

## BYLAWS OF ARAFA TECH FOUNDATION

### ARTICLE I — Definitions

Name. The “Corporation” shall mean Arafa Tech Foundation, its successors, and assigns.

Board. The “Board” shall mean the Board of Directors of the Corporation.

Officers. “Officers” shall mean any elected or appointed member of the Board of Directors or any other representative of the Corporation with an assigned title and specific duties.

The Law. “The Law” shall mean the applicable state and federal laws.

### ARTICLE II — Purpose and Powers

#### Section 2.01 Purpose

The Corporation is organized exclusively for charitable, scientific, and educational purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. The specific purposes of the Corporation are to provide access to free or low-cost coding education services and products to passionate and underprivileged students; to provide students with a safe, enriching community that drives communication and growth among the youth; to provide students with scholarships; and to provide students with educational resources.

#### Section 2.02 Powers

The Corporation shall have the power, directly or indirectly, alone or in conjunction or cooperation with others, to do any and all lawful acts which may be necessary or convenient to affect the purposes, as set forth in the Articles of Incorporation and these Bylaws, and to aid or assist other organizations or persons whose activities further accomplish, foster, or attain such purposes. The powers of the Corporation may include, but not be limited to, the acceptance of contributions from the public and private sectors, whether financial or in-kind contributions, and the establishment of partnerships and collaborations with other organizations.

### ARTICLE III — Membership

#### Section 3.01 Membership

The Corporation shall have no members with any right to vote, title, or interest in or to the Corporation, its properties, and franchises.

#### Section 3.02 Affiliates

The Board of Directors may approve classes of affiliates with rights, privileges, and obligations established by the Board. Affiliates may be individuals, businesses, and other organizations that seek to support the mission of the Corporation. The Board, a designated committee of the Board, or any elected officer in accordance with Board policy, shall have authority to admit any individual or organization as an affiliate, to recognize representatives of affiliates, and to make determinations as to affiliates’ rights, privileges, and obligations. At no time shall affiliate information be shared with or sold to other organizations or groups without the affiliate’s consent. At the discretion of the Board of Directors,

affiliates may be given endorsement, recognition, and media coverage at fundraising activities, events, or at the Corporation website. Affiliates have no voting rights and are not members of the Corporation.

#### Section 3.03 Dues

Any dues for affiliates shall be determined by the Board of Directors.

### ARTICLE IV — Board of Directors

#### Section 4.01 Number of Directors

Arafa Tech Foundation shall have a Board of Directors consisting of at least three (3) and no more than fifteen (15) Directors and shall include but is not limited to the following officers: CEO, Secretary, and Treasurer. Within these limits, the Board may increase or decrease the number of Directors serving on the Board, including for the purpose of staggering the terms of Directors.

#### Section 4.02 Powers and Duties

Subject to the provisions of law, of the Articles of Incorporation and of these Bylaws, but in furtherance and not in limitation of any rights and powers thereby conferred, the Board shall have the control and management of the affairs and operations of the Corporation and shall exercise all the powers that may be exercised by the Corporation.

#### Section 4.03 Vacancies

Any vacancy on the Board of Directors caused by death, resignation, or any other reason may be filled by a vote of a majority of the remaining Directors though less than a quorum of the Board. Any Director elected to fill a vacancy shall serve for the remainder of the term of the Director he/she succeeds.

#### Section 4.04 Resignation

Any Director may resign at any time by giving written notice to the Secretary of the Corporation. Such resignation shall take effect at the time specified therein and, unless otherwise specified, the acceptance of such resignation shall not be necessary to make it effective.

#### Section 4.05 Removal

Any Director may be removed from the Board with or without cause by a vote of a two-thirds ( $\frac{2}{3}$ ) majority of the entire Board of Directors.

### ARTICLE V — Committees of Arafa Tech

#### Section 5.01 Committee Establishment

The Board of Directors of Arafa Tech Foundation may establish one or multiple committees, each consisting of one or more directors, as per the resolution passed by a majority of the directors in office. Such committees will serve at the discretion of the Board of Directors. Any committee designated by the Board of Directors will have the authority to act on behalf of the Board, except for actions that require the final approval of the Board or actions that:

- (a) Fill vacancies on the Board of Directors or any committee with the same level of authority. Modify or eliminate the bylaws, adopt new bylaws, or repeal any resolution made by the Board of Directors.

