

## AMENDMENT NO. 1 to BYLAWS

This amendment no. 1 (“Amendment”) is made as of December 21, 2024 (“Amendment Effective Date”) to the Bylaws of Cop2Hope (“Cope2Hope”), a Utah non-profit corporation, dated October 31, 2020 (“Bylaws”). In the event of a conflict between this Amendment and the Agreement, the terms of this Amendment shall control.

Whereas, the Bylaws were adopted by the Cope2Hope board of directors to enable Cope2Hope to conduct business as a Utah non-profit corporation, to be operated exclusively for educational charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code.

Whereas, pursuant to Section 13.01, the Bylaws may be amended, altered, repealed, or restated by a majority of the board of directors then in office at a meeting of the Board.

Therefore, the Cope2Hope board of directors desire to amend the Bylaws as set forth below.

The Bylaws are amended as follows:

1. Section 4.07, *Board of Directors Meetings*, is deleted and replaced as follows:

### “4.07 Board of Directors Meetings

(a) Regular Meetings. The board of directors shall have a minimum of four (4) regular meetings each calendar year at times and places fixed by the board. Up to two (2) board meetings may be conducted via group text, when no voting is to take place at the board meeting. Board meetings shall be held upon four (4) days notice by first-class mail, electronic mail, or forty-eight (48) hours notice delivered personally or by telephone. If sent by mail or electronic mail, the notice shall be deemed to be delivered upon its deposit in the mail or transmission system. Notice of meetings shall specify the place, day, and hour of meeting. The purpose of the meeting need not be specified.

(b) Special Meetings. Special meetings of the board may be called by the president, secretary, treasurer, or any two (2) other directors of the board of directors. A special meeting must be preceded by at least two (2) days notice to each director of the date, time, and place, but not the purpose, of the meeting.

(c) Waiver of Notice. Any director may waive notice of any meeting, in accordance with Utah law.”

Except as indicated in this Amendment, the Bylaws will be unaffected and continue in full force and effect.

### CERTIFICATE OF ADOPTION OF AMENDMENT TO BYLAWS

I do certify that the above stated Amendment to the Bylaws of Cope2Hope were approved by the Cope2Hope board of directors on Saturday, December 21, 2024, and constitute a complete copy of the Amendment to the Bylaws of the corporation.

Rachelle Porter

Secretary

Date: December 21, 2024