SECRETARY'S CERTIFICATE OF ADOPTION OF BYLAWS

OF

CH2M HILL ALUMNI ASSOCIATION LEGACY GIFT FUND, INC

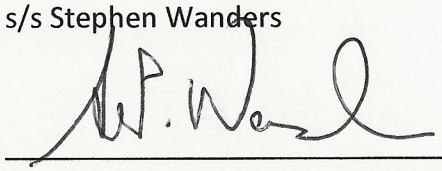
A Colorado Nonprofit Corporation

I, the undersigned, do hereby certify:

1. That I am the duly elected and acting Secretary of CH2M HILL ALUMNI ASSOCIATION LEGACY GIFT FUND, INC., a Colorado Nonprofit Corporation.
2. That the foregoing Bylaws constitute the Bylaws of said Corporation as adopted by the Board of Directors of said Corporation by unanimous consent on January 14, 2025; thereafter amended with Amendment 1 on October 10, 2025, and that they have not been amended since the later date.
3. That these Restated Bylaws incorporate the changes authorized by the Board approval of Amendment No. 1.

IN WITNESS WHEREOF, I have hereunto subscribed my name on this 10th day of October 2025.

s/s Stephen Wanders



Stephen Wanders

BYLAWS

OF

CH2M HILL ALUMNI ASSOCIATION LEGACY GIFT FUND INC.

A Colorado Nonprofit Corporation

Adopted: January 14, 2025

Amendment 1: October 10, 2025

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ARTICLE 1

Name, Principal Office, Purpose, Representative, Agents, Disclaimer

1.1 Name. The name of this Corporation shall be "CH2M HILL Alumni Association Legacy Gift Fund Inc.", hereinafter referred to in these Bylaws as the Corporation. It will also be informally referred to as Legacy Gift Fund Inc. or LGFI.

1.2 Principal Office and Business Office. The principal office of the Corporation shall be located in the State of Colorado. The Board of Directors has established the Principal Corporation address as: 1003 Rangeview Drive, Black Hawk, CO 80422. The Board of Directors may change the principal office from one location to another. Any change of location of the principal office of the Corporation shall be noted by amendment to these Bylaws. The office of the Treasurer, which may or may not coincide with the Principal Office, shall serve as the Business Office for the Corporation to facilitate the efficient conduct of Corporation business.

1.3 Purpose. This Corporation is organized to promote and support post-high school education including, but not limited to Science, Technology, Engineering, and Mathematics (STEM) and related studies, and for charitable gifting to individuals or groups who undertake specific activities that align with the Corporation's mission to provide a lasting legacy for the employee-owned, CH2M HILL Companies, an engineering consulting firm, acquired by Jacobs Solutions, Inc (previously dba as Jacobs Engineering Inc.) in 2017. To accomplish its objectives, the Corporation plans to seek donations to provide for education scholarships and project grants that align with CH2M HILL's vision to "Build a Better World." The Corporation will operate in the context set out in IRS Section 501(c)(3), Education and Charity, for which it will operate as a non-profit, tax-exempt, Public Charity.

1.4 Initial Agent. Scott Trusler at 1003 Rangeview Drive, Black Hawk, CO 80422 is the Initial Registered Agent of the Corporation.

1.5 Agents. The Board of Directors may from time to time appoint one or more Agents, consisting of Directors or persons who are not Directors, to support the activities of the Corporation, and shall by resolution delegate to such Agents such powers and duties as it may deem appropriate within the limitations prescribed by these Bylaws and otherwise by law. Agents of the Corporation shall serve without compensation but shall be entitled to reimbursement for reasonable expenses as approved by the Board of Directors.

1.6 Representative. Until such time as changed by the Board of Directors, Scott Trusler shall serve as the Representative of the Corporation, pursuant to Colorado requirements, and the Representative's address is 1003 Rangeview Drive, Black Hawk, CO 80422.