- (b) Establish any additional committees or appoint their members.
- (c) Expend corporate funds to support a candidate for the position of Director.
- (d) Approve any transaction that involves a material financial interest of one or more directors, such as transactions between the Corporation and its directors or transactions between the Corporation and any other entity where one or more directors have a material financial interest.

#### Section 5.02 Committee Meetings and Actions

The conduct of committee meetings and actions will be governed by the provisions laid out in Article IV of these bylaws, with the necessary adjustments made to substitute the committee and its members for the Board of Directors and its members. The schedule for regular committee meetings may be determined either by a resolution passed by the Board of Directors or by the committee itself. Special meetings of the committees may be called by the Board of Directors through a resolution. Alternates members must be notified of special committee meetings and have the right to attend all committee meetings. Minutes of each committee meeting must be recorded and filed with the corporate records. The Board of Directors may establish rules for the committees, provided they are consistent with these bylaws.

#### Section 5.03 Informal Action by the Board of Directors

Actions required or permitted to be taken by the Board of Directors during a meeting may also be taken without a physical meeting if a quorum of the directors agrees in writing to the action taken. This may be done through electronic transmission, as long as all directors have access to it, and it constitutes valid writing for the purpose of this section. The aim of this provision is to allow the Board of Directors to approve actions through electronic transmission, provided a quorum of board members gives their consent.

### ARTICLE VI — CORPORATE OFFICERS

#### Section 6.01 Number and Appointment of Officers

The officers of the Corporation shall consist of a President, a Secretary, and a Treasurer. The Corporation may have additional officers, such as a Chairperson of the Board of Directors, a Chief Operating Officer, one or more Vice Presidents, one or more Assistant Treasurers, one or more Assistant Secretaries, or other officers as determined by the Board of Directors in accordance with Section 6.04. Any number of offices may be held by the same person, except for the President who may not also hold the position of Secretary or Treasurer. All officers shall have powers, duties, and responsibilities that are subject to and limited by applicable laws and regulations.

#### Section 6.02 Term of Office and Election

Each officer shall serve a one-year term of office, unless elected by the Board to fill a vacancy, in which case the term shall end upon the election of a successor. The term limits shall not apply, and any person may serve as an officer of the Corporation.

#### Section 6.03 Removal

Any officer may be removed, with or without cause, by a two-thirds (2/3) vote of the Board of Directors at any regular or special meeting, or by any officer upon whom such power of removal may be conferred by the Board of Directors.

#### Section 6.04 Appointment of Subordinate Officers

The Board of Directors may appoint additional officers as required, each of whom shall hold office for such period, have such authority, and perform such duties as are provided in these Bylaws or as the Board of Directors may from time to time determine.

#### Section 6.05 Resignation

Any officer may resign from their position at any time by delivering a written resignation to the Board of Directors with a minimum of two weeks' notice.

#### Section 6.06 Vacancies

Any vacancy in an officer position may be filled by a two-thirds (2/3) vote of the quorum of Directors then in office at any Directors' meeting. An officer elected to fill a vacancy shall hold office for the unexpired term of their predecessor.

#### Section 6.07 Delegation

The Board may delegate all or any part of the powers or duties of any Officer to any other Officer or Director, in case of the absence of any Officer of the Corporation, or for any other reason that the Board may deem sufficient.

#### Section 6.08 President

The President shall act as the general manager and chief executive officer of the Corporation, have general supervision, direction, and control of the business and affairs of the Corporation, subject to the control of the Board of Directors. The President shall have general charge of the property of the Corporation, and shall supervise and control all officers, agents, and employees of the Corporation. The President shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board from time to time.

#### Section 6.09 President Pro Tem

If the Chairperson, all Lead Directors, the President, the Chief Operating Officer, and all Vice Presidents are absent at any meeting of the Board of Directors, a President pro tem may be chosen by the Board of Directors to preside and act at that meeting.

#### Section 6.10 Vice Presidents

The Powers and Duties of the Vice President(s) are as follows:

- (a) The titles, duties, and powers of the Vice President or Vice Presidents shall be prescribed by the Board of Directors, unless otherwise provided by these bylaws, including but not limited to the provisions in this Article VI, Section 6.04.
- (b) In the case of absence, death, or total and permanent disability of the Chief Executive Officer, the President, and the Chief Operating Officer, a corporate Senior Executive Vice President, an Executive Vice President, a Senior Vice President, or a Vice President in the order of rank and seniority, shall perform all of the duties of such officer, and when so acting shall have all the powers of and be subject to all the restrictions upon such officer.

