

Organizational Ordinance

The founding instrument of the organization and the authority it establishes.

DELIVERABLE	G-02
VERSION	2.1
EFFECTIVE DATE	April 12, 2025
STATUS	Adopted

I Preliminary

1 Short Title

This Ordinance may be cited as the LinkScape Organizational Ordinance.

2 Interpretation

In this Ordinance, unless the context otherwise requires—

Board means the Executive Board established under Section 12;

CEO means Chief Executive Officer;

CTO means Chief Technology Officer;

Co-founder means an individual appointed by the Founder in recognition of significant contribution to LinkScape;

Executive Leader means any Founder, Co-founder, and any person appointed to the Executive Leadership Team;

Fellow means an honorary alumni member appointed under Section 10;

Fiscal Sponsor means The Hack Foundation (doing business as Hack Club), a 501(c)(3) nonprofit;

Founder means the original creator of the organization;

HCB means Hack Club Bank, the fiscal sponsorship platform operated by the Fiscal Sponsor;

Member means any person actively contributing under Part III;

Organization means LinkScape.

3 Legal Status

- (1) LinkScape operates as a fiscally sponsored project of The Hack Foundation (doing business as Hack Club), a 501(c)(3) nonprofit organization registered in the United States of America.
- (2) LinkScape is not a separate legal entity but operates under the tax-exempt status of its Fiscal Sponsor.
- (3) All financial transactions shall be conducted through HCB in accordance with Fiscal Sponsor policies.

II Founding and Mission

4 Founding

- (1) LinkScape was founded on December 19, 2022 by Thomas Wu.
- (2) The Organization is part of the global Hack Club community.

5 Mission and Objects

The objects of LinkScape are—

- (a) to build meaningful and high-quality open-source software that advances technological accessibility;
- (b) to foster emerging talent in technology, engineering, and leadership;
- (c) to promote a creative, globally minded engineering culture;
- (d) to conduct and support research that advances responsible technology development;
- (e) to democratize access to advanced computing resources and technical education; and
- (f) to uphold the values of responsible innovation, transparency, accessibility, impact, and safety as defined in the Mission, Vision & Values Statement (G-01).

6 Core Values

- (1) All activities of the Organization shall be guided by the core values established in the Mission, Vision & Values Statement (G-01).
- (2) The core values are: Responsible Innovation, Transparency, Accessibility, Impact, and Safety.
- (3) These values shall inform all organizational decisions, project selection, and member conduct.

III Membership

7 Eligibility for Membership

- (1) Any individual who demonstrates commitment to the Organization's mission and values may apply to become a Member, regardless of geographic location, nationality, age, or institutional affiliation.
- (2) The Executive Leadership Team may establish additional qualification criteria for specific roles or projects, provided such criteria are—
 - (a) documented and publicly available;
 - (b) applied consistently to all applicants; and
 - (c) relevant to the requirements of the role or project.

8 Admission of Members

All applicants for membership shall—

- (a) submit a written application in the form prescribed by the Executive Leadership Team;
 - (b) attend an interview conducted by an Executive Leader or designated representative;
 - (c) complete a trial period of not less than two weeks with at least one meaningful contribution; and
 - (d) execute such agreements as may be required, including the Intellectual Property Assignment Agreement and acknowledgment of the Code of Conduct.
- (2) Upon fulfilling all conditions, the applicant may be admitted as a Member by decision of the Executive Leadership Team.

9 Active Participation

Members shall—

- (a) contribute regularly to projects in accordance with their commitments;
- (b) attend scheduled meetings unless excused in advance;
- (c) uphold the Code of Conduct and all policies established under this Ordinance;
- (d) maintain confidentiality of sensitive organizational information; and
- (e) act in the best interests of the Organization.

10 Fellows

- (1) The title of Fellow may be conferred upon any former Member who has made exceptional contributions to the Organization.
- (2) Fellows shall be nominated by the Executive Leadership Team and approved by the Founder.
- (3) Fellows shall be entitled to—

- (a) recognition as alumni of the Organization;
 - (b) invitation to organizational events; and
 - (c) advisory participation in strategic discussions at the discretion of the Executive Leadership Team.
- (4) Fellows are not Members for purposes of voting or active participation requirements.

