

CODE FOR SCIENCE AND SOCIETY, INC.
A Delaware Non-Profit Non-Stock Corporation
BYLAWS

ARTICLE I
OFFICES AND PURPOSE

Section 1. Registered Office. The registered office of Code for Science and Society, Inc. (the “Corporation”) shall be in the County of Kent County, State of Delaware.

Section 2. Other Offices. The Corporation also may have offices at such other places both within and without the State of Delaware as the Board of Directors of the Corporation (the “Board of Directors”) may from time to time determine or the business of the Corporation may require.

Section 3. Purposes. The Corporation shall be a nonstock corporation organized for such educational and scientific purposes as shall qualify it for exemption from federal taxation under section 501(c)(3) of the Internal Revenue Code, as now in effect or as may hereafter be amended (“the Code”). The specific purposes of the Corporation are as follows:

- work to advance the power of data to improve the social and economic lives of all people through public education, scientific research, and technology development and deployment;
- improve the public’s ability to find, collect, and share the open data they use to make more informed decisions in the benefit of the public interest.

The Corporation shall not carry on propaganda or otherwise attempt to influence legislation to an extent that would disqualify it from tax exemption under section 501(c)(3) of the Code by reason of attempting to influence legislation. The Corporation shall not participate or intervene in any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any provision of these Articles of Incorporation, in carrying out its purposes, the Corporation shall not have or exercise any power or authority, nor engage directly or indirectly in any activity, that would prevent it from qualifying as a corporation described in section 501(c)(3) of the Code.

ARTICLE II
QUALIFICATIONS OF MEMBERS

Section 1. Members. The Members of the Corporation shall be the members of the Board of Directors.

Section 2. Votes. The Members shall be entitled to one vote on each matter submitted to a vote of the Members.

Section 3. Non-Assignability. Membership in the Corporation is not transferable or assignable.

ARTICLE III
MEETINGS OF MEMBERS

Section 1. Annual Meetings. Annual meetings of Members shall be held on such date and at such time as shall be designated from time to time by the Board of Directors and stated in the notice of the meeting, at which they shall elect, by a majority vote, a Board of Directors and transact such other business as may properly be brought before the meeting. Annual Meetings of the Members shall be held at such place, if any, as may be fixed from time to time by the Board of Directors and stated in the notice of the meeting or in a duly-executed waiver of notice thereof.

Section 2. Notice of Annual Meeting. Written notice of the annual meeting stating the place, if any, date and hour of the meeting shall be given to each Member entitled to vote at such meeting as provided in Article VII.

Section 3. Special Meetings. Special meetings of the Members, for any purpose or purposes, unless otherwise prescribed by statute or by the Restated Certificate of Incorporation of the Corporation (the "Certificate of Incorporation"), may be called by the Secretary at the request in writing of a majority of the Board of Directors, or at the request in writing of Members having a majority of voting rights of the Corporation. Such request shall state the purpose or purposes of the proposed meeting. Special meetings of the Members shall be held in such city and place as may be fixed from time to time by the Board of Directors and stated in the notice of the meeting or in a duly-executed waiver of notice thereof.

Section 4. Notice of Special Meeting. Written notice of a special meeting, stating the place, if any, date and hour of the meeting and the purpose or purposes for which the meeting is called, shall be given as provided in Article VII.

Section 5. Order of Business. Business transacted at any special meeting of Members shall be limited to the purpose stated in the notice. At each annual or special meeting of the Members, the Members shall elect a Chairman to preside at such meeting.

Section 6. Quorum. Members holding a majority of the votes that may be cast at any meeting, whether present in person or represented by proxy, shall constitute a quorum at all meetings of the Members for the transaction of business except as otherwise provided by statute, by the Certificate of Incorporation, or by these Bylaws. If a quorum is not present at any meeting of Members, a majority of the Members present may adjourn the meeting from time to time without further notice other than announcement at the meeting, until a quorum shall be present or represented. At such adjourned meeting, at which a quorum shall be present or represented, any business may be transacted which might have been transacted at the meeting as originally notified. If the adjournment is for more than thirty (30) days, a notice of the adjourned meeting shall be given to each member entitled to vote at the meeting. A quorum for the adjourned meeting shall be fifty percent (50%) of all the Members.

Section 7. Majority. When a quorum is present at any meeting, a majority of the Members entitled to vote who are present in person or are represented by proxy shall decide any question brought before such meeting, unless the question is one on which by express provision of the statutes or of the Certificate of Incorporation, a different vote is required, in which case such express provision shall govern and control the decision of such question.