1.7 Disclaimer. The CH2M HILL Alumni Association Legacy Gift Fund Inc. is not affiliated in any way with or supported by Jacobs Solutions Inc. or its acquired CH2M HILL Companies, Ltd. family of companies. Jacobs Solutions Inc. is not responsible for any content published by, or activities of, the CH2M HILL Alumni Association Legacy Gift Fund Inc. This provision extends to any subsequent name which Jacobs Engineering Group Inc, now known as Jacobs Solutions Inc, may adopt as well as any acquisitions made or affiliates created.

ARTICLE 2

Membership

2.1 Membership. The CH2M HILL Alumni Association Legacy Gift Fund Inc is not structured or operated as a member organization. Until such time that the Corporation's Articles of Incorporation or these Bylaws are amended, the Corporation has no members, does not collect membership dues, and provides no member services or benefits.

ARTICLE 3

Board of Directors

3.1 Number and Qualifications. The number of Directors shall be not less than the four (4) Corporation Officers who shall be Directors as set forth in Article 5, and not more than nine (9) as determined by the Board of Directors from time to time until changed in the manner specified in Article 9 Amendments. To be qualified to serve as a Director, candidates must meet the membership eligibility requirements of the CH2M HILL Alumni Association, Inc. as set out in the Bylaws thereof, and a majority of the Corporation Directors shall also be current serving or prior Directors of the CH2M HILL Alumni Association, Inc and at no time shall there be fewer than one currently serving CHAA Director on the Corporation Board.. As a singular exception to these stated director qualifications, the Corporation Directors may elect one (1) Director who may not meet the CH2M HILL Alumni Association Inc. membership eligibility requirements should the Directors unanimously conclude that such a Director, given their knowledge and expertise are suitably qualified, and would advance the purpose and operation of the Corporation and that a majority of the current serving Directors would continue to be current serving or prior Directors of the CH2M HILL Alumni Association, Inc.

Not more than one of the persons serving on the Board of Directors at any time may be:

(a) A person currently being compensated by the Corporation for services rendered to it within the previous 12 months, whether as a full-time or part-time employee, independent contractor, or otherwise (excluding any expenses reimbursed pursuant to Article 3.5); or

(b) A brother, sister, ancestor, descendant, spouse, brother-in-law, sister-in-law, son-in-law, daughter-in-law, mother-in-law, or father-in-law of any such person.

3.2 General Corporate Powers. Subject to limitations imposed by law, the Articles of Incorporation, and these Bylaws, all corporate powers shall be exercised by, or under the authority of, and the business and affairs of the Corporation shall be controlled by the Board of Directors.

3.3 Duties of Directors. It shall be the duty of the Directors to:

(a) Perform all duties imposed on them collectively or individually by law, by the Articles of Incorporation, and by these Bylaws;
(b) Appoint and remove, employ and discharge, and, except as otherwise provided in these Bylaws, prescribe the duties and fix the compensation, if any, of all Officers, Agents, Contractors, and Employees of the Corporation;
(c) Supervise all Officers, Agents, Contractors and Employees of the Corporation to ensure that their duties are performed properly;
(d) Meet at such times and places as required by these Bylaws; and,
(e) Register their email and postal addresses with the Secretary of the Corporation, and notices of meetings mailed or emailed to them at such addresses shall be valid notice thereof.

3.4 Election and Term of Office. Directors shall be elected by the Board of Directors at each Annual Meeting to be held in January of each year unless changed by the Board of Directors.

(a) The Initial Agent of the Corporation shall elect the Initial Directors. The Initial Directors are: Richard Luebbers, Michael Mynhier, Scott Trusler, and Stephen Wanders.
(b) Each Director shall serve for a term of three (3) years and until a successor is elected and qualified. Terms shall be staggered so that approximately one-third of the Board terms expire at any one time. To facilitate this staggering, one of the initial Directors shall serve a term of one (1) year and one of the initial Directors shall serve a term of two (2) years, to be determined by the Board at its initial Annual Meeting. The Board may determine if other Directors will serve a shortened initial term in order to accomplish this staggering and set such shortened terms at the Annual Meeting.

