

Application for Recognition of Exemption Under Section 501(a)

OMB No. 1545-0057

If exempt status is approved,
this application will be open
for public inspection.

▶ Go to www.irs.gov/Form1024 for instructions and the latest information.

Read the instructions for each Part carefully. **A User Fee must be attached to this application.**
If the required information and appropriate documents are not submitted along with Form 8718 (with payment of the appropriate user fee), the application may be returned to the organization.

Complete the Procedural Checklist that follows the form.

Part I. Identification of Applicant Must be completed by all applicants; also complete appropriate schedule.
Submit only the schedule that applies to your organization. Do not submit blank schedules.

Check the appropriate box below to indicate the section under which the organization is applying:

- a Section 501(c)(2)—Title holding corporations (Schedule A)
- b Reserved for future use
- c Section 501(c)(5)—Labor, agricultural, or horticultural organizations (Schedule G)
- d Section 501(c)(6)—Business leagues, chambers of commerce, etc. (Schedule C)
- e Section 501(c)(7)—Social clubs (Schedule D)
- f Section 501(c)(8)—Fraternal beneficiary societies, etc., providing life, sick, accident, or other benefits to members (Schedule E)
- g Section 501(c)(9)—Voluntary employees' beneficiary associations (Parts I through IV and Schedule F)
- h Section 501(c)(10)—Domestic fraternal societies, orders, etc., not providing life, sick, accident, or other benefits (Schedule E)
- i Section 501(c)(12)—Benevolent life insurance associations, mutual ditch or irrigation companies, mutual or cooperative telephone companies, or like organizations (Schedule G)
- j Section 501(c)(13)—Cemeteries, crematoria, and like corporations (Schedule H)
- k Section 501(c)(15)—Mutual insurance companies or associations, other than life or marine (Schedule I)
- l Section 501(c)(17)—Trusts providing for the payment of supplemental unemployment compensation benefits (Parts I through IV and Schedule J)
- m Section 501(c)(19)—A post, organization, auxiliary unit, etc., of past or present members of the Armed Forces of the United States (Schedule K)
- n Section 501(c)(25)—Title holding corporations or trusts (Schedule A)

1a Full name of organization (as shown in organizing document)		2 Employer identification number (EIN) (if none, see Specific Instructions)	
MediaWiki Stakeholders' Group		8 3 2 7 8 7 3 4 6	
1b c/o Name (if applicable)		3 Name and telephone number of person to be contacted if additional information is needed	
Mark A. Hershberger			
1c Address (number and street)			
739 Main Street		(717) 271-1084	
Room/Suite			
1d City, town or post office, state, and ZIP + 4. If you have a foreign address, see Specific Instructions for Part I.		5 Date incorporated or formed	
Akron PA 17501			
1e Web site address		6 Did the organization previously apply for recognition of exemption under this Code section or under any other section of the Code? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," attach an explanation.	
www.mwstake.org			
4 Month the annual accounting period ends		7 Has the organization filed Federal income tax returns or exempt organization information returns? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," state the form numbers, years filed, and Internal Revenue office where filed.	
12/31			

8 Check the box for the type of organization. ATTACH A CONFORMED COPY OF THE CORRESPONDING ORGANIZING DOCUMENTS TO THE APPLICATION BEFORE MAILING.

- a **Corporation**— Attach a copy of the Articles of Incorporation (including amendments and restatements) showing approval by the appropriate state official; also attach a copy of the bylaws.
- b **Trust**— Attach a copy of the Trust Indenture or Agreement, including all appropriate signatures and dates.
- c **Association**— Attach a copy of the Articles of Association, Constitution, or other creating document, with a declaration (see instructions) or other evidence that the organization was formed by adoption of the document by more than one person. Also include a copy of the bylaws.

If this is a corporation or an unincorporated association that has not yet adopted bylaws, check here

I declare under the penalties of perjury that I am authorized to sign this application on behalf of the above organization, and that I have examined this application, including the accompanying schedules and attachments, and to the best of my knowledge it is true, correct, and complete.

PLEASE SIGN HERE


(Signature)

Mark Hershberger, President
(Type or print name and title or authority of signer)

2019-12-19
(Date)

Part II. Activities and Operational Information (Must be completed by all applicants)

- 1 Provide a detailed narrative description of all the activities of the organization—past, present, and planned. Do not merely refer to or repeat the language in the organizational document. List each activity separately in the order of importance based on the relative time and other resources devoted to the activity. Indicate the percentage of time for each activity. Each description should include, as a minimum, the following: (a) a detailed description of the activity including its purpose and how each activity furthers your exempt purpose; (b) when the activity was or will be initiated; and (c) where and by whom the activity will be conducted.

The following activities are each considered equally important, the time and resources are projected to be spread equally, and will be performed as required by the board and members.

1. Contribute to the development of MediaWiki
 - i. Adding to the MediaWiki code base
 - ii. Finding and documenting bugs
 - iii. Adding code to fix bugs
 - iv. Recommending feature improvements
2. Maintain MediaWiki and its extensions
 - i. Creating and maintaining extensions that improve the functionality of MediaWiki for enterprise use
3. Improve documentation for MediaWiki and its extensions
 - i. Improve the documentation for MediaWiki and its extensions to make it easier for the general public to participate in both adding to the code and using the extensions
4. Cooperate and liaison with the Wikimedia Foundation, Inc.
 - i. Represent the 3rd party usage of MediaWiki software including businesses, agencies, organizations, developers, consultants, hosting providers, and users.
5. Coordinate between MediaWiki developers, operators, and users
 - i. Provide a forum to allow all participants to communicate their needs
6. Promote MediaWiki to the public
 - i. Conferences
 - ii. Marketing
7. Act as a patron and coordinator for international gatherings, conferences, hackathons, etc.
 - i. Upcoming SMW2019 in Paris & the following EMWCon2020 in Ohio
8. Advocate on behalf of third-party users of MediaWiki
9. Foster best practices for MediaWiki and its users
 - i. Make it as easy as possible for the public to adopt best industry standards for knowledge management

- 2 List the organization's present and future sources of financial support, beginning with the largest source first.

Wikimedia Foundation rapid grants
 Member dues (Individual & Corporate)
 Conference attendee ticket sales

Part II. Activities and Operational Information *(continued)*

3 Give the following information about the organization's governing body:

a Names, addresses, and titles of officers, directors, trustees, etc.	b Annual compensation
SEE ATTACHED	

4 If the organization is the outgrowth or continuation of any form of predecessor, state the name of each predecessor, the period during which it was in existence, and the reasons for its termination. Submit copies of all papers by which any transfer of assets was effected.