Section 8. Proxy. At any meeting of Members, a Member entitled to vote may vote by proxy executed in writing by the Member or by the Member's duly authorized attorney-in-fact executed in writing and not otherwise withdrawn. No proxy shall be valid after three (3) years from the date of its execution, unless otherwise provided in the proxy.

Section 9. Consent. Unless otherwise provided in the Certificate of Incorporation, any action required to be taken at any annual or special meeting of Members of the Corporation or any action that may be taken at any annual or special meeting of such Members may be taken without a meeting, without prior notice and without a vote, if a consent in writing, setting forth the action so taken, shall be signed by Members entitled to vote with respect to the subject matter thereof who held the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all members having the right to vote thereon were present.

Section 10. Meetings by Conference Telephone. Any meetings provided for in this Article III may be held by conference telephone or other communications equipment by means of which all persons participating therein can hear each other, and participation in a meeting by such means shall constitute presence in person at such meeting.

ARTICLE IV
DIRECTORS

Section 1. Number; Composition. The number of Directors that shall constitute the Board of Directors shall be at least two (2) and not more than fifteen (15). The Members may fix such number from time to time by adopting a resolution to such effect. The Directors shall be elected at the annual meeting of the Members, except as provided in Section 3 of this Article IV. Each Director so elected shall hold office until the next annual meeting of Members or until his or her successor is duly elected and qualified or until such Director's earlier death, resignation or removal.

Section 2. Resignation; Removal. A Director may resign at any time by giving written notice to the Board of Directors or the Secretary. Such resignation shall take effect at the date of receipt of such notice or at any later time specified therein. Acceptance of such resignation shall not be necessary to make it effective. A Director may be removed from office with or without cause by the vote of a majority of the Members at a duly called meeting of the Members with notice of the proposed removal, or by written consent.

Section 3. Vacancies. Vacancies and newly created directorships resulting from resignations, removals, deaths or any increase in the authorized number of Directors shall be filled by a majority of the Members or by a sole remaining Member. The Directors so chosen shall hold office until the next annual meeting of Members or until his or her successor is duly elected and qualified or until such Director's earlier death, resignation or removal. If there are no Members, any vacancies and newly created directorships may be filled by a majority of the members of the Board of Directors then in office, although less than a quorum, or by the sole remaining member of the Board of Directors. So long as there are at least two (2) Directors, the Corporation shall not be required to fill any vacancies on the Board of Directors.

Section 4. General Powers. Except as set forth in the Certificate of Incorporation, the business of the Corporation shall be managed by or under the direction of its Board of Directors, which shall have full power in the management and conduct of the business and affairs of the Corporation, and do all such lawful acts and things as are not by statute or by the Certificate of Incorporation or by these Bylaws directed or required to be exercised or done by the Members; provided, however, that the Board of Directors shall not be authorized to engage in any activity that would cause the Corporation to cease to qualify as an organization described in Section 501(c)(3) of the Code.

Section 5. Compensation. The Directors may be paid their expenses, if any, of attendance at each meeting of the Board of Directors or any committee thereof, but shall not be

paid a fixed sum for attendance at any meeting of the Board of Directors or any committee thereof or receive a stated salary as Director.

ARTICLE V
MEETINGS OF DIRECTORS

Section 1. Place and Time of Meetings. The Board of Directors may hold meetings, both regular and special, either within or without the State of Delaware, at such time and place as shall be fixed by the Board of Directors from time to time.

Section 2. First Meeting. The first meeting of each newly-elected or re-elected Board of Directors shall be held at such time and place as shall be fixed by the vote of the Members at the annual or other meeting and no notice of such meeting shall be necessary to the newly-elected Directors in order legally to constitute the meeting, provided a quorum shall be present. In the event of the failure of the Members to fix the time or place of such first meeting of the newly-elected Board of Directors or in the event such meeting is not held at the time and place so fixed by the Members, the meeting may be held at such time and place as shall be specified in a notice given as hereinafter provided for special meetings of the Board of Directors or as shall be specified in a written waiver signed by all of the Directors.

Section 3. Regular Meetings. Regular meetings of the Board of Directors may be held without notice at such time and at such place as from time to time shall be determined by the Board of Directors.

