA and the briefing document and its practice.

2. Vote to Approve January Board Meeting Minutes

Wendy confirmed that everyone was ready to vote on the January Board meeting minutes.

Motion: I move to approve the January Board meeting minutes that were sent to the Board on January 28, 2019.

Motion: Wendy Pastrick
Second: John Martin

Grant Fritchey	Yes
Tim Ford	Yes
Adam Jorgensen	Abstain
Chris Yates	Abstain
Diego Nogare	Yes
Roberto Fonseca	Yes
Lori Edwards	Yes
Jennifer Moser	Abstain
Debbi Lyons	Yes
Asad Khan	Yes

Motion Passed (9 yes, 0 no, 3 abstain, 0 absent)

3. Board Activities

Wendy asked if there were any Board members with upcoming paid speaking opportunities. Grant declared that he would be speaking at the SQL Saturday Columbus precon. No other activities were declared.

4. Insights Overview/Activity

Vicki Van Damme, PASSHQ delivered an overview of the Insights Discovery portraits. The Board and PASSHQ participated in an Insights communication activity.

5. PASS FY 2019 Priorities Overview

Elizabeth Jeffs, PASS HQ, presented an overview of the FY19 priorities and the roadmap. Elizabeth reminded the Board of the big bets being targeted content, accessibility, and engagement. She outlined that PASS has a membership of over 300,000 thousand and the goal is to engage the full audience with an outcome of driving revenue. Elizabeth outlined how the big bets align with the strategies and how they are measured. Elizabeth reviewed the PASS Roadmap displaying where things are now and what has been accomplished. Elizabeth highlighted some of the accomplishments stating that reg on line has now been fully transitioned to the new registration system (Aventri), which integrates with the PASS database, allowing registrants who are PASS members to auto populate while registering, pulling data from their membership profile, as well as updating their profile if any new information is added or updated during the registration process. Elizabeth congratulated the registration team. Judy Christianson thanked the entire team. Elizabeth also noted efforts made to ensure GDPR compliance and expanding the ability to leverage Marketo as highpoints from the past year. Grant congratulated PASSHQ on their approach to IT and how well things are going.

Elizabeth went on to discuss the need for the important shift in communications as the perception for some is still that PASS is focused on SQL Server on-prem only. Elizabeth outlined that PASS's roots are on SQL Server but is now serving a multitude of audiences which encompasses the entire data platform. Elizabeth outlined that while PASS has been serving this broader approach for multiple years, shifting the perception includes refining the value proposition of what is the unique value of PASS. Connect, Share and Learn is who PASS is but there is a need for a more refined definition so when people come to PASS they can understand what is offered. Elizabeth displayed the PASS Value Proposition as "Own your career with interactive learning built by community, guided by trusted data experts". Sonya Waitman, PASS HQ, outlined that there are a variety of avenues where people can get interactive learning or learn from data experts or be part of a community, but to get all three is truly unique to PASS. Sonya stated that you will see the PASS value prop throughout the PASS website and the PASS Summit website, as well as the streams. Sonya outlined some of the secondary messaging and tag lines. The Board discussed the PASS value proposition.

Elizabeth went on to discuss how to position the new value prop the best way and how to layer this on top of the FY19 priorities. Elizabeth displayed the PASS streams of learning which are Architecture, Data Management and Analytics. She noted that everything PASS has to offer are divided into the three streams and while the streams will stay static the annual theme for focus may shift. She outlined the 2019 themes as The cloud, security and AI. The Board discussed the streams and the messaging around professional development.

6. PASS Finance Update

Sandy Cherry, PASSHQ started the presentation with a brief history which outlined the strategic investments that contributed to PASS' growth and outlined the intentional deficit budgets from FY 2015 to FY 2018. Wendy added that the Board ran an intentional deficit budget to build the future of PASS. Sandy outlined that for FY 2019 the goal was to have a balanced budget and with that came some significant cuts such as F&B for PASS Summit, among numerous other cuts. Sandy outlined the results of the deficit budgets showing that PASS still maintained reserves. Sandy displayed that since FY 2014 PASS had an increase in reserves of 14.8% showing the balance as of June 30, 2018. Sandy also noted that PASS

is able to carry forward any net losses for future years income, resulting in tax savings for the organization. Wendy noted that the PASS taxes are based on U.S. tax laws. Sandy added that the PASS fiscal year runs from July 1 to June 30 annually.