N/A

5 If the applicant organization is now, or plans to be, connected in any way with any other organization, describe the other organization and explain the relationship (for example, financial support on a continuing basis; shared facilities or employees; same officers, directors, or trustees).

Wikimedia Foundation will provide financial support to MediaWiki Stakeholders' Group via grants.

6 If the organization has capital stock issued and outstanding, state: (1) class or classes of the stock; (2) number and par value of the shares; (3) consideration for which they were issued; and (4) if any dividends have been paid or whether your organization's creating instrument authorizes dividend payments on any class of capital stock.

N/A

7 State the qualifications necessary for membership in the organization; the classes of membership (with the number of members in each class); and the voting rights and privileges received. If any group or class of persons is required to join, describe the requirement and explain the relationship between those members and members who join voluntarily. Submit copies of any membership solicitation material. Attach sample copies of all types of membership certificates issued.

See Attached

8 Explain how your organization's assets will be distributed on dissolution.

See Attached

Part II. Activities and Operational Information *(continued)*

- 9 Has the organization made or does it plan to make any distribution of its property or surplus funds to shareholders or members? Yes No
 If "Yes," state the full details, including: (1) amounts or value; (2) source of funds or property distributed or to be distributed; and (3) basis of, and authority for, distribution or planned distribution.

- 10 Does, or will, any part of your organization's receipts represent payments for services performed or to be performed? Yes No
 If "Yes," state in detail the amount received and the character of the services performed or to be performed.

Nothing to date.

- 11 Has the organization made, or does it plan to make, any payments to members or shareholders for services performed or to be performed? Yes No
 If "Yes," state in detail the amount paid, the character of the services, and to whom the payments have been, or will be, made.

Nothing to date.

- 12 Does the organization have any arrangement to provide insurance for members, their dependents, or others (including provisions for the payment of sick or death benefits, pensions, or annuities)? Yes No
 If "Yes," describe and explain the arrangement's eligibility rules and attach a sample copy of each plan document and each type of policy issued.

- 13 Is the organization under the supervisory jurisdiction of any public regulatory body, such as a social welfare agency, etc.? Yes No
 If "Yes," submit copies of all administrative opinions or court decisions regarding this supervision, as well as copies of applications or requests for the opinions or decisions.

- 14 Does the organization now lease or does it plan to lease any property? Yes No
 If "Yes," explain in detail. Include the amount of rent, a description of the property, and any relationship between the applicant organization and the other party. Also, attach a copy of any rental or lease agreement. (If the organization is a party, as a lessor, to multiple leases of rental real property under similar lease agreements, please attach a single representative copy of the leases.)

- 15 Has the organization spent or does it plan to spend any money attempting to influence the selection, nomination, election, or appointment of any person to any federal, state, or local public office or to an office in a political organization? Yes No
 If "Yes," explain in detail and list the amounts spent or to be spent in each case.

- 16 Does the organization publish pamphlets, brochures, newsletters, journals, or similar printed material? Yes No
 If "Yes," attach a recent copy of each.

Part III. Financial Data (Must be completed by all applicants)

Complete the financial statements for the current year and for each of the 3 years immediately before it. If in existence less than 4 years, complete the statements for each year in existence. If in existence less than 1 year, also provide proposed budgets for the 2 years following the current year.

A. Statement of Revenue and Expenses

Revenue	(a) Current Tax Year	3 Prior Tax Years or Proposed Budget for Next 2 Years			(e) Total
	From 2019 To	(b) 2020	(c) 2021	(d)	
1 Gross dues and assessments of members					
2 Gross contributions, gifts, etc.	SEE ATTACHED				
3 Gross amounts derived from activities related to the organization's exempt purpose (attach schedule) (Include related cost of sales on line 9.)					
4 Gross amounts from unrelated business activities (attach schedule)					
5 Gain from sale of assets, excluding inventory items (attach schedule)					
6 Investment income (see instructions)					
7 Other revenue (attach schedule)					
8 Total revenue (add lines 1 through 7)					
Expenses					
9 Expenses attributable to activities related to the organization's exempt purposes	SEE ATTACHED				
10 Expenses attributable to unrelated business activities					
11 Contributions, gifts, grants, and similar amounts paid (attach schedule)					
12 Disbursements to or for the benefit of members (attach schedule)					
13 Compensation of officers, directors, and trustees (attach schedule)					
14 Other salaries and wages					
15 Interest					
16 Occupancy					
17 Depreciation and depletion					
18 Other expenses (attach schedule)					
19 Total expenses (add lines 9 through 18)					
20 Excess of revenue over expenses (line 8 minus line 19)					

B. Balance Sheet (at the end of the period shown)

		Current Tax Year as of 2019
Assets		
1 Cash		1 ATTACHED
2 Accounts receivable, net		2
3 Inventories		3
4 Bonds and notes receivable (attach schedule)		4
5 Corporate stocks (attach schedule)		5
6 Mortgage loans (attach schedule)		6
7 Other investments (attach schedule)		7
8 Depreciable and depletable assets (attach schedule)		8
9 Land		9
10 Other assets (attach schedule)		10
11 Total assets		11
Liabilities		
12 Accounts payable		12
13 Contributions, gifts, grants, etc., payable		13
14 Mortgages and notes payable (attach schedule)		14
15 Other liabilities (attach schedule)		15
16 Total liabilities		16
Fund Balances or Net Assets		
17 Total fund balances or net assets		17
18 Total liabilities and fund balances or net assets (add line 16 and line 17)		18

If there has been any substantial change in any aspect of the organization's financial activities since the end of the period shown above, check the box and attach a detailed explanation

Part IV. Notice Requirements (Sections 501(c)(9) and 501(c)(17) Organizations Only)

1 Section 501(c)(9) and 501(c)(17) organizations:

Are you filing Form 1024 within 15 months from the end of the month in which the organization was created or formed as required by section 505(c)? Yes No

If "Yes," skip the rest of this part.

If "No," answer question 2.

2 If you answer "No" to question 1, are you filing Form 1024 within 27 months from the end of the month in which the organization was created or formed? Yes No

If "Yes," your organization qualifies under Regulations section 301.9100-2 for an automatic 12-month extension of the 15-month filing requirement. Do not answer questions 3 and 4.

If "No," answer question 3.

3 If you answer "No" to question 2, does the organization wish to request an extension of time to apply under the "reasonable action and good faith" and the "no prejudice to the interest of the government" requirements of Regulations section 301.9100-3? Yes No

If "Yes," give the reasons for not filing this application within the 27-month period described in question 2. See **Specific Instructions**, Part IV, Line 3, before completing this item. Do not answer question 4.