Section 4. Special Meetings. Special meetings of the Board of Directors, for any purpose or purposes, unless otherwise prescribed by statute or by the Certificate of Incorporation, may be called by the Chairman of the Board at such times and places, within or without the State of Delaware, as he or she shall designate, upon notice to each Director in accordance with Article VII. Special meetings shall be called by the Secretary as requested by the Board of Directors in like manner and on like notice.

Section 5. Quorum. At all meetings of the Board of Directors, a majority of all Directors shall constitute a quorum for the transaction of business, except as otherwise provided in these Bylaws. The act of a majority of the Directors present at any meeting at which there is a quorum shall be the act of the Board of Directors, except as otherwise may specifically be provided by statute or in the Certificate of Incorporation. If a quorum not be present at any meeting of the Board of Directors, the Directors present thereat may adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum be present. At such adjourned meeting, at which a quorum shall be present or represented, any business may be transacted which might have been transacted at the meeting as originally notified. If the

adjournment is for more than thirty (30) days, a notice of the adjourned meeting shall be given to each Director. A quorum for the adjourned meeting shall be fifty (50%) percent of all Directors.

Section 6. Consent. Unless otherwise restricted by the Certificate of Incorporation or these Bylaws, any action required or permitted to be taken at any meeting of the Board of Directors or of any committee thereof may be taken without a meeting if all members of the Board of Directors or committee, as the case may be, consent thereto in writing or electronic transmission, and the writing or writings or electronic transmission or transmissions are filed with the minutes of proceedings of the Board of Directors or committee; provided, however, that such electronic transmission or transmissions must either set forth or be submitted with information from which it can be determined that the electronic transmission or transmissions were authorized by the Directors. Such filing shall be in paper form if the minutes are maintained in paper form and shall be in electronic form if the minutes are maintained in electronic form.

Section 7. Meetings by Conference Telephone. Any meetings provided for in this Article V may be held by conference telephone or other communications equipment by means of which all persons participating therein can hear each other, and participation in a meeting by such means shall constitute presence in person at such meeting.

ARTICLE VI COMMITTEES OF DIRECTORS; ADVISORY BOARD

Section 1. Committees. Subject to the Certificate of Incorporation, the Board of Directors may, by resolution, designate one or more committees, each committee to consist of two (2) or more of the Directors of the Corporation. The Board of Directors may designate one or more directors as alternate members of any committee who may replace any absent or disqualified member at any meeting of the committee. Any such committee, to the extent provided in the resolution, and except as limited by law shall have and may exercise the powers of the Board of Directors in the management of the business and affairs of the Corporation, and may authorize the seal of the Corporation to be affixed to all papers which may require it; provided, however, that in the absence or disqualification of any member of such committee or committees, the member or members thereof present at any meeting and not disqualified from voting, whether or not such members constitute a quorum, may unanimously appoint another member of the Board of Directors to act at the meeting in the place of any such absent or disqualified member.

Section 2. Advisory Board. The Board of Directors may, by resolution, create an Advisory Board with such duties and powers as shall be set forth in such resolution. The Board of Directors shall appoint members of and fill vacancies on the Advisory Board. Such members of the Advisory Board need not be Directors of the Corporation. Any Advisory Board member

may be removed, with or without cause, by resolution passed by a majority of the members of the Board of Directors.

Section 3. Participation by Non-Board Members. Persons who are not members of the Board of Directors may be appointed as nonvoting participants entitled to receive notice of and attend meetings of Board committees or may be appointed to advisory committees established from time to time by the Board, to provide advice and counsel to the Board of Directors or its committees.

Section 4. Minutes. Each committee shall keep regular minutes of its meetings and report the same to the Board of Directors when required.

ARTICLE VII NOTICES

Section 1. Form of Notice. Whenever, under the provisions of the statutes or the Certificate of Incorporation or these Bylaws, notice is required to be given to any Director or a Member, it shall not be construed to mean personal notice, but such notice may be given verbally in person, verbally by telephone (including by leaving verbal notice on a message or recording device), or in writing. If in writing, notice shall be delivered personally, by mail (addressed to such Director or Member, at his or her address as it appears on the records of the Corporation, with postage thereon prepaid, and such notice shall be deemed to be given at the time when the same is deposited in the United States mail), by facsimile transmission (directed to the facsimile transmission number for which the Director or Member has consented to receive notice), by telegram, by electronic mail (directed to such electronic mail address to which the Director or Member has consented to receive notice), or by other form of electronic transmission pursuant to which the Member or Director has consented to receive notice. If notice is given verbally in person, verbally by telephone, or in writing by personal delivery, by facsimile transmission, by telegram, by electronic mail, or by other form of electronic transmission pursuant to which the Director or Member has consented to receive notice, then such notice shall be given on not less than twenty-four (24) hours' notice to each Member or Director. If written notice is delivered by mail, then it shall be given on not less than three (3) calendar days' notice to each Member or Director.