Sandy went on to review the Summit 2018 results and variance showing the budget vs actual variance, the budget versus actual expenses and the net variance. The Board was very pleased with the results. Sandy went on to outline the Summit YOY gross revenue, gross expenses, and net revenues since 1999. Sandy went on to review the PASS six-month financials and projected final for FY 2019. Sandy showed the current cash balance which showed an increase over the past two years. She also showed the reserves balance.

Sandy outlined the financials for the Local and Virtual groups, SQLSaturdays, and Regional mentors and went on to remind the Board of the budget pre-approvals that happen every year. Sandy displayed the costs for the community leader comps and the costs for the referral program which includes gift cards and comps. The Board had a discussion around the community comps, emphasizing that if a community leader gets a leader comp to Summit, they must attend the community leader meeting.

Sandy asked if the Board was ready to put a motion forward.

Wendy made the motion.

Motion: I move to approve a budget pre-approval of \$118,500 dollars to be used for the Community Leader comps and the Community Leader referral program.

Motion: Wendy Pastrick
Second: Adam Jorgensen

Grant Fritchey	Yes
Tim Ford	Yes
John Martin	Yes
Chris Yates	Yes
Diego Nogare	Yes
Roberto Fonseca	Yes
Lori Edwards	Yes
Jennifer Moser	Yes
Debbi Lyons	Yes
Asad Khan	Yes

Motion Passed (12 yes, 0 no, 0 abstain, 0 absent)

Sonya outlined the Sponsorship referral program and the changes that have been implemented. The Board had a discussion on the Sponsorship program. Wendy confirmed there were no more questions and made the motion for the budget pre-approval.

Motion: I move to approve a budget pre-approval for \$4,000 dollars to be used for the Sponsorship referral program.

Motion: Wendy Pastrick

Second: Adam Jorgensen

Grant Fritchey	Yes
Tim Ford	Yes
John Martin	Yes
Chris Yates	Yes
Diego Nogare	Yes
Roberto Fonseca	Yes
Lori Edwards	Yes
Jennifer Moser	Yes
Debbi Lyons	Yes
Asad Khan	Yes

Motion Passed (12 yes, 0 no, 0 abstain, 0 absent)

7. June 2019 Board Meeting

Sandy reminded the Board that the June meeting was a budget cut from the FY19 budget with a discussion and agreement that if there was a positive outcome to the budget, the Board could decide to put the money toward the in-person meeting. Sandy showed the estimated costs of an in-person meeting. The Board had a discussion on the costs and options. The Board tabled the discussion until tomorrow's meeting. Sandy reminded the Board to use the Power BI Dashboards.

8. Advisor Appointment

Wendy started by stating the Board can appoint as many non-voting advisors to the Board as needed. Wendy reminded the Board that there is an identified Developer expertise gap within the current Board. She noted that as PASS prepares to move forward with the precons selection and the framework for PASS Summit its important to know that the program working group also has gaps when it comes to the Developer audience. Wendy added that appointing Chris Woodruff as a non-voting Board member will allow him not only to attend the Board meetings to be well-versed of the strategic direction, it will allow him to take that knowledge along with his developer knowledge to strengthen the program working group. The Board discussed the proposed appointment and other areas of expertise that are needed.

Wendy made the motion to appoint Chris as a non-voting Board advisor.

Motion: I move to approve Chris Woodruff to fill a one-year non-voting advisor appointment.

Motion: Wendy Pastrick
Second: Chris Yates

Grant Fritchey	Yes
Tim Ford	Yes
Adam Jorgensen	Yes
John Martin	Yes
Diego Nogare	Yes
Roberto Fonseca	Yes
Lori Edwards	Yes

Jennifer Moser	Yes
Debbi Lyons	Yes
Asad Khan	Yes

Motion Passed (12 yes, 0 no, 0 abstain, 0 absent)

9. Bylaw Update

Vicki outlined the proposed Bylaw amendments outlining the two main goals as increasing the flexibility in gaining needed expertise on the Board in alignment to the organizational strategy and reviewing the Bylaws as a whole to ensure quality and applicability. Vicki gave a detailed outline of each proposed change and goal reminding the Board that keeping community perspective is of high importance. The Board discussed how important it is to remove the limitation on how the PASS Board runs as the Board needs the ability to get the missing pieces from anywhere in the world. Wendy noted that the changes allow the Board the flexibility to appoint from anywhere in the world. The Board had a discussion on the proposed changes noting some key messaging that will be needed for the community to understand, engage, and agree. Janice Simpson of PASS HQ noted that V2 should be out to the Board for review prior to the March Board meeting.