If "No," answer question 4.

4 If you answer "No" to question 3, your organization's qualification as a section 501(c)(9) or 501(c)(17) organization can be recognized only from the date this application is filed. Therefore, does the organization want us to consider its application as a request for recognition of exemption as a section 501(c)(9) or 501(c)(17) organization from the date the application is received and not retroactively to the date the organization was created or formed? Yes No

Schedule A Organizations described in section 501(c)(2) or 501(c)(25) (Title-holding corporations or trusts)

1 State the complete name, address, and EIN of each organization for which title to property is held and the number and type of the applicant organization's stock held by each organization.

2 If the annual excess of revenue over expenses has not been or will not be turned over to the organization for which title to property is held, state the purpose for which the excess is or will be retained by the title holding organization.

3 In the case of a corporation described in section 501(c)(2), state the purpose of the organization for which title to property is held (as shown in its governing instrument) and the Code sections under which it is classified as exempt from tax. If the organization has received a determination or ruling letter recognizing it as exempt from taxation, please attach a copy of the letter.

4 In the case of a corporation or trust described in section 501(c)(25), state the basis whereby each shareholder is described in section 501(c)(25)(C). For each organization described that has received a determination or ruling letter recognizing that organization as exempt from taxation, please attach a copy of the letter.

5 With respect to the activities of the organization.

a Is any rent received attributable to personal property leased with real property? Yes No
 If "Yes," what percentage of the total rent, as reported on the financial statements in Part III, is attributable to personal property?

b Will the organization receive income which is incidentally derived from the holding of real property, such as income from operation of a parking lot or from vending machines? Yes No
 If "Yes," what percentage of the organization's gross income, as reported on the financial statements in Part III, is incidentally derived from the holding of real property?

c Will the organization receive income other than rent from real property or personal property leased with real property or income which is incidentally derived from the holding of real property? Yes No
 If "Yes," describe the source of the income.

Instructions

Line 1.— Provide the requested information on each organization for which the applicant organization holds title to property. Also indicate the number and types of shares of the applicant organization's stock that are held by each.

Line 2.— For purposes of this question, "excess of revenue over expenses" is all of the organization's income for a particular tax year less operating expenses.

Line 3.— Give the exempt purpose of each organization that is the basis for its exempt status and the Internal Revenue Code section that

describes the organization (as shown in its IRS determination letter).

Line 4.— Indicate if the shareholder is one of the following.

1. A qualified pension, profit-sharing, or stock bonus plan that meets the requirements of the Code;
2. A government plan;
3. An organization described in section 501(c)(3); or
4. An organization described in section 501(c)(25).

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Schedule C Organizations described in section 501(c)(5) (Labor, agricultural, including fishermen's organizations, or horticultural organizations) or section 501(c)(6) (business leagues, chambers of commerce, etc.)

1 Describe any services the organization performs for members or others. (If the description of the services is contained in Part II of the application, enter the page and item number here.)
SEE Part II. Activities and Operational Information #1 Page 2

2 Fishermen's organizations only. — What kinds of aquatic resources (not including mineral) are cultivated or harvested by those eligible for membership in the organization?

3 Labor organizations only. — Is the organization organized under the terms of a collective bargaining agreement? Yes No
If "Yes," attach a copy of the latest agreement.

MediaWiki Stakeholders' Group
EIN: 83-2787346

PART II. Activities and Operational Information (continued)

3. Give the following information about the organization's governing body:

a Names, addresses, and titles of officers, directors, trustees, etc.	b Annual compensation
Bryan Hilderbrand, Secretary & Director 3479 Johnson Avenue San Luis Obispo, CA 93401	\$0.00
Cindy Cicalese, Director 23830 Burdette Forest Road Clarksburg, MD 20871	\$0.00
Evita Hollis, Treasurer & Director 18115 Holly Thorn Tomball, TX 77375	\$0.00
James Montalvo, Vice President & Director 18630 Martinique Dr. Nassau Bay, TX 77058	\$0.00
Lex Sulzer, Director Feldeggstrasse 42 8008 Zurich, Switzerland	\$0.00
Mark Hershberger, President & Director 739 Main Street Akron, PA 17501	\$0.00
Markus Glaser, Director Graudenzer Straße 21 93057 Regensburg Germany	\$0.00
Sabine Melnicki, Director Längenfeldgasse 22/30 1120 Wien, Austria	\$0.00

MediaWiki Stakeholders' Group
EIN: 83-2787346

PART II. Activities and Operational Information (continued)

7. State the qualifications necessary for membership in the organization; the classes of membership (with the number of members in each class); and the voting rights and privileges received. If any group or class of persons is required to join, describe the requirement and explain the relationship between those members and members who join voluntarily. Submit copies of any membership solicitation material. Attach sample copies of all types of membership certificates issued.

ANSWER:

Experience with and familiarity of MediaWiki.

An Ordinary member is entitled to vote in elections of the Directors of the Corporation and on all matters that properly come before the Annual Meeting of Members or a Special Meeting of Members. Each Ordinary Member is entitled to one vote. Proxy voting is not allowed. Voting on all matters may be conducted by electronic mail, wiki software, or similar verifiable means.

MediaWiki Stakeholders' Group
EIN: 83-2787346

PART II. Activities and Operational Information (continued)

8. Explain how your organization's assets will be distributed on dissolution.

ANSWER:

Upon the dissolution of the corporation or the organization, the Board of Directors or governing staff shall, after paying or making provision for the payment of all of the liabilities of the corporation or organization, dispose of all the assets of the corporation or organization in such manner, or to such organization, dispose of all the assets of the corporation or organization in such manner, or to such organizations(s) that have established their tax-exempt status under Sections 501(c)(3) or 501(c)(6) of the Internal Revenue Code (or corresponding provision of any future United States Internal Revenue Law), as the Board of Directors or governing staff shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation or organization is then located, exclusively for such purposes as said Court shall determine, which are organized and operated exclusively for such purposes.