3.5 Compensation. Members of the Board of Directors shall serve without compensation but shall be entitled to reimbursement for reasonable expenses as approved by the Board of Directors.

3.6 Vacancies. Vacancies on the Board of Directors shall exist (1) on the death, resignation, or removal of any Director, and (2) whenever the number of authorized Directors is increased.

(a) Any Director may resign effective upon giving written notice to the President, the Secretary, or the Board of Directors, unless the notice specifies a later time for the effectiveness of the resignation. No Director may resign if the Corporation would then be left without a duly elected Director or Directors in charge of its affairs, except upon notice to the Office of the Secretary of State or other appropriate agency of the state.
(b) Directors may be removed from office, with or without cause, as permitted by and in accordance with the laws of the State of Colorado.
(c) Unless otherwise prohibited by the Articles of Incorporation, these Bylaws, or provisions of law, vacancies on the Board may be filled by approval of the Board of Directors. If the number of Directors, then in office is less than a quorum, a vacancy on the Board may be filled by the approval of the Directors then in office or by a sole remaining Director. A person elected to fill a vacancy on the Board shall hold office until the next election of the Board of Directors or until their death, resignation, or removal from office.

3.7 Nonliability of Directors. The Directors shall not be personally liable for the debts, liabilities, or obligations of the Corporation.

3.8 Indemnification by Corporation of Directors and Officers. The Directors and Officers of the Corporation shall be indemnified by the Corporation to the fullest extent permissible under the laws of the State of Colorado.

3.9 Insurance for Corporate Directors, Officers, or Agents. The Board of Directors shall adopt a resolution authorizing the purchase and maintenance of insurance on behalf of any Agent of the Corporation (including a Director, Officer, or other Agent of the Corporation) against liabilities asserted against or incurred by the Director, Officer, or Agent in the capacity of or arising out of the status as such, whether or not the Corporation would have the power to indemnify the Director, Officer, or Agent against such liability under the Articles of Incorporation, these Bylaws, or provisions of law.

ARTICLE 4

Meetings of the Board of Directors

4.1 Place of Meetings. Meetings shall be held via electronic means (video or telephonic) unless otherwise provided by the Board, or at such places as may be designated from time to time by resolution of the Board of Directors. Members of the Board of Directors shall be deemed to be present at a meeting through the use of electronic means (conference telephone, video or similar communication equipment), so long as all Directors participating in such a meeting can hear one another.

4.2 Regular Meetings. The Board of Directors shall hold regular meetings for conducting regular business. The regular meetings shall be held at least quarterly at a date and time to be determined by the Board of Directors or by the President, at the Principal Office of the Corporation, or at such date, time, means, and place as may be fixed by the Board of Directors or by the President.

An Annual Meeting for the election of Directors shall be held in lieu of one (1) regular meeting each year in January at such time and place as shall be designated on an annual basis by the Board of Directors or the President and stated in the notice of the meeting.

4.3 Special Meetings. Special meetings of the Board of Directors for any purpose or purposes may be called at any time by the President, the Secretary, or any two Directors.

4.4 Notice of Meetings. Unless otherwise provided by the Articles of Incorporation, these Bylaws, or provisions of the law, the following provisions shall govern the giving of notice for meetings of the Board of Directors. Such notice may be oral or written, may be given personally, by first class mail, by telephone, or by electronic means and shall state the means, place, date, and time of the meeting and the matters proposed to be acted upon at the meeting.

(a) Regular Meetings. At least one month prior, notice shall be given by the President or Secretary to each Director of any regular meeting of the Board of Directors;
(b) Special Meetings. At least one week prior, notice shall be given by the President or Secretary to each Director of each special meeting of the Board; and
(c) Waiver of Notice. Whenever any notice of a meeting is required to be given to any Director of this Corporation under the provisions of the Articles of Incorporation, these Bylaws, or the law of the state, a Waiver of Notice in writing, which may be in the form of electronic mail, by the Director, whether before or after the time of the meeting, shall be equivalent to the giving of such notice.