### Section 6.11 Secretary

The powers and duties of the Secretary are:

- (a) To keep the minutes of the meetings of the Board and of the Members, in one or more books provided for that purpose;
- (b) To see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law;
- (c) To be custodian of the corporate records and of the seal of the Corporation and to see that the seal of the Corporation is affixed to all documents, the execution of which on behalf of the Corporation under its seal is duly authorized;
- (d) To keep a register of the post office address of each Member and Director which shall be furnished to the Secretary by such Member or Director;
- (e) To have general charge of the books of the Corporation and to keep, or cause to be kept, on file at all times at the principal office of the Corporation a complete record of the proceedings of the Board;
- (f) To perform all duties incident to the office of Secretary and such other duties as are prescribed by the Board from time to time.

### Section 6.12 Treasurer

The powers and duties of the Treasurer are:

- (a) To have charge and custody of and be responsible for all funds and securities of the Corporation and to deposit all such funds in the name of the Corporation in such banks, trust companies, or other depositories as shall be selected by the Board;
- (b) To receive, and give receipts for, monies due and payable to the Corporation from any source whatsoever;
- (c) To disburse, or cause to be disbursed, the funds of the Corporation as may be directed by the Board, taking proper vouchers for such disbursements;
- (d) To render to the Chairperson, if any, the Chief Executive Officer, the Board, or the Members, whenever they request it, an account of all transactions and of the financial condition of the Corporation;
- (e) To prepare, or cause to be prepared, and certify, or cause to be certified, the financial statements to be included in any required reports;
- (f) To perform all duties incident to the office of Treasurer and such other duties as are prescribed by the Board from time to time.

### Section 6.13 Compensation

The salaries of the officers, if any, shall be fixed from time to time by the Board of Directors. No officer shall be prevented from receiving such salary by reason of the fact that he or she is also a Director of the Corporation, provided, however, that such compensation may be limited by law.

### Section 6.14 Conflict of Interest

All officers shall sign a statement acknowledging their understanding of the Corporation's conflict of interest policy and agree to comply with it. In addition, the conflict of interest policy must be made available to all officers and directors of the Corporation.

### Section 6.15 Bonding

The Corporation may require that any officer or employee of the Corporation be bonded as it may deem appropriate.

### Section 6.16 Loans to Officers and Directors

No loans shall be made by the Corporation to its Directors or officers.

### Section 6.17 Indemnification

The Corporation shall indemnify its Directors, officers, employees and agents to the fullest extent permitted by the laws of the State of incorporation or any other applicable laws.

## ARTICLE VII — Execution of Instruments, Deposits, and Funds

### Section 7.01: Execution of Instruments

Except as otherwise determined by resolution of the Board of Directors, or as otherwise provided in these bylaws, or as required by law:

- (a) Any officer or agent of the Corporation, as permitted by the Chief Executive Officer, may enter into any contract or execute and deliver any instrument in the name and on behalf of the Corporation.
- (b) Any officer or agent may delegate their power to enter into any contract or execute and deliver any instrument in the name and on behalf of the Corporation to any volunteer, employee, or affiliate of the Corporation, as permitted by the Chief Executive Officer, unless prohibited by law or the Board of Directors.

### Section 7.02: Checks and Notes

Except as otherwise determined by resolution of the Board of Directors, or as otherwise provided in these bylaws, or as required by law:

- (a) The Chairperson of the Board, the Chief Executive Officer, or the Treasurer may sign checks, drafts, promissory notes, orders for the payment of money, and other evidence of indebtedness of the Corporation.
- (b) The Chief Executive Officer may, at their discretion, empower any volunteer, non-voting affiliate, Director, or officer of the organization to sign checks, drafts, promissory notes, orders for the payment of money, and other evidence of indebtedness of the Corporation, in their place unless otherwise prohibited by law or the Board of Directors.
- (c) The Chairperson of the Board may, at their discretion, empower any volunteer, non-voting affiliate, Director, or officer of the organization to sign checks, drafts, promissory notes, orders for the payment of money, and other evidence of indebtedness of the Corporation, in their place unless otherwise prohibited by law or the Board of Directors.
- (d) The Treasurer may, at their discretion, empower any assistant treasurer, Director, or officer of the organization to sign checks, drafts, promissory notes, orders for the payment of money, and other evidence of indebtedness of the Corporation, unless otherwise prohibited by law or the Board of Directors.