MediaWiki Stakeholders' Group
EIN: 83-2787346

PART III. Financial Data

Assets		2019
1	Cash	0
2	Accounts receivable, net	0
3	Inventories	0
	Bonds and notes receivable	
4	(attach schedule)	0
	Corporate stocks	
5	(attach schedule)	0
	Mortgage loans	
6	(attach schedule)	0
	Other investments	
7	(attach schedule)	0
	Depreciable and depletable assets	
8	(attach schedule)	0
9	Land	0
	Other assets	
10	(attach schedule)	0
11	Total assets	0
Liabilities		
12	Accounts payable	0
13	Contributions, gifts, grants, etc., payable	0
	Mortgages and notes payable	
14	(attach schedule)	
	Other liabilities	
15	(attach schedule)	0
16	Total liabilities	0
Fund Balances or Net Assets		
17	Total fund balances or net assets	0
18	Total liabilities and fund balances or net assets (add line 16 and line 17)	0

Revenue				
	2019	2020	2021	
1	0	2,000	3,000	
2	2,000	0	0	
3	0	20,000	25,000	
4	0	0	0	
5	0	0	0	
6	0	0	0	
7	0	0	0	
8	2,000	22,000	28,000	
Expenses				
9	0	20,000	25,000	
10	380	0	0	
11	0	0	0	
12	0	0	0	
13	0	0	0	
14	0	0	0	
15	0	0	0	
16	0	0	0	
17	0	0	0	
18	0	0	0	
19	380	20,000	25,000	
20	1,620	2,000	3,000	

- Estimated 20 members in 2020 and 30 in 2021
- Grant from the WMF for incorporation

• Tickets for conferences

• Costs for conferences

• 380 is the one bill from you (Smoker & Gard)

MediaWiki Stakeholders' Group
EIN: 83-2787346

ARTICLES OF INCORPORATION-NON PROFIT

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS
401 NORTH STREET, ROOM 206
P.O. BOX 8722
HARRISBURG, PA 17105-8722
WWW.CORPORATIONS.PA.GOV

Stephanie Eshleman
121 East Main Street
New Holland PA 17557

MediaWiki Stakeholders' Group

THE BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS IS HAPPY TO SEND YOUR FILED DOCUMENT. THE BUREAU IS HERE TO SERVE YOU AND WE WOULD LIKE TO THANK YOU FOR DOING BUSINESS IN PENNSYLVANIA.


IF YOU HAVE ANY QUESTIONS PERTAINING TO THE BUREAU, PLEASE VISIT OUR WEBSITE AT www.dos.pa.gov/BusinessCharities OR YOU MAY CONTACT US BY TELEPHONE AT (717)787-1057. INFORMATION REGARDING BUSINESS AND UCC FILINGS CAN BE FOUND ON OUR SEARCHABLE DATABASE AT www.corporations.pa.gov/Search/CorpSearch.

NONPROFIT CORPORATIONS THAT SOLICIT FUNDS FROM CITIZENS OF THE COMMONWEALTH OF PENNSYLVANIA MUST REGISTER WITH THE BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS OF THE DEPARTMENT OF STATE, UNLESS EXEMPT FROM REGISTRATION REQUIREMENTS. PLEASE SEE www.dos.pa.gov/BusinessCharities/Charities OR CONTACT THE BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS AT 207 NORTH OFFICE BUILDING, HARRISBURG, PA 17120, (717) 783-1720 OR 1-800-732-0999 WITHIN PENNSYLVANIA, FOR MORE INFORMATION ON REGISTRATION.

ENTITY NUMBER : 6804442

Entity# : 6804442
Date Filed : 12/04/2018
Pennsylvania Department of State

PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

<input type="checkbox"/> Return document by mail to: Stephanie Waller Esbleman Name 121 East Main Street, Address New Holland PA 17557 City State Zip Code <input type="checkbox"/> Return document by email to: _____	Articles of Incorporation-NonProfit (15 Pa.C.S.) (rev. 2/2017)  5306
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Read all instructions prior to completing. This form may be submitted online at <https://www.corporations.pa.gov/>.

Fee: \$125.00 I qualify for a veteran/reservist-owned small business fee exemption (see instructions)

Check one: Domestic Nonprofit Corporation (§ 5306) Nonprofit Cooperative Corporation (§ 7102B)

In compliance with the requirements of the applicable provisions (relating to articles of incorporation or cooperative corporations generally), the undersigned, desiring to incorporate a nonprofit/nonprofit cooperation corporation, hereby state(s) that:

1. The name of the corporation is: MediaWiki Stakeholders' Group
2. Complete part (a) or (b) – not both: (a) The address of this corporation's current registered office in this Commonwealth is: <i>(post office box alone is not acceptable)</i> 739 Main Street, Akron PA 17501 Lancaster Number and Street City State Zip County (b) The name of this corporation's commercial registered office provider and the county of venue is: c/o: Name of Commercial Registered Office Provider County
3. The corporation is incorporated under the Nonprofit Corporation Law of 1988 for the following purpose or purposes. <u>To contribute to the development of MediaWiki by fostering communication and coordination of MediaWiki developers, operators, and users, and other MediaWiki improvement efforts</u>
4. The corporation does not contemplate pecuniary gain or profit, incidental or otherwise.
5. Check and complete one: <input checked="" type="checkbox"/> The corporation is organized on a non-stock basis. <input type="checkbox"/> The corporation is organized on a stock share basis and the aggregate number of shares authorized is:

DSCB: 15-5306/7102B-2

6. For unincorporated association incorporating as a nonprofit corporation only. Check if applicable:
 The incorporators constitute a majority of the members of the committee authorized to incorporate such association by the requisite vote required by the organic law of the association for the amendment of such organic law.

7. For Nonprofit Corporation Only:
Check one: The corporation shall have no members.
 The corporation shall have members.

8. For Nonprofit Cooperative Corporation Only:
Check one of the following:
 The corporation is a cooperative corporation and the common bond of membership among its members is:
 The corporation is a cooperative corporation and the common bond of membership among its shareholders is:

9. The name(s) and address(es) of each incorporator(s) is (are) (all incorporators must sign below):

Name	Address
Mark A Hershberger	739 Main Street , Akron , Lancaster , PA , United States . 17501

10. The specified effective date, if any, is:
_____ month _____ day _____ year _____ hour, if any

11. Additional provisions of the articles, if any, attach an 8½ x 11 sheet.

IN TESTIMONY WHEREOF, the incorporator(s) has/have signed these Articles of Incorporation this
04 day of December , 2018 .

Mark A Hershberger

Signature

PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU

Articles of Incorporation-Domestic Corporation

Nonprofit Corporation (§ 5306)

The name of the corporation is: MediaWiki Stakeholders' Group

10. Additional provisions of the Articles.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of purposes set forth in these articles of incorporation.

Upon the dissolution of the corporation or the organization, the Board of Directors or governing staff shall, after paying or making provision for the payment of all of the liabilities of the corporation or organization, dispose of all the assets of the corporation or organization in such manner, or to such organization, dispose of all the assets of the corporation or organization in such manner, or to such organizations(s) that have established their tax-exempt status under Sections 501(c)(3) or 501(c)(6) of the Internal Revenue Code (or corresponding provision of any future United States Internal Revenue Law), as the Board of Directors or governing staff shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation or organization is then located, exclusively for such purposes as said Court shall determine, which are organized and operated exclusively for such purposes.