4.5 Quorum. A majority of the duly elected number of Directors specified in Section 3.1 shall constitute a quorum of the Board of Directors for the transaction of business, except to adjourn. Every act or decision done or made by a majority of the Directors present at a meeting duly held, and at which a quorum is present, shall be regarded as the act of the Board of Directors, unless a greater number is otherwise required by law. A meeting at which a quorum is initially present may continue to transact business, notwithstanding the withdrawal of Directors, if any action taken is approved by at least a majority of the required quorum for such a meeting, or such a greater number as may otherwise by required by law.

4.6 Adjournment. A majority of the Directors present, whether or not a quorum is present, may adjourn any meeting of the Board of Directors to another time and place. Notice of the time and place of holding an adjourned meeting need not be given to absent Directors if the time

and place is fixed at the meeting adjourned, unless the meeting is adjourned for more than 24 hours.

4.7 Action Without Meeting. Any action required or permitted to be taken by the Board of Directors may be taken without a meeting if all members of the Board of Directors shall individually or collectively consent in writing, which may be in the form of electronic mail, to such an action. Such consent or consents shall be filed with the minutes of the proceedings of the Board of Directors and shall have the same force and effect as a unanimous vote of the Board of Directors.

ARTICLE 5

Officers

5.1 Officers. The Officers of the Corporation shall consist of a President, Vice President, Secretary, and Treasurer. Officers, upon their election by the Board of Directors, shall become Directors, if not already duly elected Directors, and assume the duties and responsibilities for Directors set forth in the Articles of Incorporation, these Bylaws, or provisions of law.

5.2 Election. The Officers of the Corporation shall be chosen by, and shall serve at the pleasure of, the Board of Directors, and shall hold their respective offices until their resignation, removal, or other disqualification from service or until their respective successors shall be elected. Continuing service by the Officers is subject to annual approval of the Board of Directors.

5.3 Vacancies. Any vacancy in an office because of death, resignation, removal, disqualification, or any other cause shall be filled as it occurs and is practical, by the Board of Directors.

5.4 President. The President shall be the Chief Executive Officer with responsibility, subject to control of the Board of Directors, for general supervision, direction, and control of the business and affairs of this Corporation. The President shall send notices of meetings as provided in 4.4 Notice of Meetings and preside at all meetings of the Board of Directors, shall be a member of all committees, and shall have such other powers and duties as may be prescribed from time to time by the Board of Directors.

5.5 Vice President. The Vice President shall monitor and manage certain activities related to the operation and maintenance of the Corporation. These duties include, but are not limited to the following:

(a) Monitor Corporate activities to ensure that required actions, records, and requirements are routinely undertaken and accomplished;
(b) Refine and update Director and Officer positions as necessary;
(c) Participate in Officer meetings for management of Corporation's activities and to set Board meeting agendas;
(d) Coordinate and monitor Board Committees, including members, goals and reporting requirements; and

(e) In the absence or disability of the President, the Vice President shall perform all the duties of the President.

5.6 Secretary. The Secretary shall keep or cause to be kept a record of the proceedings of the Board of Directors. It shall also be the duty of the Secretary to:

(a) Preside at the Corporation's meetings in the absence of the President and Vice President, in which instance they shall appoint another member to take the minutes;
(b) Send notices of meetings, if not done so by the President, as provided in 4.4 Notice of Meetings;
(c) Carry on such other correspondence of the Corporation as the President or Officers may direct and,
(d) Keep such records and reports as set forth in Article 7 herein.

5.7 Treasurer. The Treasurer shall be the custodian of all funds of the Corporation, which funds shall be deposited in such banks or other financial institutions as from time to time are designated by the Board of Directors. Funds of the Corporation shall be disbursed in any form of withdrawal orders by the Corporation signed by such Officers or other persons as may be specifically authorized by the Board of Directors.