### Section 7.03: Deposits

The Board of Directors may select such banks, trust companies, or other depositories as they may deem fit for depositing all funds of the Corporation from time to time to the credit of the Corporation.

#### Section 7.04: Gifts and Donations

On behalf of the Corporation, the Board of Directors or any officers may accept any contribution, gift, bequest, donation, or devise for the nonprofit purposes of the Corporation.

#### Section 7.05: Construction

Unless the context requires otherwise, the general provisions, rules of construction, and definitions in the applicable laws shall govern the construction of these Bylaws. Without limiting the generality of the provision, the singular number includes the plural, the plural number includes the singular, and the term “person” includes both a Corporation and a natural person.

### Article VIII: Indemnification

#### Section 8.01: Mandatory Indemnification

The Corporation shall indemnify a Director or former Director who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which they were a party because they are or were a Director of the Corporation against reasonable expenses incurred by them in connection with the proceedings.

#### Section 8.02: Permissible Indemnification

The Corporation shall indemnify a Director or former Director made a party to a proceeding because they are or were a Director of the Corporation, against liability incurred in the proceeding, if the determination to indemnify them has been made in the manner prescribed by law, and payment has been authorized in the manner prescribed by law.

#### Section 8.03 Advance for Expenses

Expenses incurred in defending a civil or criminal action, suit, or proceeding may be paid by the Corporation in advance of the final disposition of such action, suit, or proceeding, as authorized by the Board of Directors in the specific case, upon receipt of both a written affirmation from the Director, officer, volunteer, employee, or agent of his or her good faith belief that he or she is entitled to indemnification as authorized in this article, and an undertaking by or on behalf of the Director, officer, volunteer, employee, or agent to repay such amount, unless it shall ultimately be determined that he or she is entitled to be indemnified by the Corporation in these Bylaws.

#### Section 8.04 Indemnification of Officers, Agents, Volunteers, and Employees

An officer of the Corporation who is not a Director is entitled to mandatory indemnification under this article to the same extent as a Director. The Corporation may also indemnify and advance expenses to a volunteer, an employee, or an agent of the Corporation who is not a Director, consistent with applicable law and public policy, provided that such indemnification, and the scope of such indemnification, is set forth by the general or specific action of the Board or by contract.

### ARTICLE IX — Corporate Records, Reports, and Seals

#### Section 9.01 Record-keeping

The Corporation shall maintain accurate and complete records of all meetings of Directors, committees of the Board, and members (if any), including the date, time, location, call notice, attendees, and proceedings. The Corporation shall also keep adequate and correct books and records of account, including accounts of its properties, business transactions, assets, liabilities, receipts, disbursements, gains, and losses. Furthermore, the Corporation shall maintain a Directorship book that contains the name and address of each current and former Director, along with the date on which their membership ceased.

The records shall be kept at the principal office of the Corporation or in an electronic format that is accessible to all Directors. A copy of the Corporation's articles of incorporation and bylaws, as amended to date, shall also be available for inspection by members (if any) and Directors of the Corporation during regular business hours.

#### Section 9.02 Corporate Seal

The Board of Directors may adopt, use, and change a corporate seal at their discretion. The seal shall be kept at the principal office of the Corporation. However, the failure to affix the seal to corporate instruments shall not affect the validity of any such instrument. It is not mandatory to have a corporate seal.

#### Section 9.03 Inspection Rights of Directors

Every Director shall have the absolute right, at any reasonable time, to inspect and make copies of all books, records, and documents of every kind and to examine the physical properties of the Corporation. The Director shall also have other inspection rights as may be required under the articles of incorporation, other provisions of these bylaws, and provisions of law.

#### Section 9.04 Right to make Copies and Extracts

Any Director may inspect the records in person or through an agent or attorney, and such inspection shall include the right to copy and make extracts.

#### Section 9.05 Periodic Reports

The Board shall prepare and deliver any annual or periodic report required by law to an office of this state or to the members (if any) of this Corporation within the time limits set by law.