MediaWiki Stakeholders' Group
EIN: 83-2787346

BYLAWS

Bylaws

Bylaws of **MediaWiki Stakeholders' Group** (MWStake).

1 Name, Location, and Applicable Law

- 1.1 The name of the corporation will be **MediaWiki Stakeholders' Group** (hereinafter "the Corporation").
- 1.2 The headquarters will be at **739 Main Street, Akron Pennsylvania 17501**, which may from time to time be changed by resolution of the board of directors.
- 1.3 The Corporation will be governed by the laws of the **State of Pennsylvania** and the **United States of America**.

Contents

Name, Location, and Applicable Law
Vision, Purpose, and Activities
General Provisions
Membership
Board of Directors
Officers
Staff
Finance
Indemnification

2 Vision, Purpose, and Activities

- 2.1 The **Vision** of the corporation is to **make MediaWiki the most effective open source knowledge sharing software**.
- 2.2 The **Purpose** of the Corporation is to **preserve and promote MediaWiki as open-source collaboration software for the benefit of all users**.
- 2.3 The Corporation will engage in **Activities** to support this purpose:
 - 2.3.1 Contribute to the development of MediaWiki;
 - 2.3.2 Maintain MediaWiki and its extensions;
 - 2.3.3 Improve documentation for MediaWiki and its extensions;
 - 2.3.4 Cooperate and liaison with the Wikimedia Foundation, Inc.;
 - 2.3.5 Coordinate between MediaWiki developers, operators, and users;
 - 2.3.6 Promote MediaWiki to the public;
 - 2.3.7 Act as a patron and coordinator for international gatherings, conferences, hackathons, etc.;
 - 2.3.8 Advocate on behalf of third-party users of MediaWiki; and

2.3.9 Foster best practices for MediaWiki and its users.

2.4 The Corporation does not contemplate pecuniary gain or profit, incidental or otherwise.

3 General Provisions

3.1 Effective Date, Savings Clause, Rules of Procedure, and Prohibition of discrimination

3.1.1 These Bylaws will become effective upon approval by the Board of Directors.

3.1.2 If any part of these Bylaws is determined by a court of law or other competent authority to be void, unenforceable, or otherwise illegal or invalid, the remainder will remain in effect.

3.1.3 Robert's Rules of Order will be the parliamentary authority for all matters of procedure not specifically covered by these Bylaws.

3.1.4 The Corporation must not discriminate against any person in the selection or employment of personnel, election of Directors, provision or acquisition of goods or services, or in any other way on the basis of race, color, sex, national origin, disabling condition, age, or any other basis prohibited by law.

3.2 Amendment

3.2.1 These Bylaws may be amended, supplemented, or repealed by a two-thirds vote of the Directors or a two-thirds vote of the Ordinary Members.

3.2.2 Notice must be given to the Directors at least 30 calendar days before the Board of Directors may consider an amendment, supplement, or repeal of the Charter or these Bylaws.

3.2.3 Notice must be given to the Ordinary Members at least 30 calendar days before the Annual Meeting of Members or a Special Meeting of Members may consider an amendment, supplement, or repeal of the Charter or these Bylaws.

3.3 Contact

3.3.1 The Board of Directors must establish by resolution at least one address for the receipt of correspondence to the Corporation via the United States mail, electronic mail, or other reasonable means.

3.3.2 The address for the receipt of correspondence will be displayed on mwstake.org ('mwstake' hereafter) or another website accessible to the general public designated by a resolution of the board.

3.4 Records and Inspection

3.4.1 The records of the Corporation must be available for inspection in accordance with the applicable laws as well as the purpose of the Corporation.

3.4.2 The Corporation may charge a reasonable fee for copies of its books and records in accordance with the applicable laws.

3.4.3 mwstake.org is designated as the primary site on which to display records of the Corporation which may from time to time be changed by resolution of the board of directors.

3.5 Waiver of Notice

3.5.1 Whenever these Bylaws require notice to be given, a waiver of notice may be sent to the Secretary of the Corporation by mail, electronic mail, facsimile transmission, or similar verifiable means with the written or electronic signature of the person or persons entitled to the notice.

3.5.2 A waiver of notice will be deemed equivalent to the giving of the notice.

3.5.3 A waiver of notice does not have to specify either the business to be transacted at or the purpose of the meeting or other matter for which notice is waived.

3.5.4 Attendance at a meeting of the Board of Directors, the Annual Meeting of Members, or a Special Meeting of Members will constitute a waiver of notice of the meeting except where a person attends a meeting for the express purpose of objecting, at the beginning of the meeting, to the transaction of any business because the meeting was not lawfully called or convened.

3.6 Constructive presence

3.6.1 A Director may participate in a meeting of the Board of Directors, the Annual Meeting of Members, or a Special Meeting of Members by means of a conference telephone or online, so long as they can hear, or be advised of, the discussion of business, and other members can hear, or be advised of, the absent member's votes or comments.

3.6.2 An Ordinary Member may participate in the Annual Meeting of Members or a Special Meeting of Members by means of a conference telephone or online, so long as they can hear, or be advised of, the discussion of business, and other members can hear, or be advised of, the absent member's votes or comments.

3.6.3 Constructive presence will count toward a quorum.

3.7 Definitions

3.7.1 The term "notice" refers to posting to an email distribution list and/or posting on mwstake.

3.7.2 Quorum

3.7.2.1 For meetings of the Board of Directors, the term "quorum" signifies at least five (5) Directors that currently compose the Board of Directors by reason of election or appointment according to these Bylaws. Every act or decision done or made by a majority of the directors present at a meeting duly held at which a quorum is present will be regarded as the act of the Board of Directors.

- 3.7.2.2 For the Annual Meeting of Members and Special Meetings of Members, the term "quorum" signifies greater than fifty percent of the number of individuals who have satisfied the requirements to become Ordinary Members as evidenced by the records of the Corporation.
- 3.7.3 The term "individual" signifies a natural person.
- 3.7.4 The term "entity" includes a domestic or foreign business corporation, domestic or foreign nonprofit corporation, domestic or foreign unincorporated entity, estate, trust, state, the United States, foreign government, or governmental subdivision.
- 3.7.5 The plural term "Directors" refers to the total number Directors that currently compose the Board of Directors by reason of election or appointment according to these Bylaws.