The Treasurer shall maintain the accounting and bookkeeping of the Corporation on a cash basis. The Treasurer shall have other powers and duties as may be prescribed from time to time by the President or the Board of Directors and be authorized to execute documents on behalf of the Corporation requiring the signature of the Treasurer and is designated as Treasurer for such purpose. It shall also be the duty of the Treasurer to:

(a) Regularly report to the Board of Directors as to the financial condition, and results of operations, of the Corporation;
(b) Establish specific Accounting Procedures, to be approved by the Board of Directors, to facilitate consistent management of Corporation funds;
(c) Donations. Collect and deposit donations made to the Corporation in the form of a gift, bequest, or devise, grant, or other instrument, in accordance with accounting practices established by the Treasurer and approved by the Board of Directors. Upon confirmation of donations, send donor acknowledgement documentation; and
(d) Distributions. Execute distributions in the form of scholarship awards, project grants, payments and donations as directed by the President or Vice President and approved by the Board, and pay or issue reimbursements for operating expenses, as they arise, of the Corporation.

5.8 Compensation. Officers of the Corporation shall serve without compensation but shall be entitled to reimbursement for operating expenses as approved by the Board of Directors.

ARTICLE 6

Committees

6.1 Committees. The Board of Directors may create and appoint from time to time such committees as, in its discretion, the activities of the Corporation require, and shall by resolution delegate to such committees such powers and duties as it may deem appropriate within the limitations prescribed by these Bylaws and otherwise by law, provided that NO such committee may:

(a) Fill vacancies on the Board of Directors or on any committee;

(b) Amend or repeal Bylaws or adopt new Bylaws;

(c) Amend or repeal any resolution of the Board of Directors unless such resolution is by its express terms so amendable or repealable;

(d) Appoint any other committees of the Board of Directors or the members of any committee of the Board of Directors; and

(e) Approve any transaction: (1) in which the Corporation is a party and one or more Directors have a material financial interest; or (2) between the Corporation and one or more Directors or between the Corporation or any person in which one or more Directors has a material financial interest.

6.2 Committee Creation. Any such Committee must be created by resolution adopted by a majority of the number of Directors then in office provided a quorum is present. The Board of Directors may appoint, in the same manner, alternate members of any Committee who may replace any absent member at any meeting of the Committee.

6.3 Committee Members. Each such Committee shall consist of two or more Directors, other Committee members including Agents appointed for such purpose, shall be presided over by a Committee member selected by the President, and shall serve at the pleasure of the Board of Directors.

6.4 Advisory Committees. The Board of Directors may from time to time appoint Advisory Committees as it deems appropriate, consisting of Directors or persons who are not Directors. Such Advisory Committees shall not be deemed committees of the Board of Directors and shall not exercise any power of the Board of Directors.

6.5 Proceedings and Reports. The Board of Directors shall prescribe the way the proceedings of any such appointed Committee shall be conducted. In the absence of any such prescription, the presiding Committee member shall determine the way its proceedings shall be conducted. Unless the Board of Directors or such Committee shall otherwise provide, the regular and special meetings and other actions of any such Committee shall be governed by the provisions of these Bylaws applicable to meetings and actions of the Board of Directors. Minutes shall be kept of meetings of each Committee, and the presiding member of each Committee shall regularly report to the Board of Directors on action taken by that Committee.

ARTICLE 7

Records and Reports

7.1 Corporate Records. The Corporation shall keep at its Business Office, business operations records including, but not limited to, those indicated below, with a copy of said records to be held in "cloud storage" accessible by the Corporation Officers, established by the Secretary and Treasurer and approved by the Board of Directors:

(a) Adequate and correct books and records of financial account;
(b) A copy of Articles of Incorporation, as amended to date, certified by the Secretary of State;
(c) A copy of these Bylaws, as amended to date;
(d) Federal 501(c)(3) tax exemption determination letter;
(e) Copy of state tax exemption determination letter or equivalent; and
(f) Minutes in written form of the proceedings of its Board of Directors and of each Committee of the Board of Directors. Board meeting minutes prepared by the Secretary shall be reviewed and approved by the Board at the subsequent meeting.