10. Election Update

Wendy outlined the 2019 Election Objectives as increasing Board engagement to identify needed expertise and diversity, fill identified gaps to gain expertise, and increase community awareness. Wendy presented the timeline showing that the election will happen during PASS Summit as it did last year. She noted the call for applications will go out sometime in October. The Board had a discussion on guidance to the community and recruitment.

11. Persona Update

Vicki shared with the Board some key insights from PASS Persona's representing 5 of PASS' core audiences. These insights were drawn from the 2018 PASS Membership Survey, PASS' membership database as well as from focus groups and 1:1 engagement with a selection of community members. The primary goal of this research is to ensure that we are providing the right opportunities for our members including targeted educational content. Vicki indicated that these initial personas would be finalized in the weeks ahead and that we would be developing another round of personas for some of our remaining audiences.

12. C&C Update

Elizbeth Jeffs gave an update on the structure of the C&C team and reviewed each of the teams with the Board.

13. Working Groups

The Board broke off into Sponsorship and Program working groups.

The meetings adjourned at 4:45pm Pacific Time.

Day Two

14. Welcome/Opening Remarks

Grant welcomed everyone to day two of the Board meetings.

15. June Board Meeting

Wendy confirmed that the Board was ready to vote on the June Board meeting budget exception that was tabled from yesterday and made the motion.

Motion: I move to approve an FY 2019 budget exception of up to \$33,270 to go towards an in-person Board meeting in June 2019.

Motion:	Wendy Pastrick
Second:	Grant Fritchey
Tim Ford	Yes
Adam Jorgensen	Yes
John Martin	Yes
Chris Yates	Yes
Diego Nogare	Yes
Roberto Fonseca	Yes
Lori Edwards	Yes
Jennifer Moser	Yes
Debbi Lyons	Yes
Asad Khan	Vacant

Motion Passed (11 yes, 0 no, 0 abstain, 1 absent)

16. Summit 2018 Review and Summit 2019 Overview

Sonya reviewed all the elements of the Summit 2018 program and displayed the Summit session evaluation results which showed that PASS is consistently delivering great content. She outlined the wins and challenges showing an increase in demand gen, the highest pre-con registrations to date and a 4-point increase in net promoter score (NPS). Sonya noted some of the challenges as pricing gaps, timing of price bumps and email exhaustion. Sonya went on to review the sponsorship revenue summary showing revenue was at 105% to goal with 55 total exhibitors which is a new record. The Board had a discussion on the sponsorship survey results and the quantity of leads. Sonya showed the importance vs. satisfaction results which displayed that PASS continues to deliver where it really matters regarding program, access to community experts, access to Microsoft experts and networking opportunities. The Board discussed the results of the survey and some of the life-changing moments people sent in. Sonya displayed the NPS score which gauges the loyalty of the community. The score showed on overall NPS of 56. Sonya explained that an NPS greater than zero is considered good with an NPS of 50 and higher is considered excellent. Sonya presented the thoughts for the future which outlined program, activates on site, sponsorship and demand gen. The Board discussed the NPS score.

Sonya presented the Summit 2019 primary objectives as: introduction to the streams and annual spotlights; to mitigate the effect of the Ignite date conflict; to improve pricing strategies; and to continue to align timing to program. Sonya presented the Summit 2019 homepage showing that it displays the value prop that was reviewed at yesterday's meeting as well as the introduction to the streams. Sonya

displayed the dates for the pricing and price bumps leading up to Summit 2019 showing the bundle pricing will be available again this year. The Board discussed the Summit 2019 pricing. Sonya outlined the upcoming marketing and demand gen plan based on the price periods. Sonya reviewed the projected budget costs and revenues for Summit 2019 noting that due to the conflict with Ignite its not the year to plan for an increase in revenue. The Board discussed publishing of dates for speaker announcements.

Marcia Mendonca left the meeting at 10:12 am Pacific Time.

17. Microsoft Update

Sonya presented an update to the Board on where things are with Microsoft. Sonya reminded the Board that the Executive will meet in person with Microsoft on Wednesday, February 13, 2019. Sonya noted that the team at HQ have been working closely with Debbi Lyons and the Microsoft marketing team to mitigate the impact of the Ignite conflict with Summit 2019. Sonya outlined the agreements and actions for both the PASS executive and Microsoft that will be up for discussion at the meeting tomorrow. The Board discussed the meeting agenda, dates, and the potential financial support from Microsoft.

