

Library of Code, Inc.

Board of Governors

30 N Gould Street #21543, Sheridan WY 82801

RESOLUTION FOR THE RECOGNITION, VALIDATION, AND WEIGHT OF PRE-  
FORMATION ACTIONS

Drafted by: Matthew [k], Chair

Drafted on: 2024-11-25

WHEREAS, the Board of Governors (“the Board”) was formally established on 2024-12-16 as the governing body of the corporation;

WHEREAS, prior to its formal establishment, various actions, decisions, and initiatives were undertaken by the organization/corporation or its representatives to further its mission, goals, and operations;

WHEREAS, such pre-formation actions were necessary to establish the foundation of the organization and were conducted in good faith with the intent to serve the best interests of Library of Code, Inc.;

WHEREAS, it is essential to recognize and validate these actions, assigning them the appropriate weight and authority within the current governance framework;

NOW, THEREFORE, BE IT RESOLVED by the Board of Governors of Library of Code, Inc. as follows:

## **I – Recognition of Significant Legislation**

The Board formally recognizes and establishes the following resolutions as Significant Legislation under the corporation’s governance framework:

1. Resolution for the Establishment of the Contract Review Committee (CRC)
  - a. This resolution, which created the Contract Review Committee, is recognized therefore given its critical role in advancing the corporation’s contractual oversight.
2. Resolution to Codify Organizational Structure
  - a. This resolution, which codified the organizational structure, is recognized therefore as it forms the foundation of the corporation’s management and operational framework

## **II – Validation of Governance Orders**

The Board formally validates and recognizes the following pre-formation actions as Governance Orders with the weight and authority consistent with the corporation’s governance framework:

1. Governance Order GO-F24-001:  
Appointment of voting member “WH” to the Contract Review Committee (CRC).
2. Governance Order GO-F24-002:  
Appointment of voting member “Matthew” to the Contract Review Committee (CRC).
3. Governance Order GO-F24-003:  
Appointment of voting member “Eirk” to the Contract Review Committee (CRC).
4. Governance Order GO-F24-004:

Appointment of voting member “Pax” to the Contract Review Committee (CRC).

5. Governance Order GO-F24-006:

Extension of relevant departmental staff benefits to CRC members.

6. Governance Order GO-F24-007:

Appointment of voting member “Nightraven” to the Contract Review Committee (CRC).

### **III – Assignment of Weight and Force**

1. Legislative Actions: Resolutions listed in Article I shall hold the weight and authority of Significant Legislation/Resolution under the corporation’s bylaws.
2. Governance Orders: Governance Orders listed in Article II shall hold the weight and authority of Governance Orders, consistent with their role in executing the corporation’s foundational decisions.
3. Undefined or Ambiguous Actions: Any pre-formation actions not explicitly classified within this document shall, by default, hold the weight and authority of a Governance Order until otherwise reviewed or reclassified by the Board.

### **IV – Continuity of Force**

All validated pre-formation actions, including the resolutions and governance orders listed herein, shall remain in full force and effect unless specifically amended, repealed, or superseded by subsequent Board action.

### **V – Recordkeeping and Classification**

The Board directs the Secretary, or those acting in their role, to:

- Maintain a record of all known pre-formation actions, including documentation where available;
- Ensure proper classification of these actions under current governance framework; and
- Provide an updated report to the Board on the status of these classifications

#### **VI – Effective Date**

This resolution shall take effect immediately upon its adoption by the Board of Governors and shall apply retroactively to all pre-formation actions.

**Vote Certification**

The resolution shall be passed with a supermajority vote and entered as significant legislation.

Full details of the vote shall be recorded in the meeting minutes for 2024-12-22.

Adopted this day \_\_\_ of \_\_\_\_\_, \_\_\_\_\_, by the Board of Governors of Library of Code, Inc.

I, \_\_\_\_\_, \_\_\_\_\_ of the Board of Governors for the corporation, do hereby certify that the above resolution was duly adopted by this body of Library of Code, Inc. on \_\_\_\_\_ following proper voting procedures.

X \_\_\_\_\_

Title: \_\_\_\_\_