7.2 Inspection by Directors or Others. Every Director, or other person subject to applicable restrictions, shall have the absolute right at any reasonable time to inspect these Bylaws and all books, records, and documents of every kind and the physical properties of the Corporation. Such an inspection by a Director may be made in person or by an agent or attorney. The right of inspection shall include the right to copy and make extracts of documents. The point of any inspection or audit shall be the location of the Business Office defined in Article 1.2, or mutually acceptable inspection location.

7.3 Reports and Disclosures. The Officers shall prepare, for the Board of Directors review and approval, such reports and disclosures as are required by law for the Corporation regarding the Corporation's governance, fiscal condition, and program activities.

ARTICLE 8

Miscellaneous

8.1 Strategic Partnership. The CH2M HILL Alumni Association Legacy Gift Fund Inc. (LGFI) hereby acknowledges a strategic partnership with the CH2M HILL Alumni Association Inc. (CHAA) based on their shared mission to preserve the legacy of CH2M HILL. The Legacy Gift Fund, Inc. was created as a means for enhancing awareness and understanding of CHAA, expanding and sustaining the membership of CHAA, and extending and sustaining the legacy of CH2M HILL and its people. Each organization maintains complete and separate control of their respective operations. The Corporation, in light of this partnership, will

endeavor to keep CHAA, and its members, informed of its activities and outcomes. The Corporation may, from time to time as deemed by the Board of Directors, seek input from CHAA Directors and members, and may also seek to engage its members to assist with Corporation activities. The Corporation also acknowledges CHAA's permission, subject to provisions herein, for the Corporation to use the CHAA website for aligned purposes, to publish material in the CHAA Newsletter, and to access CHAA members using means maintained by CHAA.

(a) Pursuant to Article 8.3 Budget, the Treasurer shall include provisions in the annual budget proposal for payment to be made from the LGFI to CHAA for use of CHAA resources noted above. The total sum and allocation of this revenue shall be determined as part of the budget development process and in consultation with CHAA. An invoice for payment shall be issued no less that quarterly by the CHAA and paid thereafter by LGFI for said services.

8.2 Operations Plan. The Corporation will prepare an Operations Plan, subject to Board review and approval not less than annually, that will define the programs it will undertake and the procedures it will follow to fulfil its purpose. In recognition of Article 8.1 Strategic Partnership, the Corporation Board will periodically submit for review and comment, not less than annually, the Operations Plan to the CH2M HILL Alumni Association, Inc. Directors, or their designees, and provide a mutually agreeable means to discuss and adjudicate comments, questions, and suggestions received therefrom.

8.3 Budget. The Board of Directors shall adopt a budget for each fiscal year, which may be reviewed and revised as necessary during the year. Expenditure for items not provided for in the adopted budget shall require specific approval of the Board of Directors. Expenditures provided for in the adopted budget may be disbursed without such specific approval.

8.2 Fiscal Year. This Corporation's fiscal year period for tax and financial accounting purposes shall be the period commencing on January 1 of one year and terminating on December 31 of the same year.

8.3 Private Benefit. No part of the net revenue of the Corporation shall inure to the private benefit of any Director, Officer, Agent, employee, or contractor of the Corporation. Compensation approved by the Board of Directors for any employee or contractor of the Corporation is considered an operating expense of the Corporation.

8.4 Notices. All notices, demands, or other communications required or permitted by these Bylaws shall be in writing and shall be deemed delivered when personally delivered or, if mailed, upon deposit with the United States Postal Service as first-class mail, postage fully prepaid, addressed to the person to be notified at the most recent address of such person on the books of the Corporation. Electronic mail shall be equivalent to written communication and shall be deemed delivered at the time of being sent from and sent to an active electronic mail account.

8.5 Checks, Drafts, and Evidence of Indebtedness. All checks, credit cards, drafts, or other orders for payment of money, notes, or other evidence of indebtedness, issued in the name of or payable to the Corporation, shall be signed or endorsed by such person or persons and in such manner as, from time to time, shall be determined by resolution of the Board of Directors.

