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## **GiveWell Board Meeting Agenda**

August 25, 2020

10:30am – 1:00pm PST

### **Topics introduced by Tim (10:30am-11:00am)**

Tim will introduce two new topics that he would like the board to consider:

1. Board meeting format
2. Future approach to CEO succession and contingency planning

### **Discussion of open questions (11:00am-11:30am)**

We will discuss any open questions remaining after reviewing the written responses we provided to the Board. Primary topics are below; initial answers are written here [see "Responses to Board questions" document from main meeting page]:

1. GiveWell's key 3-5 year goals
2. Diversity, especially country of origin, for GiveWell's senior staff
3. Foreign registration: risks for GiveWell US
4. Other open questions

### **Finance overview (11:30am-11:45am)**

We will briefly walk through our financial position (referring to Attachment F) and take any questions on this, specifically.

### **CEO evaluation and executive compensation review (11:45am-12:15pm)**

Tim will lead discussion on a CEO evaluation, and the Board will discuss the CEO compensation review.

*Related Document: Attachment H – Executive Compensation Review*

### **Administrative items and votes (12:15pm-12:30pm)**

#### *Annual Review Items*

Board members will confirm they have received the following administrative annual due diligence items.

1. Conflict of interest forms

2. Review of compensation arrangements and benefits; partnerships, joint ventures, and arrangements with management organizations
3. Roster of officers and directors
4. Mission and vision statements
5. Document Retention and Destruction Policy
6. Insurance coverage

*Related Document: Attachment A: 2020 Insurance and Sundries Review*

*Board votes*

The Board will be asked to vote individually on the following resolutions:

1. Executive Director Compensation proposal  
**Recommendation:** Approve requested compensation increase.
2. Budget  
**Recommendation:** Approve the proposed budget.
3. Restricting unrestricted funds to regrating  
**Recommendation:** Approve restricting ~\$1.7M in unrestricted funds to regrating.
4. Foreign Registration  
**Recommendation:** Authorize GiveWell management to pursue foreign registration in the Netherlands and the United Kingdom.

The Board will be asked to vote in aggregate on the following resolutions:

5. Compensation Protocol  
**Recommendation:** Approve the protocol.
6. Prior Meeting Minutes  
**Recommendation:** Approve the minutes.
7. Omnibus Resolution  
**Recommendation:** Approve the omnibus resolution.

**Time for additional discussion and questions if necessary (12:30pm-1:00pm)**

Time for any additional questions Board members have.