4 Membership

- 4.1 The membership of the Corporation is divided into these classes:
 - 4.1.1 Ordinary Members; and
 - 4.1.2 Corporate Members.
- 4.2 Membership in the Corporation may not be sold, conveyed, or otherwise transferred.
- 4.3 Ordinary Members
 - 4.3.1 Requirements to Become an Ordinary Member
 - 4.3.1.1 Only an individual may be an Ordinary Member.
 - 4.3.1.2 An Ordinary Member must submit an application for membership via mwstake.org.
 - 4.3.1.3 An Ordinary Member must be a user of MediaWiki and participate in the activities of the Corporation.
 - 4.3.1.4 An Ordinary Member must pledge to observe the Charter and Bylaws of the Corporation.
 - 4.3.1.5 An Ordinary Member must pay the annual membership dues identified by these Bylaws (the "Membership Dues Schedule").
 - 4.3.1.6 The Board of Directors or its designate must approve the application of an Ordinary Member.
 - 4.3.2 Rights and Privileges of an Ordinary Member:
 - 4.3.2.1 An Ordinary member is entitled to vote in elections of the Directors of the Corporation and on all matters that properly come before the Annual Meeting of Members or a Special Meeting of Members.
- 4.4 Corporate Members
 - 4.4.1 Requirements to Become a Corporate Member

- 4.4.1.1 A Corporate Member must pay the annual membership dues identified by these Bylaws (the "Membership Dues Schedule").
- 4.4.1.2 An entity may become a Corporate Member in one of two ways:
 - 4.4.1.2.1 Submission of an application online via mwstake.org; or
 - 4.4.1.2.2 Admission by a resolution of the Board of Directors on its own initiative.
- 4.4.1.3 To be a Corporate Member, an entity must be represented by an individual who is an Ordinary Member of the Corporation.
- 4.4.2 Rights and Privileges of Corporate members
 - 4.4.2.1 Corporate members are allowed to advertise their membership to the group.
 - 4.4.2.2 The Board of Directors may by resolution establish such additional rights, privileges and duties corresponding to each class of Corporate Members provided that such rights, privileges, and duties are consistent with the Articles and these Bylaws.
- 4.4.3 Corporate Members are obligated to observe the Charter and the Bylaws of the Corporation.
- 4.5 Solicitation, Denial, and Termination of Membership
 - 4.5.1 Solicitation of Membership
 - 4.5.1.1 An individual or entity may submit an application for membership in the Corporation online through the official website at mwstake.org.
 - 4.5.1.2 The Board of Directors may prescribe by resolution the information that each application for membership must contain, but at a minimum, an applicant must provide these details in the application:
 - 4.5.1.2.1 The name/alias of the applicant;
 - 4.5.1.2.2 Current email address; and
 - 4.5.1.2.3 An account of how the applicant has used MediaWiki.
 - 4.5.2 Denial and Termination of Membership
 - 4.5.2.1 Denial of Membership
 - 4.5.2.1.1 The Board of Directors may deny an application for membership by resolution that describes the reasons for the denial.
 - 4.5.2.1.2 An application for membership may be denied for failure to provide the required information in the application.
 - 4.5.2.1.3 Notice of the denial must be sent to the email or certified mail to the registered address of the applicant within ten (10) calendar days of the denial along with notification of the procedure for appeal that has been established by resolution of the Board of Directors.
 - 4.5.2.2 These actions or events will terminate membership in the Corporation:
 - 4.5.2.2.1 Resignation

1. An Ordinary Member or a Corporate Member may submit a resignation of membership in writing or electronically to the Board of Directors.
1. Resignation from membership does not entitle an Ordinary Member or a Corporate Member to a refund of any membership dues or other payments to the Corporation.

4.5.2.2.2 Death or Dissolution

1. Membership will terminate on the death of an individual member.
1. Membership will terminate on the dissolution of an entity.
1. In the event of death or dissolution, a majority of the Board of Directors may, by resolution, approve a refund of a membership dues or other payments to the Corporation.

4.5.2.2.3 Termination for Cause

1. The Board of Directors may, by a majority vote, terminate the membership of an Ordinary Member for failure to pay a membership dues.
1. The Board of Directors may, by a majority vote, terminate the membership of an Ordinary Member or a Corporate Member for failure to observe the Charter and the Bylaws of the Corporation.
1. Termination for cause does not entitle an Ordinary Member or a Corporate Member to a refund of any membership dues or other payments to the Corporation.

4.5.2.3 Appeal of Denial or Termination of Membership

- 4.5.2.3.1 An individual or entity whose application for membership has been denied or whose membership has been terminated may submit an appeal within 180 calendar days from the notification of the cancellation.
- 4.5.2.3.2 The Board of Directors must establish by resolution an online process for the submission of an appeal of the denial of an application for membership or the termination of a membership
- 4.5.2.3.3 The process for the submission of an appeal must provide for recourse to the Annual Meeting of Members.
- 4.5.2.3.4 Membership may be terminated by a majority of the Directors then in office after giving the member at least 15 days' written notice by email or certified mail of the termination and the reasons for the termination, and (except in the case of termination for non-payment of membership dues, fees, or assessments in timely fashion) an opportunity for the member to be heard by the Board, orally or in writing, no less than five days before the effective date of the termination. The decision of the Board will be final and may not be reviewed by any court.

4.6 Meetings of Members

4.6.1 Annual Meeting of Members

4.6.1.1 An Annual Meeting of Members must be held at least once during each fiscal year of the Corporation.

4.6.1.2 Agenda

4.6.1.2.1 The agenda for the Annual Meeting of Members must include these items:

1. Examination and approval of the audit and financial statements of the Corporation;
1. Examination and approval of the reports on the activities of the Corporation;
1. Election of Directors.

4.6.1.2.2 The agenda for the Annual Meeting of Members may also include other items:

1. Nomination and acceptance of Ordinary Members and Corporate Members;
1. Appeals of denial or cancellation of membership;
1. Any other matters that may properly be considered by the Annual Meeting of Members under these Bylaws.

4.6.2 Special Meetings of Members

4.6.2.1 A majority of the Board of Directors or one-third of the Ordinary Members may call a Special Meeting of Members.

4.6.2.2 The agenda for a Special Meeting of Members may include any matter that may properly be considered by the Annual Meeting of Members under these Bylaws.

4.6.2.3 The notice for a Special Meeting of Members must specify the nature of the business to be transacted.

4.6.3 Date, Location, and Manner

4.6.3.1 The Board of Directors must, by resolution, establish the date and location of the Annual Meeting of Members and Special Meetings of Members.

