BYLAWS

OF

OBSERVABLE COMPUTE FOUNDATION

A South Dakota Nonprofit Corporation

ARTICLE I - OFFICES

Section 1.1 Principal Office

The principal office of the corporation shall be located at 58 Hillcrest Drive, Rapid City, South Dakota 57701, or at such other place as the Board of Directors may from time to time designate.

Section 1.2 Registered Office

The registered office of the corporation required by the South Dakota Nonprofit Corporation Act shall be the same as the principal office, or such other office as may be designated by the Board of Directors.

ARTICLE II - PURPOSES AND POWERS

Section 2.1 Purposes

The corporation is organized exclusively for charitable, educational, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, specifically to:

(a) Conduct empirical research on technology terminology evolution;

(b) Provide educational programs to underserved rural communities;

(c) Maintain public databases and publish research findings;

(d) Engage in related charitable and educational activities.

Section 2.2 Powers

The corporation shall have all powers granted under South Dakota law to nonprofit corporations, consistent with Section 501(c)(3) of the Internal Revenue Code.

ARTICLE III - MEMBERS

Section 3.1 No Members

The corporation shall have no members. All rights which would otherwise vest in members shall vest in the Board of Directors.

ARTICLE IV - BOARD OF DIRECTORS

Section 4.1 General Powers

The affairs of the corporation shall be managed by its Board of Directors.

Section 4.2 Number, Tenure, and Qualifications

The Board of Directors shall consist of not less than three (3) directors. Each director shall hold office until the next annual meeting and until a successor has been elected and qualified, or until death, resignation, or removal.

Section 4.3 Annual Meeting

The Board of Directors shall hold an annual meeting for the purpose of organization, election of officers, and transaction of other business. The annual meeting shall be held in January of each year at a time and place designated by the Board.

Section 4.4 Regular Meetings

Regular meetings of the Board may be held quarterly or as determined by the Board without notice at such time and place as shall be designated by the Board.

Section 4.5 Special Meetings

Special meetings of the Board may be called by the President or by any two directors. Notice of special meetings shall be given at least 48 hours prior to the meeting by mail, email, or telephone.

Section 4.6 Quorum

A majority of the directors shall constitute a quorum for the transaction of business.

Section 4.7 Manner of Acting

The act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors.

Section 4.8 Vacancies

Any vacancy on the Board of Directors may be filled by the affirmative vote of a majority of the remaining directors.

Section 4.9 Resignation

Any director may resign at any time by giving written notice to the President or Secretary. Such resignation shall take effect at the time specified therein.

Section 4.10 Removal

Any director may be removed with or without cause by a two-thirds vote of the Board of Directors.

Section 4.11 Compensation

Directors shall not receive compensation for their services as directors but may be reimbursed for reasonable expenses incurred in the performance of their duties.

ARTICLE V - OFFICERS

Section 5.1 Officers

The officers of the corporation shall be a President, a Secretary, and a Treasurer. The Board may appoint such other officers as it deems necessary.

Section 5.2 Election and Term

Officers shall be elected annually by the Board of Directors at the annual meeting. Each officer shall hold office until a successor is elected and qualified, or until death, resignation, or removal.

Section 5.3 President

The President shall be the chief executive officer of the corporation and shall preside at all meetings of the Board of Directors. The President shall have general supervision over the affairs and operations of the corporation.

Section 5.4 Secretary

The Secretary shall keep accurate minutes of all Board meetings, maintain corporate records, and give notice of meetings as required by these Bylaws.

Section 5.5 Treasurer

The Treasurer shall have custody of all corporate funds, maintain accurate financial records, and prepare financial reports for the Board.

Section 5.6 Compensation

Officers may receive reasonable compensation for services rendered to the corporation in capacities other than as officers or directors, as approved by the Board.

Section 5.7 Removal

Any officer may be removed with or without cause by a majority vote of the Board of Directors.

ARTICLE VI - CONTRACTS, LOANS, CHECKS, AND DEPOSITS

Section 6.1 Contracts

The Board of Directors may authorize any officer or agent to enter into any contract or execute any instrument on behalf of the corporation.

Section 6.2 Checks and Drafts

All checks, drafts, or other orders for payment of money shall be signed by such officer or officers as designated by the Board of Directors.

Section 6.3 Deposits

All funds of the corporation shall be deposited to the credit of the corporation in such banks or other depositories as the Board may select.

ARTICLE VII - FISCAL YEAR

The fiscal year of the corporation shall be the calendar year, January 1 through December 31.

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any director or officer to the fullest extent permitted by South Dakota law against expenses, judgments, fines, and amounts paid in settlement actually and reasonably incurred in connection with any threatened, pending, or completed action arising out of service to the corporation.

ARTICLE IX - CONFLICTS OF INTEREST

Section 9.1 Policy

The corporation shall maintain a Conflict of Interest Policy to ensure that its directors, officers, and key employees act in the corporation's best interest and comply with legal requirements.

Section 9.2 Annual Disclosure

Each director, officer, and key employee shall annually disclose any financial or personal interests that could present a conflict of interest.

ARTICLE X - AMENDMENTS

These Bylaws may be amended, altered, or repealed by a two-thirds vote of the Board of Directors at any regular or special meeting, provided that notice of the proposed amendment is given to all directors at least seven (7) days prior to the meeting.

ARTICLE XI - DISSOLUTION

Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or shall be distributed to the federal, state, or local government for a public purpose, in accordance with the Articles of Incorporation.

CERTIFICATE OF ADOPTION

These Bylaws were adopted by the Board of Directors on the 25th day of February, 2026.

Adam Stratmeyer

Adam Ian Stratmeyer, President

Julia R. Huntsberger

Julia R. Huntsberger, Secretary

Travis Shinabarger

Travis D. Shinabarger, Treasurer