

Amendment XXIV to Robotics for All Corporate Bylaws

Executive Officer Compensation

Recommendation (proposed and written by Maximilian Goetz, Founder and CEO):

Previously, only Max, Garrett and William were entitled to compensation because they held joint corporate staff positions. While the salaries were almost never taken, the purpose of corporate staff is to increase leadership team accountability and provide a formal executive staff, boosting Robotics for All's legitimacy. This amendment is out of fairness for all board members; it is not to suggest that board members will take monthly compensation, but it opens that avenue to make things fair for everyone.

Original amendment from April 2019 that introduced corporate staff into the organization:

https://docs.google.com/document/d/1Gd4OAo9qwnAP4Xg3M9BXT1gkLvD4fZU9_9wfGXqv_d3Q/edit.

1. AMEND Article VIII

CURRENT:

“Article VIII

CORPORATE STAFF

8.1. Staff Member Positions

There shall be three corporate staff members of Robotics for All: the Chief Executive Officer, the Chief Operating Officer, and the Chief Financial Officer. They are allowed to be board members concurrently, but will be excluded in all votes regarding their compensation. The same individual may hold more than one executive position

8.2. Chief Executive Officer

The Chief Executive Officer shall be responsible for executing all duties instated herein by the board of directors. The compensation of the Chief Executive Officer shall be a wage of \$15.40/hour for a total of \$616.00/month (40 hours/month). The hourly rate will be automatically adjusted to reflect the minimum wage of the City of Palo Alto. Duties include:

- i. Work closely with the Board of Directors.
- ii. Manage all Robotics for All corporate staff and volunteers.
- iii. Lead and execute all goals set by the board.

8.3. Chief Operating Officer

The Chief Operating Officer shall be responsible for assisting the Chief Executive Officer in any given task, as well as executing all duties instated herein by the board of directors. The compensation of the Chief Operating Officer shall be a wage of \$15.40/hour for a total of \$308.00/month (20 hours/month). The hourly rate will be automatically adjusted to reflect the minimum wage of the City of Palo Alto.

8.4. Chief Financial Officer

The Chief Financial Officer shall be responsible for managing the finances of the organization. The compensation of the Chief Financial Officer shall be a wage of \$15.40/hour for a total of \$308.00/month (20 hours/month). The hourly rate will be automatically adjusted to reflect the minimum wage of the City of Palo Alto. Duties include:

Work closely with the Treasurer.

The budget and dictate company expenditures.

Manage inflow/outflow of company funds.

8.5. Terms of Compensation

- a. If Robotics for All does not have the funds to make both payments as requested at the start of the month, the payments will not be made. Robotics for All will not liquidate any assets to make funds available for payment.
 - i. If the payment cannot be made, it will not be carried over to the next month, even if funds are available.
- b. If the full payment is not requested, the rest will be donated back to the company and be considered a donation from the staff member.”

NEW:

“**Article VIII**

CORPORATE STAFF

8.1. Staff Member Positions

There shall be ten corporate staff members of Robotics for All: the Chief Executive Officer, the Chief Operating Officer, the Director of Curriculum, the Director of Publicity, the Director of Recruitment, the Secretary, the President of Mentoring Service, the President of Tutoring Service, and the Crafts for Charity Representative. and the Chief Financial Officer. All corporate staff will serve jointly as board members.

8.2. Chief Executive Officer

The Chief Executive Officer shall be responsible for executing all duties instated herein by the board of directors. The Chief Executive Officer shall work for 40 hours/month.

Duties include:

- i. Work closely with the Board of Directors.
- ii. Manage all Robotics for All corporate staff and volunteers.
- iii. Lead and execute all goals set by the board.

8.3. Chief Operating Officer

The Chief Operating Officer shall be responsible for assisting the Chief Executive Officer in any given task, as well as executing all duties instated herein by the board of directors.

The Chief Operating Officer shall work for 30 hours/month.

8.4. Chief Financial Officer

The Chief Financial Officer shall be responsible for managing the finances of the organization. The Chief Financial Officer shall work for 20 hours/month. The Chief Financial Officer shall also serve as the treasurer.

8.5. Director of Publicity

The Director of Publicity corporate staff member shall be the same person as the board's Director of Publicity. The Director of Publicity shall work for 20 hours/month.

8.6. Director of Curriculum

The Director of Curriculum corporate staff member shall be the same person as the board's Director of Curriculum. The Director of Curriculum shall work for 20 hours/month.

8.7. Director of Recruitment

The Director of Recruitment corporate staff member shall be the same person as the board's Director of Recruitment. The Director of Recruitment shall work for 20 hours/month.

8.8. Secretary

The Secretary corporate staff member shall be the same person as the board's Secretary. The Secretary shall work for 10 hours/month.

8.9. President of Tutoring Service

The President of Tutoring Service corporate staff member shall be the same person as the board's Director of Recruitment. The President of Tutoring Service shall work for 20 hours/month.

8.10. President of Mentoring Service

The President of Mentoring Service corporate staff member shall be the same person as the board's Director of Recruitment. The President of Mentoring Service shall work for 20 hours/month.

8.11. Crafts for Charity Representative

The Crafts for Charity Representative corporate staff member shall be the same person as the board's Crafts for Charity Representative. The Crafts for Charity Representative shall work for 20 hours/month.

8.12. Compensation of Staff

The salaries of Officers, if any, shall be fixed from time to time by resolution of the Board, and no Officer shall be prevented from receiving such salary by reason of the fact that they are also a Director. All salaries received by Officers shall be reasonable and given in return for services rendered for the Corporation. No salaried Officer serving as a Director shall be permitted to vote on his or her own compensation as an Officer. The hourly rate will be automatically adjusted to reflect the minimum wage of the City of Palo Alto

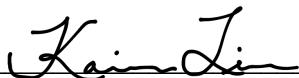
- a. If Robotics for All does not have the funds to make both payments as requested at the start of the month, the payments will not be made. Robotics for All will not liquidate any assets to make funds available for payment.
 - i. If the payment cannot be made, it will not be carried over to the next month, even if funds are available.
- b. If the full payment is not requested, the rest will be donated back to the company and be considered a donation from the staff member.
- c. The labor laws of the State of California will apply. This includes laws relating to work permits for minors, as well as time of day restrictions for minors.
- d. Board meetings do not count as paid hours.
- e. Any number of hours over the maximum number of hours will be considered community service hours and not overtime hours.
- f. Corporate staff will only be paid for the number of hours worked in the month, not the maximum number of hours specified in their position (if not equal).

APPROVED/REJECTED (circle one) by the Board of Directors on this 15 day of Nov., 2020

Aye: 0 Nay: 8 Abstain: 4 Absent: 0



Maximilian Goetz, President - Robotics for All, Inc.



Karina Liu, Secretary - Robotics for All, Inc.