4.6.3.2 The Annual Meeting of Members and Special Meetings of Members may be held by means of the Internet or other electronic communications technology in a manner through which the Ordinary Members have the opportunity to read or hear the proceedings substantially concurrently with their occurrence, vote on matters submitted to the Ordinary Members, pose questions to the Directors and members of any other body, make appropriate motions, and comment on the business of the meeting.

4.6.4 Notice of the date, time, and place of the Annual Meeting of Members and Special Meetings of Members must be given to all Directors, Ordinary Members, and Corporate Members at least thirty calendar days prior to the date of the meeting.

4.6.5 Conduct of Meetings

4.6.5.1 The Board of Directors must appoint a Presiding Officer for the Annual Meeting of Members and Special Meetings of Members.

4.6.5.2 Subject to the approval of the Board of Directors, the Presiding Officer will have the authority to determine the order of business and establish rules of conduct for the Annual Meeting of Members or a Special Meeting of Members.

4.6.5.3 Voting

4.6.5.3.1 Each Ordinary Member is entitled to one vote.

4.6.5.3.2 Proxy voting is not allowed.

4.6.5.3.3 Voting on all matters may be conducted by electronic mail, wiki software, or similar verifiable means.

4.6.6 Anyone with an interest in MediaWiki software may attend the Annual Meeting of Members or a Special Meeting of Members.

5 Board of Directors

5.1 Composition of the Board of Directors

5.1.1 The Board of Directors will consist of eight (8) directors. The number of directors may be set from time to time by resolution of a majority of directors then in office.

5.1.2 Directors must be Ordinary Members of the Corporation in good standing and at least 18 years of age.

5.2 Election

5.2.1 Directors must be elected by a majority vote of a quorum of the Ordinary Members during the Annual Meeting of Members.

5.2.2 The Board of Directors may appoint a Nominating Committee of three Ordinary Members to select candidates for Director.

5.2.3 Ordinary Members may also nominate candidates for Director by motion and second at the Annual Meeting of Members.

5.3 Terms

5.3.1 Each Director will serve for a term of three years except as provided in paragraph 5.3.3 for the initial election of directors.

5.3.2 Terms must be established so that one-third of the directors are elected each year based on the highest totals of votes.

5.3.3 Initially, two of the Directors will serve one-year terms, three will serve two-year terms, and three will serve three-year terms:

5.3.3.1 The candidates who receive the three highest totals of votes will serve three-year terms.

5.3.3.2 The candidates who receive the fourth-, fifth-, and sixth-highest totals of votes will serve two-year terms.

5.3.3.3 The candidates who receive the seventh- and eighth-highest totals of votes will serve one-year terms.

5.4 Death, Removal, Resignation, and Vacancies

5.4.1 The position of a Director will become vacant upon his or her death.

5.4.2 Removal

5.4.2.1 A Director who has missed three or more consecutive meetings of the Board of Directors may be removed.

5.4.2.2 A Director may be removed for any action that violates the Charter or the Bylaws of the Corporation

5.4.2.3 The removal of a Director must be confirmed by a two-thirds vote of the remaining Directors.

5.4.3 A Director may resign at any time by giving notice of his or her resignation to any Officer of the Board of Directors by notice.

5.4.4 Vacancies

5.4.4.1 By a majority vote, the remaining Directors may appoint an Interim Director to fill a vacancy on the Board of Directors.

5.4.4.2 The Interim Director will serve the remainder of the unexpired term for the vacancy.

5.5 General Powers

5.5.1 The Board of Directors will constitute the governing body of the Corporation.

5.5.2 The Board of Directors will manage the business and affairs of the Corporation and have all powers necessary to carry out the purpose and the activities of the Corporation as set forth in these Bylaws.

5.5.3 The Board of Directors may accept, on behalf of the Corporation, any donation, contribution, bequest, or devise.

5.6 Meetings of the Board of Directors

5.6.1 A meeting of the Board of Directors must be held at least once per quarter at a reasonable time and place designated by a majority of the Directors.

5.6.2 A majority of the Directors may schedule additional meetings.

5.6.3 Notice must be sent to each Director 30 calendar days before a meeting of the Board of Directors.

5.6.4 Adjournment

5.6.4.1 A majority of the Directors present at a meeting of the Board of Directors may adjourn the meeting, whether or not a quorum is present, for up to fourteen calendar days.

5.6.4.2 Notice of the adjourned meeting or of the business to be transacted there, other than by announcement at the meeting at which the adjournment is taken, will not be necessary.

5.6.4.3 At an adjourned meeting for which a quorum is present, any business may be transacted which could have been transacted at the meeting originally called.

5.6.5 Actions

- 5.6.5.1 An action of the majority of the Directors at a meeting in which a quorum is present will constitute an action of the Board of Directors.
- 5.6.5.2 Actions of the Board of Directors must take the form of resolutions and must be included in the records of the Corporation.
- 5.6.5.3 Action without a Meeting
 - 5.6.5.3.1 The Board of Directors may, without a meeting, take any action that would be permitted at a meeting if the action receives the affirmative vote of all of the Directors.
 - 5.6.5.3.2 The action must be supported by the written or electronic consent of all of the Directors individually or collectively.
 - 5.6.5.3.3 Any action taken under these provisions for action without a meeting is effective when all of the Directors have consented unless a different effective date is specified.
 - 5.6.5.3.4 Any consent resolution that has not received affirmative votes from all of the Directors must be presented for a vote at the next meeting of the Board of Directors.
 - 5.6.5.3.5 Neither the Bylaws nor the Charter of the Corporation can be amended without a meeting of the Board of Directors.

5.6.6 Voting

- 5.6.6.1 Each Director is entitled to one vote.
- 5.6.6.2 Proxy voting is not allowed.
- 5.6.6.3 Voting on all matters may be conducted by electronic mail, wiki software, or similar verifiable means.

5.7 Compensation of Directors

- 5.7.1 No Director may receive any salary or compensation for their services as Director or any service or benefit related thereto not provided to the general public.
- 5.7.2 Upon presentation of receipts or other appropriate documentation, Directors may receive reimbursement for out-of-pocket expenses incurred while conducting authorized business on behalf of the Corporation.
- 5.7.3 Directors are entitled to receive reasonable fees for goods or services rendered to the Corporation in capacities other than as Directors.

5.8 Committees and Reserved Powers

- 5.8.1 By a majority vote, the Board of Directors may appoint any committee it deems necessary to help fulfill its functions.
- 5.8.2 The Board of Directors is empowered to promulgate regulations, rules, policies, user agreements, terms of use, and other such decisions that may be necessary for the continued functioning of the Corporation not inconsistent with these Bylaws.