Section 2. Waiver of Notice. Whenever any notice is required to be given under the provisions of the statutes or the Certificate of Incorporation or these Bylaws, such notice need not be given to such Member or Director if waived by him or her in writing or by electronic transmission, whether before or after such meeting is held, or if he or she shall sign the minutes or attend the meeting, except that if such Member or Director attends a meeting for the express purpose of objecting at the beginning of the meeting to the transaction of any business because

the meeting is not lawfully called or convened, then such Member or Director shall not be deemed to have waived notice of such meeting. If waiver of notice is given by electronic transmission, such electronic transmission must either set forth or be submitted with information from which it can be determined that the electronic transmission was authorized by the Director or Member.

ARTICLE VIII OFFICERS

Section 1. Officers. The Officers of the Corporation shall be chosen by the Board of Directors and shall initially be a President, a Secretary, and a Treasurer. The Board of Directors may appoint such other Officers as it shall deem necessary who shall hold their offices for such terms and exercise such powers and perform such duties as shall be determined from time to time by the Board of Directors. Any number of offices may be held by the same person, unless applicable law, the Certificate of Incorporation or these Bylaws otherwise provides.

Section 2. Appointment. At any time, the Board of Directors may appoint Officers selected in accordance with Section 1 of this Article VIII.

Section 3. Compensation. The salaries, benefits, work responsibilities and conditions of all Officers of the Corporation shall be approved by the Board of Directors.

Section 4. Term, Removal, and Vacancies. The Officers of the Corporation shall hold office until their successors are chosen and qualify. Any Officer elected or appointed by the Board of Directors may be removed at any time by the affirmative vote of a majority of the Board of Directors. Any vacancy occurring in any office of the Corporation shall be filled by the Board of Directors.

Section 5. President. The President may be the Chief Executive Officer of the Corporation. The President in the absence of a Chief Executive Officer shall see that all orders and resolutions of the Board of Directors are carried into effect, and shall perform the duties that usually pertain to this office. When so directed by the Board of Directors, the President shall execute bonds, mortgages, and other contracts requiring a seal, under the seal of the Corporation, except where required or permitted by law otherwise to be signed and executed and except where the signing and execution thereof shall be expressly delegated by the Board of Directors to some other Officer or agent of the Corporation.

Section 6. Secretary. The Secretary shall attend all meetings of the Board of Directors and all meetings of the Members and record all the proceedings of the meetings of the Corporation and the Board of Directors in a book to be kept for that purpose and shall perform

like duties for the standing committees when required. The Secretary shall give, or cause to be given, notice of all meetings of the Members and special meetings of the Board of Directors, and shall perform such other duties as may be prescribed by the Board of Directors or President, under whose supervision he or she shall be. The Secretary shall have custody of the corporate seal of the Corporation and shall have authority to affix the same to any instrument requiring it and, when so affixed, it may be attested by his or her signature. The Board of Directors may give general authority to any other Officer to affix the seal of the Corporation and to attest the affixing by his or her signature.

Section 7. Treasurer. The Treasurer shall have the custody of all funds, notes, bonds, and other evidences of property of the Corporation, and shall keep full and accurate accounts of receipts and disbursements in books belonging to the Corporation and shall deposit all moneys and other valuable effects in the name and to the credit of the Corporation in such depositories as may be designated by the Board of Directors. The Treasurer shall arrange for disbursements of the funds of the Corporation as may be ordered by the Board of Directors, taking proper vouchers for such disbursements, and shall render to the Chief Executive Officer and the Board of Directors, at their regular meetings, or when the Board of Directors so requires, an account of all of his or her transactions as Treasurer and of the financial condition of the Corporation. If required by the Board of Directors, the Treasurer shall give the Corporation a bond (which shall be renewed every year) in such sum and with such surety or sureties as shall be satisfactory to the Board of Directors for the faithful performance of the duties of his or her office and for the restoration to the Corporation, in case of his or her death, resignation, retirement, or removal from office, of all books, papers, vouchers, money, and other property of whatever kind in his or her possession or under his or her control and belonging to the Corporation. The Treasurer shall supervise the Corporation's timely preparation and filing of financial statements tax filings.