### ARTICLE X — Books and Records

The Corporation shall maintain correct and complete books and records of account and keep minutes of the proceedings of all Board of Directors meetings, a record of all actions taken by the Board of Directors without a meeting, and a record of all actions taken by Board committees. Additionally, the Corporation shall retain a copy of the Corporation's Articles of Incorporation and Bylaws, as amended to date.

### ARTICLE XI — Fiscal Year

The Corporation's fiscal year shall be from January 1st to December 31st of each year.



## ARTICLE XII — Non-Discrimination

The Corporation shall select officers, Directors, committee members, volunteers, employees, and persons served on a nondiscriminatory basis with respect to age, sex, race, religion, national origin, and sexual orientation. The Corporation shall not discriminate based on race, creed, ancestry, marital status, gender, sexual orientation, age, physical disability, veteran's status, political service or affiliation, color, religion, or national origin.

## ARTICLE XIII — Bylaw Amendment

The Bylaws may be amended, altered, repealed, or restated by a vote of the majority of the Board of Directors present at a meeting, provided that the amendment does not cause the Corporation to cease qualifying as an exempt Corporation under Section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future Federal tax code. Furthermore, any amendment that affects the voting rights of Directors shall require ratification by a two-thirds ( $\frac{2}{3}$ ) vote of a quorum of Directors at a Board meeting. All amendments must be consistent with the Articles of Incorporation

## ARTICLE XIV — COUNTER-TERRORISM AND DUE DILIGENCE POLICY

In order to maintain its exemption status for contributions to other domestic or foreign organizations, the Corporation shall outline the purpose for which the funds will be utilized and require detailed financial records from the recipient to demonstrate how the funds were utilized. The Corporation voluntarily adheres to the guidelines outlined in the U.S. Department of the Treasury's publication, the "Voluntary Best Practice for U.S. Based Charities," to minimize and reevaluate risks associated with diversion of charitable funds and exploitation of charitable activities by terrorist organizations and their support networks. The Corporation also complies with and implements the federal guidelines, laws, and limitations set forth by pre-existing U.S. legal requirements related to combating terrorist financing, including but not limited to various sanctions programs administered by the Office of Foreign Assets Control (OFAC) for its foreign activities.

## ARTICLE XV — DOCUMENT RETENTION POLICY

The Board of Directors will periodically establish and review a Document Retention Policy to promote the proper management of corporate records, including their integrity, retention, and destruction.

## ARTICLE XVI — TRANSPARENCY AND ACCOUNTABILITY

### Section 16.01 Purpose

The Corporation supports transparency and accountability to the general public by providing full and accurate information about its mission, activities, finances, and governance. The Corporation's policy specifies which documents and materials produced by the Corporation are open to staff and/or the public, which are closed, and the procedures for changing their open/closed status.

This policy includes the following:

- (a) Financial and IRS Documents (Form 1023-EZ and Form 990)
  - (i) The Corporation will make available its Internal Revenue forms 990, 990-T, 1023-EZ and 5227, bylaws, conflict of interest policy, and financial statements for public inspection free of charge.
- (b) Means of Condition and Disclosure
  - (i) The Corporation will make the aforementioned documents “Widely Available” on its website: <https://arafa.tech>.
  - (ii) These documents will be available for viewing and inspection by the general public in a format that can be accessed, downloaded, viewed, and printed using software readily available to the public, except for information exempt from public disclosure requirements.
  - (iii) The website will clearly indicate the availability of the document and provide instructions for downloading it, and there will be no fee charged for downloading the information.

#### Section 16.02 Annual Information Returns (Form 990)

The Corporation will submit the Form 990 to its Board of Directors prior to filing with the IRS. Although neither the approval nor review of the Form 990 is required under Federal law, the Corporation will distribute the Form 990 to each member of the Board of Directors (either in hard copy or electronically) at least 10 days before filing with the IRS.

#### Section 16.03 Board

The Chairperson, Lead Director, or Chief Executive Officer (in order of precedence) may instruct the Secretary to make any Board Deliberations, Board minutes, and any papers or materials considered by the Board to be open to the public unless the Board passes a motion to make any specific portion, paper, or material confidential.

