

LIBRARY OF CODE, INC.
BOARD OF GOVERNORS
30 NORTH GOULD STREET, SUITE 21543
SHERIDAN, WYOMING, UNITED STATES OF AMERICA

GOVERNANCE ORDER: DIRECTIVE FOR COMMUNITY MANAGER OR APPLICABLE
MANAGER TO ESTABLISH A COMMUNICATION CHANNEL WITHIN DISCORD FOR
BOARD ACTIONS

WHEREAS the Board of Governors is vested with the authority to oversee and ensure the proper governance, communication, and operational integrity of the organization, as established in the corporation's Bylaws;

WHEREAS Article VI, Section 8(b) of the Bylaws grants the Board the authority to issue Governance Orders to direct organizational operations and implement policies necessary for effective oversight;

WHEREAS the Board recognizes the importance of transparent and accessible communication with the community, including the timely dissemination of actions taken by the Board;

WHEREAS it is deemed necessary and in the best interests of the corporation to create and maintain a structured communication channel within the official Discord server to serve as a medium for informing the community of actions of the Board;

WHEREAS this Governance Order is being issued outside of a regular or special session of the Board of Governors and, as such, requires unanimous consent of all sitting Governors in accordance with the corporation's Bylaws and governing policies.

NOW, THEREFORE, BE IT ORDERED AND DIRECTED BY THE BOARD OF GOVERNORS:

Section I: Authority

This Governance Order is issued pursuant to the authority vested in the Board of Governors under the corporation's Bylaws and applicable governing policies.

Section II: Creation of a Communication Channel

The Community Manager, or other official delegated by or the Director of Operations, is hereby directed to create a dedicated, secure, and visible channel within the official Discord channel. The purpose of this channel is to post and communicate all Board actions, including but not limited to: Resolutions, Governance Orders, Emergency Orders, and various other documents or communications issued by the Board.

Section III: Format and Oversight

- The channel shall be labeled and categorized appropriately to ensure ease of access and visibility for the community, while remaining secure and read-only for those without the authority vested by the Executive Council to communicate Board decisions.
- The format and content structure of the channel shall align with the guidance provided by the Executive Council.

Section IV: Posting and Content Requirements

- Only verified, certified, and authorized actions taken by the Board shall be posted in the channel. Each post shall, at a minimum, include:
 - o The title of the action taken.
 - o A summary or description of the action.
 - o A vote call, if applicable, for the action.
 - o A categorization of the action: Resolution, Proposal, Governance Order, Emergency Order, Written Consent, etc.
 - o A link to full documentation or supplementary materials, where applicable.
- The Community Manager, or other authorized personnel, shall work with the Executive Council to ensure the accuracy and timeliness of all posts and communications.

Section V: Permissions and Security

- The channel shall be configured as “read-only” for the Discord community, with posting access restricted to authorized members of the Executive Committee or their designees.
- The Community Manager, or other authorized personnel, shall implement and oversee access permissions to safeguard the integrity of the channel.

Section VI: Implementation Timeline

The Community Manager, or other authorized personnel, shall complete the creation and setup of the communication channel no later than 2025-01-05.

Section VII: Ongoing Maintenance

The Community Manager, or other authorized personnel, with collaboration with the Executive Committee, shall ensure the channel remains active, up to date, and aligned with the corporation’s communication standards.

Section VIII: Reporting and Compliance

- The Community Manager, or other authorized personnel, shall submit an initial report to the Executive Committee confirming the channel’s establishment and operational readiness.
- Periodic updates on the channel’s functionality and community engagement shall be provided as requested by the Executive Committee.

BE IT FURTHER RESOLVED THAT:

Non-compliance with this Governance Order may result in administrative or corrective actions, as deemed appropriate by the Board of Governors.

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CERTIFICATION OF AUTHORITY:

This Governance Order is issued under the authority granted to the Board of Governors by Article VI, Section 8(b) of the corporation's Bylaws and consistent with governing policies. The Board of Governors affirms that this directive is within its legal and operational jurisdiction to ensure the proper functioning and governance of the corporation.

CERTIFICATION OF UNANIMOUS CONSENT:

This Governance Order has been issued outside of a regular or special session of the Board of Governors. Pursuant to the corporation's Bylaws, a unanimous vote of all sitting Governors was required and has been obtained.

The Chair/Vice Chair of the Board of Governors conducted a formal vote call on 2024-12-23. The results of the vote are as follows:

- Governor Matthew [k] : Yea
- Governor NightRaven [k] : Yea
- Governor Pax [k] : Yea
- Governor Bsian : Yea

By unanimous consent of all sitting Governors, this Governance Order is hereby certified and authorized as valid and enforceable.

CERTIFIED AND SIGNED BY:

X Matthew R

Chair of the Board of Governors

Vice Chair of the Board of Governors

On the day of 23 of December, 2024.