ARTICLE IX INDEMNIFICATION

Section 1. Right to Indemnification. Subject to Section 3 of this Article IX and only if indemnification would not result in the application of the tax imposed by Section 4958 of the Code, the Corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (hereinafter, a "Proceeding") by reason of the fact that he or she is or was a Director or Officer of the Corporation, or is or was serving at the request of the Corporation as a director or officer of another corporation, partnership, joint venture, trust or other enterprise, including service with respect to an employee benefit plan (collectively, "Another Enterprise"), against expenses (including reasonable attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him or her in connection

with such Proceeding, provided he or she acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he or she reasonably believed to be in, or not opposed to, the best interests of the Corporation, and, with respect to any criminal action or proceeding, had reasonable cause to believe that his or her conduct was unlawful. Notwithstanding the foregoing, and except as provided in Section 3 of this Article IX, the Corporation shall not be required to indemnify any persons in connection with a proceeding (or part thereof) commenced by such person unless the commencement of such proceeding (or part thereof) was authorized in the specific case by the Board of Directors by a majority vote of its members who are not parties to such proceeding even though less than a quorum.

Section 2. Determination of Propriety of Indemnification. Any indemnification under this Article IX (unless ordered by a court) shall be made by the Corporation only as authorized in the specific case upon a determination that indemnification of the present or former Director or Officer is proper in the circumstances because he or she has met the applicable standard of conduct set forth in Section 1 of this Article IX, and that indemnification would not result in the application of any tax under Section 4958 of the Code. Such determination shall be made (a) by the Board of Directors by a majority vote of its members who are not parties to such Proceeding even though less than a quorum, or (b) if there are no such members, or if such members so direct, by independent legal counsel in a written opinion. To the extent, however, that a present or former Director or Officer of the Corporation has been successful on the merits or otherwise, in defense of any Proceeding described above, or in defense of any claim, issue or matter therein, he or she shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by him or her in connection therewith, without the necessity of authorization in the specific case.

Section 3. Right to Apply to Court. Notwithstanding any contrary determination in the specific case under Section 2 of this Article IX, and notwithstanding the absence of any determination thereunder, any Director or Officer may apply to any court of competent jurisdiction in the State of Delaware for indemnification to the extent otherwise permissible under Section 1 of this Article IX. The basis of such indemnification by a court shall be a determination by such court that indemnification of the Director or Officer is proper in the circumstances because he or she has met the applicable standards of conduct set forth in Section 1 of this Article IX, and that indemnification would not result in the application of any tax under Section 4958 of the Code. In any such proceeding, a party in good faith seeking indemnification shall, to the fullest extent permitted by law, be entitled to reimbursement of his or her expenses

(including reasonable attorneys' fees), if it is determined that such person is ultimately entitled to indemnification. Notice of any application for indemnification pursuant to this Section 3 shall be given to the Corporation promptly upon the filing of such application.

Section 4. Advancement of Expenses. With respect to any person made or threatened to be made a party to any threatened, pending or completed Proceeding by reason of the fact that such person is or was a Director or Officer of the Corporation, the Corporation shall pay the expenses (including reasonable attorneys' fees) incurred by such person in defending such threatened, pending or completed Proceeding in advance of the final disposition of such Proceeding upon receipt of an undertaking by or on behalf of the Director or Officer to repay such amount if it shall ultimately be determined that he or she is not entitled to be indemnified by the Corporation as authorized in this Article IX; provided, however, that with respect to a Proceeding initiated by a Director or Officer of the Corporation (including a person serving at the request of the Corporation as a director or officer of Another Enterprise) against the Corporation, such Director or Officer shall be entitled under this Section 4 to the payment of expenses (including attorneys' fees) incurred by such person in defending any counterclaim, cross-claim, affirmative defenses or like claim of the Corporation in connection with such Proceeding in advance of the final disposition of such Proceeding only if such Proceeding was authorized by the Board of Directors by a majority vote of its members who are not parties to such Proceeding even though less than a quorum.