8.6 Execution of Contracts. The Board of Directors, except as otherwise provided in these Bylaws, may authorize any Officer or Officers, Agent or Agents, to enter into any contract or execute any instrument in the name of, and on behalf of, the Corporation, and such authority may be general or confined to specific instances; and, unless so authorized or ratified by the Board of Directors or within the agency power of an Officer, no Officer, Agent, or employee shall have any power or authority to bind the Corporation by any contract or engagement or to pledge its credit or to render it liable for any purpose or for any amount.

8.7 Construction and Definitions. Unless the context otherwise requires, the general provisions, rules of construction, and definitions contained in the Colorado Non-profit Corporation Law shall govern the construction of these Bylaws. Without limiting the generality of the foregoing, the singular number includes the plural, the plural number includes the singular, and the term "person" includes both a corporation and a natural person. All references in these Bylaws to the Colorado Non-profit Corporation Law shall be deemed to be to such Law or sections as they may be amended and in effect from time to time and, if renumbered, to such renumbered provisions at the time of any action taken under these Bylaws. References to articles and sections are to articles and sections of these Bylaws unless the context clearly indicates otherwise.

8.8 Investment. Unless otherwise specified by the terms of a gift, bequest, or devise, grant or other instrument, the funds of the Corporation may be invested, from time to time, in such a manner as the Board of Directors may deem advantageous and without violating the Corporation's standing as a non-profit, tax-exempt entity.

8.9 Dissolution. In the event of dissolution, the residual assets shall be distributed to a Corporation organized and operated exclusively for educational and charity purposes and exempt from federal income tax under Section 501(c)(3) of the U.S. Internal Revenue Code of 1986. Any of such assets not so disposed of shall be distributed to a fund, foundation, Corporation or other entity organized and operated exclusively for charitable or educational purposes and similarly exempt from federal income tax.

8.10 Non-Discrimination Policy. The Corporation does not and shall not discriminate on the basis of race, ethnicity, religion (creed), gender, gender expression, age, national origin (ancestry), disability, marital status, sexual orientation, or military status, in any of its activities or operations.

8.11 Anti-Harassment Policy. The Corporation prohibits harassment of any kind, including sexual harassment, and will take appropriate and immediate action in response to complaints or knowledge of violations of this policy. For purposes of this policy,

harassment is any verbal or physical conduct designed to threaten, intimidate, or coerce any member of the Corporation.

8.12 Apolitical Statement. The Corporation does not support, endorse, promote, oppose, affiliate with, or advocate for any political candidate, party, organization, issue, legislation, or action at any level of government.

8.13 Emergency Bylaws. The emergency bylaws provided herein shall be operative during any emergency (as defined in Section 7-102-107(4) of the Colorado Business Corporation Act, as amended) in the conduct of business of the Corporation, notwithstanding any different provisions in the Corporation Bylaws, as may be amended. To the extent that is not inconsistent with the Corporation Bylaws, the said Bylaws shall remain in effect during such emergencies and upon its termination these emergency bylaws shall cease to be operative. During such an emergency:

(a) A minimum of three (3) or more Directors shall constitute a quorum for any Special Meeting to be held during the declared emergency;

(b) The Directors shall take any necessary action deemed to be in the best interest of the Corporation to protect its assets and achieve its purpose;

(c) A Special Meeting can be called by any Director who shall use any reasonable and available means to provide at least 24 hours' notice, including pertinent information as to the means to be employed to conduct the Special Meeting, to all Corporation Directors; and

(d) If the Corporation Secretary is not available, one Director in attendance at the Special Meeting shall be so designated and shall be responsible for making a record of the proceedings and for distributing said record to all Directors using any reasonable and available means within 48 hours of said meeting.

ARTICLE 9

Amendment of Bylaws

9.1 Amendment. New Bylaws may be adopted, or these Bylaws may be amended or repealed by the Board of Directors, provided that any amendment permitting changing the number of Directors must be approved by a super majority (two-thirds) of the Directors then in office.

(End of Bylaws)