#### Section 16.04 Staff Records

Staff records shall be available for consultation by the staff member concerned or their legal representatives. These records shall not be disclosed to anyone outside the Corporation, except authorized governmental agencies. Within the Corporation, staff records shall be made available only to those persons with managerial or personnel responsibilities for that staff member, except that staff records may be provided to any Board Member or Officer of the Corporation upon request.

#### Section 16.05 Donor Records

All donor records shall be available for consultation by the members and donors concerned or their legal representatives. No donor records shall be disclosed to any person outside the Corporation, except authorized governmental agencies. Within the Corporation, staff records shall be made available only to those persons with managerial or personnel responsibilities for that staff member, except that Staff records shall be made available to any Board Member or Officer of the Corporation when requested.

### ARTICLE XVII - Ethical Standards and Whistleblower Policy

The Board shall establish and regularly review a code of ethics and whistleblower policy to ensure that the Corporation's directors, officers, employees, and representatives adhere to high standards of business and personal ethics in the discharge of their duties and responsibilities.

## ARTICLE XVIII - Provisions for IRS 501(c)(3) Tax Exemption

### Section 18.01 Limitations on Activities

This Corporation shall not engage in propaganda or attempt to influence legislation, except as provided by Section 501(h) of the Internal Revenue Code. The Corporation shall not take part in any political campaign or intervene in any way, including through publishing or distributing statements, on behalf of or in opposition to any candidate for public office. Additionally, this Corporation shall not engage in any activities that are not permitted to be conducted by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or by a corporation whose contributions are deductible under Section 170(c)(2) of the Internal Revenue Code.

### Section 18.02 Prohibition Against Private Inurement

The net earnings of this Corporation shall not benefit or be distributed to its directors or trustees, officers, or other private persons. The Corporation may, however, pay reasonable compensation for services rendered and make payments and distributions to further its stated purposes.

### Section 18.03 Distribution of Assets

Upon the dissolution of this Corporation, its remaining assets shall be distributed for one or more exempt purposes as described in Section 501(c)(3) of the Internal Revenue Code, or to a federal, state, or local government for a public purpose. This distribution shall be made in accordance with all applicable state laws. If the court finds that there is no qualifying charitable organization with a purpose similar to the Corporation, the assets available for distribution shall be directed to the Treasurer of the State of Delaware and added to the general fund.

### Section 18.04 Private Foundation Requirements and Restrictions

If this Corporation is a private foundation as defined in Section 509(a) of the Internal Revenue Code, it shall distribute its income for the taxable year in a manner that does not subject it to tax under Section 4942 of the Code. The Corporation shall not engage in self-dealing, retain any excess business holdings, make investments that would subject the Corporation to tax under Section 4944 of the Code, or make any taxable expenditures as defined in Section 4945(d) of the Code.

### Section 18.05 Limitations on Exempt Activities

No director, officer, volunteer, employee, member, or representative of this Corporation shall engage in any activity or take any action on behalf of the Corporation that is not permitted under Section 501(c)(3) of the Internal Revenue Code or by any organization whose contributions are deductible under Section 170(c)(2) of the Code and its regulations. No part of the Corporation's net earnings shall inure to the benefit or be distributable to any director, officer, or other private person, except as authorized by the Corporation to pay reasonable compensation for services rendered or to make payments and distributions that further its purposes as set forth in the Articles of Incorporation and these Bylaws.

## ARTICLE XIX - Conflict of Interest and Compensation Approval

The Board shall establish and regularly review a conflict of interest policy to protect the Corporation's interests when considering any transaction or agreement that may benefit any director, officer, volunteer, employee, affiliate, or committee member with Board-delegated powers.

ARTICLE XX - Amendments to the Articles of Incorporation

Any amendment to the Articles of Incorporation may be adopted by the approval of the majority of the current Board of Directors and requires ratification by a quorum of Directors at a meeting, with a two-thirds (2/3) vote.

CERTIFICATE OF ADOPTION OF BYLAWS

I do hereby certify that the above-stated Bylaws of the Corporation were approved by the Arafa Tech Foundation Board of Directors on the 16th day of March, 2023 and constitute a complete copy of the Bylaws of the Corporation.



---

[Hazim Arafa], President and CEO

Date: 03/16/23



---

[Param Patil], Secretary

Date: 03/16/23



---

[Nik Schaefer], Treasurer

Date: 03/16/23