Section 5. Non-Exclusive Right; Amendment of Article. The indemnification and advancement of expenses provided by, or granted pursuant to, the other sections of this Article IX shall not be deemed exclusive of any other rights to which those seeking indemnification or advancement of expenses may be entitled under any Bylaw, agreement, contract, vote of members or disinterested Directors or pursuant to the direction (howsoever embodied) of any court of competent jurisdiction or otherwise, as to action in his or her official capacity and as to action in another capacity. No amendment to the Certificate of Incorporation or Bylaws shall operate retroactively to eliminate or otherwise diminish any right to indemnification or advancement of expenses that existed at the time of the occurrence of any conduct subject to a threatened or pending action. The indemnification and advancement of expenses provided by, or granted pursuant to, this Article IX shall, unless otherwise provided when authorized or ratified, continue as to a person who has ceased to be a Director or Officer of the Corporation and shall inure to the benefit of the heirs, executors and administrators of such person.

ARTICLE X
CONFLICT OF INTEREST POLICY

The Board of Directors shall, by resolution passed by a majority of the Board voting thereon, adopt a conflict of interest policy for the Corporation that shall be applicable to Directors, committee members, Officers, and key employees of the Corporation.

ARTICLE XI
GENERAL PROVISIONS

Section 1. Dissolution or Liquidation. In the event of the liquidation, dissolution, or winding up of the affairs of the Corporation, whether voluntary, involuntary, or by operation of law, the assets of the Corporation shall be distributed as provided in the Certificate of incorporation.

Section 2. Annual Statement. The Board of Directors shall present at each annual meeting, and at any special meeting of the Members when called for by vote of the Members, a full and clear statement of the business and condition of the Corporation.

Section 3. Contracts. The Board of Directors may authorize any Officer or Officers or agent or agents of the Corporation, in addition to the Officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or may be confined to specific instances.

Section 4. Checks. All checks, drafts, or orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation shall be signed by such Officer or Officers or such other person or persons, and in such manner, as the Board of Directors from time to time may determine by resolution. In the absence of such determination, such instruments for an amount in excess of \$50,000 shall be signed by two different persons: the Treasurer and countersigned by the President.

Section 5. Deposits. All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks, trust companies, or other depositories as the Board of Directors may select, provided, however, that this Section 5 shall not be construed as allowing the Board of Directors to authorize the retention of any funds in any manner that would prevent the Corporation from continuing to be exempt from federal taxation under Section 501(c)(3) of the Code.

Section 6. Gifts. The Board of Directors may accept on behalf of the Corporation any contribution, gift, bequest, or devise for any purpose of the Corporation; provided, however, that

this Section 6 shall not be construed as allowing the Board of Directors to accept any gifts in any manner that would prevent the Corporation from continuing to be exempt from federal taxation under Section 501(c)(3) of the Code.

Section 7. Fiscal Year. The fiscal year of the Corporation shall end on the last day of June in each year unless the Board of Directors shall determine otherwise.

Section 8. Seal. The corporate seal shall have inscribed thereon the name of the Corporation, the year of its organization, and the words “Corporate Seal, Delaware”. The seal may be used by causing it or a facsimile thereof to be impressed or affixed or reproduced or otherwise.

Section 9. Books and Records. The Corporation shall keep correct and complete books and records of its accounts and transactions and minutes of the proceedings of its Board of Directors and any committee. The books and records of the Corporation may be in written form or in any other form which can be converted within a reasonable time into written form for visual inspection. Minutes shall be recorded in written form but may be maintained in the form of a reproduction. The original or a certified copy of the Certificate of Incorporation and Bylaws shall be kept at the principal office of the Corporation.

Section 10. Execution of Documents. A person who holds more than one office in the Corporation may not act in more than one capacity to execute, acknowledge, or verify an instrument required by these Bylaws or the law to be executed, acknowledged, or verified by more than one officer or person.

ARTICLE XII
AMENDMENTS

These Bylaws may be altered or repealed at any regular or special meeting of the Members if notice of such alteration or repeal be contained in the notice of any such special meeting; provided, however, that in any event, no such amendment or repealer shall permit the addition or deletion of any provision the inclusion or absence of which, as the case may be, would cause the Corporation to cease to qualify for exemption from taxation under Section 501(c)(3) of the Code.

END OF BYLAWS

The foregoing Bylaws were unanimously adopted by unanimous consent this 8th day of September, 2016 after full discussion and review of same, effective this 8th day of September, 2016.

Attested to on behalf of Code for Science and Society, Inc.



Signature

Keith Chreston, Secretary