11 Termination of Membership

(1) Membership may be terminated—

- (a) by voluntary resignation submitted in writing;
- (b) by decision of the Executive Leadership Team for cause, including repeated absence, prolonged inactivity, or violation of organizational policies; or
- (c) automatically upon two consecutive months of unnotified inactivity.

(2) A Member subject to termination for cause shall be entitled to notice and an opportunity to respond before a final decision is made.

IV Governance Structure

12 Executive Board

(1) The Executive Board shall be the principal governing body of the Organization, comprising—

- (a) the Founder;
- (b) all Co-founders; and
- (c) all members of the Executive Leadership Team.

(2) The Executive Board shall be responsible for—

- (a) setting strategic direction and organizational priorities;
- (b) approving major initiatives and resource allocations;
- (c) overseeing compliance with this Ordinance and organizational policies;
- (d) appointing and removing members of the Executive Leadership Team; and
- (e) such other matters as may be assigned under this Ordinance.

13 Founder

(1) The Founder shall possess permanent constitutional authority over the Organization.

(2) The Founder shall hold—

- (a) the right of amendment, exercised collectively with the Co-founders as provided in Section 28;

- (b) veto power over any decision of the Executive Board; and
 - (c) the right, exercised collectively with the Co-founders, to appoint additional Co-founders.
- (3) The Founder may concurrently serve in one or more Executive roles.

14 Co-founders

- (1) The title of Co-founder may be conferred by the Founder upon any individual in recognition of significant contribution to the establishment or development of the Organization.
- (2) A Co-founder shall—
- (a) be a constitutional officer with executive authority;
 - (b) have voting rights on the Executive Board;
 - (c) share veto power over Executive Board decisions (exercisable jointly with the Founder); and
 - (d) hold the collective right of interpretation as provided in Section 29.

15 Executive Leadership Team

- (1) The Executive Leadership Team shall comprise such officers as may be appointed by the Executive Board, including at minimum—
- (a) the Chief Executive Officer (CEO), who shall oversee strategic direction, external relations, and final operational decisions; and
 - (b) the Chief Technology Officer (CTO), who shall oversee technical systems, architecture, and engineering operations.
- (2) Additional officers may be appointed as organizational needs require.
- (3) Each Executive Leader shall serve a term of one (1) year, renewable by decision of the Executive Board.
- (4) Executive Leaders shall possess administrative access to organizational infrastructure as required for their duties.

16 Meetings of the Executive Board

- (1) The Executive Board shall meet at least quarterly, with additional meetings as required.
- (2) Quorum for Executive Board meetings shall be a simple majority (51%) of Board members.
- (3) Decisions shall be made by majority vote of those present, subject to the veto rights of the Founder and Co-founders.
- (4) Meetings may be conducted in person or by electronic means.
- (5) Minutes of all meetings shall be recorded and maintained.

V Projects and Operations

17 Flagship Projects

- (1) The Organization shall maintain a portfolio of flagship projects that reflect its core mission and values.
- (2) Flagship projects shall receive priority in development focus, resource allocation, and external representation.
- (3) The designation, continuation, or retirement of a flagship project shall be determined by the CEO in consultation with the Executive Leadership Team.
- (4) Each flagship project shall have a designated maintainer appointed by the Executive Leadership Team.

18 Project Governance

- (1) All projects shall be conducted in accordance with the Project Management Methodology (P-01) and related policies.
- (2) Projects requiring significant resources shall be subject to the Project Approval Process (P-02).
- (3) Projects involving artificial intelligence or machine learning shall comply with the Responsible AI Policy (E-01).

19 Communication Platforms

Official communication platforms for the Organization shall be—

- (a) Slack (via Hack Club workspace) for internal team communication;
- (b) electronic mail for formal correspondence;
- (c) video conferencing platforms approved by the Executive Leadership Team for meetings; and
- (d) GitHub for code collaboration, documentation, and technical issue tracking.