18. Summit 2020 and Beyond

Anika Polisen, PASSHQ outlined the RFP process showing the cities that were considered for 2020, 2021, and 2022 based on availability for dates, and venue size. She showed that once the locations were identified, a comprehensive financial review and cost comparison was conducted, from there a shortlist of locations was presented. At the January 2017 Board Meeting, the Board voted on the location for PASS Summit for 2020, 2021, & 2022.

Anika updated the Board on the potential dates and location for Summit 2023, 2024, and 2025. The Board discussed the dates and locations for future PASS Summits.

Julia Wu left the meeting at 10:28 am Pacific Time

19. Membership Insights

Sonya presented the membership data that came out of the membership database and community survey, key insights from 2018 personas, and a summary of strategic recommendations. Sonya showed the current total of PASS members is 303,522 with the fastest growing region being LATAM. Sonya displayed the makeup of the community based on job function and industry, years of experience, and learning preferences showing that on-line training is the most popular choice with in-person training on the decline. The Board discussed the key insights and recommendations.

20. FY19 Priorities & Looking to FY20

Elizabeth presented a look at the FY 19 big bets and KPI's with the overarching goal of driving revenue by delivering content that supports the community and engages members. The Board discussed the percentage to goal and the KPI's.

Sonya stated that the newsletter transition is complete showing positive results with an increase of 23% in open mail rates. Sonya noted that more members are being reached than ever before. Sonya outlined the newsletter transition from having the Connector and Business Analytics Insights newsletters to now having a Connector as well as four Insights which are individually targeted to DBA's, BI Architects,

Analysts, and the Developer. This reduced the number of newsletters members were receiving as the newsletters are now targeted. Sonya gave a shout out to Marcella McKeown, PASSHQ for all her work on the content and format of the Insights newsletters. Elizabeth added that the Connector is now for the community about the community. Sonya outlined the new vendor guidelines to support better content. Elizabeth updated the Board on the Virtual Group communications, reducing duplicate content, and implementing Virtual Group content into the Connector and Insights newsletters. The Board had a discussion on the progress of the Virtual Groups globally.

Sonya presented the annual communications calendar for the Board to review and highlighted the planned activities for the PASS 20th birthday. Sonya showed some data on the SEO regarding pass.org, PASSsummit.com and PASStv noting that there will be active blog content to keep the sight fresh. Elizabeth added that PASStv is a verified YouTube partner account. The Board had a discussion on the content for YouTube.

Sonya spoke to the Board about engagement and the ambassador program, noting that there is a plan in the works to revive the program in addition to the member nurture program. Sonya showed a high-level timeline to June. Elizabeth spoke about the virtual events, the increase in frequency, the targeted audience content and the data expert series, noting what a great success the data expert series was. The Board discussed the focus of diversifying revenue.

Sonya presented H2 and looking forward which included the integration of the PASS value proposition and streams into all marketing vehicles, Summit 2019 attendees and revenue, completion of phase 2 of the nurture program, completion of SEO updates, and defining and executing YouTube marketing strategies to support monetization.

Elizabeth displayed the roadmap outlining the projects that have been completed and what's next for Operations. Elizabeth spoke about the framework for looking forward to FY20. Sonya added the importance of diversifying revenue. Elizabeth presented a high-level timeline to June. The Board discussed revenue diversity and the plan going forward.

Chris Woodruff left the meeting at 11:54 am Pacific Time.

21. Sales – FY19H2 Insights

Sonya presented the sales summary showing 85% to target. Sonya outlined the 365 sales pipeline and stated that the team is feeling confident. Sonya showed the sales growth year over year. Sonya showed the 2019 PASS Summit sales to date and spoke about the pricing strategies. Sonya displayed some of the sponsors the sales team is currently working with to get commitments from for the GAP bronze and platinum level packages. Sonya spoke about the pricing for the different levels and what each package offers to the partner. The Board had a discussion on the GAP packages. Craig Ellis, PASSHQ explained what the Global Alliance Partner (GAP) program offers and how it works. Sonya outlined the demand gen initiatives showing the early bird campaign resulted in 2 sales so far to date. Sonya displayed the sponsorship products and data comparison from 2018.

22. Working Groups

The Board broke off into Community and Communication working groups.

23. Board Only Time

The Board met in camera.

The meetings adjourned at 5:00pm Pacific Time.

Next Board meeting

The next Board meeting will be by teleconference on March 14, 2019 at 12:00pm Pacific Time.