VI Conduct and Ethics

20 Code of Conduct

- (1) All Members, Fellows, and Executive Leaders shall abide by the Code of Conduct (PP-01).
- (2) The Code of Conduct shall establish standards for professional behavior, respect, and ethical conduct.
- (3) Violations of the Code of Conduct may result in disciplinary action up to and including termination of membership.

21 Conflict of Interest

- (1) All Executive Leaders and Members in positions of significant responsibility shall comply with the Conflict of Interest Policy (G-05).
- (2) Conflicts of interest shall be disclosed promptly and managed appropriately.
- (3) Failure to disclose a material conflict of interest may result in disciplinary action.

22 Intellectual Property

- (1) All Members shall execute the Intellectual Property Assignment Agreement (PP-02) upon joining the Organization.
- (2) Work product created in the scope of organizational activities shall be owned by the Organization.
- (3) The Organization shall determine licensing terms for its intellectual property, with a presumption in favor of open-source licensing consistent with its mission.

23 Data Privacy

- (1) The Organization shall maintain and enforce a Data Privacy Policy (E-02) governing the collection, use, and protection of personal data.
- (2) All Members shall comply with applicable data protection requirements.

24 Disciplinary Procedures

- (1) A Member may be subject to disciplinary action for—
 - (a) violation of this Ordinance or organizational policies;
 - (b) repeated absence from meetings without explanation;
 - (c) two or more weeks of unnotified inactivity;
 - (d) behavior detrimental to the Organization's mission or reputation; or
 - (e) breach of the Code of Conduct or other ethical standards.
- (2) Disciplinary actions may include warning, suspension, or termination of membership.
- (3) Serious matters shall be referred to the Executive Leadership Team for determination.

VII Financial Matters

25 Fiscal Management

- (1) All financial matters shall be conducted through HCB in accordance with Fiscal Sponsor requirements.

(2) The Organization shall maintain policies governing expenses (F-02), procurement (F-06), and financial controls (F-08).

(3) The Executive Board shall approve an annual budget and monitor financial performance.

26 Compute Resources

(1) The Organization's compute resources, including any GPU servers or cloud computing allocations, shall be governed by the Compute Resource Usage Policy (F-03).

(2) Allocation of compute resources shall be managed by the CTO in accordance with established policies.

(3) Use of compute resources shall comply with ethical guidelines and the Responsible AI Policy.

VIII Amendments and Interpretation

27 Subordinate Policies

(1) The Executive Board may establish policies, procedures, and guidelines to implement this Ordinance.

(2) Subordinate policies shall be consistent with this Ordinance and shall not exceed the authority granted herein.

(3) A register of all policies shall be maintained and made available to Members.

28 Right of Amendment

(1) This Ordinance may be amended only by the affirmative decision of the Founder and the Co-founders, acting collectively. This constitutional authority is shared equally among them and is irrevocable.

(2) Proposed amendments may be submitted to the Founder and the Co-founders by any Executive Leader.

(3) Amendments shall take effect upon the date specified by the Founder and the Co-founders acting collectively.

29 Right of Interpretation

(1) The Co-founders shall collectively hold the right of interpretation regarding the meaning, scope, and application of this Ordinance.

(2) Such interpretation shall be final within the Organization.

(3) Interpretive decisions shall be documented and communicated to affected parties.

30 Dissolution

- (1) The Organization may be dissolved only by the collective decision of the Founder and the Co-founders.
- (2) Upon dissolution, remaining assets shall be distributed in accordance with Fiscal Sponsor requirements and applicable law.
- (3) The Founder and the Co-founders shall ensure orderly wind-down of operations and fulfillment of outstanding obligations.

Adoption and Attestation

This Organizational Ordinance, Version 2.1, is hereby adopted and supersedes all prior versions. The Fourth Amendment (v2.1, July 2026) vests the rights of amendment (Section 28), dissolution (Section 30), and appointment of Co-founders jointly in the Founder and the Co-founders, acting collectively, in place of the Founder alone. The undersigned attest to its adoption and commit to uphold its provisions.