5.9 Conflict of Interest Transactions

- 5.9.1 As used in this section, a "conflict of interest transaction" is a transaction with the corporation in which a director of the corporation has a direct or indirect interest. A director has an indirect interest in a transaction if another entity in which the director has a material interest or in which the director is a general partner is a party to the transaction, or if another entity of which the director is a director, officer or trustee is a party to the transaction and the transaction is or should be considered by the board of directors of the corporation.
- 5.9.2 A conflict of interest transaction is not voidable or the basis for imposing liability on the director if the transaction is fair to the corporation at the time it was entered into or is approved either (I) in advance by the vote of the board of directors or a committee of the board of directors if the material facts of the transaction and the director's interest were disclosed or known to the board of directors or a committee of the board of directors, or (II) if the material facts of the transactions and the director's interest were disclosed or known to the members and they authorized, approved or ratified the transaction. A conflict of interest transaction is so authorized, approved or ratified as follows:
- 5.9.2.1 By the directors, if it receives the affirmative vote of a majority of the directors on the board of directors or on the committee who have no direct or indirect interest in the transaction; provided that a transaction may not be so authorized, approved or ratified by a single director. If a majority of the directors who have no direct or indirect interest in the transaction votes to authorize, approve or ratify the transaction, a quorum is present for the purpose of taking such action. A director may not participate in a vote to authorize a transaction in which the director has a direct or indirect interest.
- 5.9.2.2 By the Ordinary Members, if it receives a majority of the votes entitled to be counted. Votes cast by a director who has a direct or indirect interest in the transaction may not be counted in a vote of members to determine whether to authorize, approve or ratify a conflict of interest transaction hereunder. A majority of the Ordinary Members, whether or not present, that are entitled to be counted in a vote on the transaction hereunder constitutes a quorum for the purpose of taking action hereunder.

6 Officers

- 6.1 The Board of Directors will have a President, a Vice-President, a Secretary, and a Treasurer.
- 6.2 Any person may hold two or more offices except that the President may not also be Vice-President, Secretary or Treasurer.
- 6.3 Duties of Officers.

6.3.1 President

- 6.3.1.1 The President or Vice President will preside at all meetings of the Board.
- 6.3.1.2 The President will appoint Ordinary Members to standing and ad hoc committees subject to the approval of a majority of the Board of Directors.
- 6.3.1.3 All staff will be supervised by and accountable to the President of the Corporation until the Corporation employs an Executive Director.
- 6.3.1.4 The President will perform whatever duties the Board of Directors may from time to time assign.

6.3.2 Vice-President

- 6.3.2.1 The Vice-President will carry out the duties of the President when the President is absent or incapacitated.
- 6.3.2.2 The Vice-President will have the same power and duties as the President when acting in that capacity.
- 6.3.2.3 The Vice-President will perform whatever duties the Board of Directors may from time to time assign.

6.3.3 Secretary

- 6.3.3.1 The Secretary will have charge of such books, documents and papers as the Board of Directors may determine.
- 6.3.3.2 The Secretary must keep, or cause to be kept, a true and complete record of the meetings of the Board of Directors.
- 6.3.3.3 The Secretary must give, or cause to be given, notice of all meetings of the Board of Directors, the Annual Meeting of Members, and Special Meetings of Members.
- 6.3.3.4 The Secretary must keep, or cause to be kept, a record containing the names and contact addresses of all Directors, Ordinary Members, and Corporate Members of the Corporation.
- 6.3.3.5 The Secretary will, in general, perform all the duties incident to the office of Secretary, subject to the control of the Board of Directors, and will perform other duties as the Board of Directors may prescribe.

6.3.4 Treasurer

- 6.3.4.1 The Treasurer will have custody of all funds, property, and securities of the Corporation subject to such regulations as the Board of Directors may impose.
- 6.3.4.2 The Treasurer must keep, or cause to be kept, full and accurate accounts of receipts and disbursements and must deposit, or cause to be deposited, all funds and other valuable effects of the Corporation in the name of and to the credit of the Corporation in a depository or depositories designated by resolutions of the Board of Directors.

6.3.4.3 Corporate funds may be deposited only in banks or institutions that are insured by the Federal Deposit Insurance Corporation or the Federal Savings and Loan Insurance Corporation.

6.3.4.4 The Treasurer must give to the President or the Board of Directors, whenever they require it, an account of transactions as Treasurer and of the financial condition of the Corporation and, subject to the control of the Board of Directors, must perform all duties incident to the office of Treasurer.

6.4 Election and Terms

6.4.1 The Board of Directors must elect the officers.

6.4.2 The term for each officer will be three years or until the expiration of the term of the Director who holds each office.

7 Staff

7.1 Hiring must be conducted in compliance with the nondiscrimination policy of the Corporation.

7.2 Immediate Family of Directors and Supervisors

7.2.1 The Corporation may not hire any employees who are members of the immediate family (spouse, grandparent, parent, brother or sister, son or daughter) of any Director, or of any person who will supervise the employee, unless the material facts of the relationship are disclosed in advance to the Board of Directors and a majority of the disinterested Directors authorizes the employment by resolution.

7.2.2 The terms of the employment must be fair to the Corporation as of the time it is authorized by the Board of Directors.

7.3 Executive Director

7.3.1 A majority of the Directors may authorize, by resolution, the employment of an Executive Director who will be accountable to the Board of Directors.

7.3.2 If an Executive Director is to be employed, the Board of Directors must, by resolution, establish his or her compensation, terms of employment, and duties.

7.3.3 The Executive Director will be responsible for managing the activities of the Corporation in accordance with the instructions of the Board of Directors.

8 Finance

8.1 Fiscal Policy, Fiscal Year, Budget, Financial Statements, and Audit

8.1.1 The Board of Directors must adopt and, from time to time, review a fiscal policy setting out a formal procedure that governs internal controls; the signing of checks; the obligation of funds; approval of contracts, leases,

deeds and mortgages; and other significant aspects of the Corporation's fiscal operation.

- 8.1.2 The fiscal policy must assure that the Corporation will have sound financial controls that are appropriate, under generally accepted accounting principles, to its size and purpose.
- 8.1.3 Unless the Board of Directors resolves otherwise, the fiscal year for the Corporation will begin on first day of January and end on the thirty-first day of December.
- 8.1.4 The Board of Directors must prepare and adopt a budget at its first meeting each year.
- 8.1.5 The accounts of the Corporation must be audited annually by a Certified Public Accountant.
- 8.1.6 The Corporation must prepare an annual financial statement for distribution to the Directors, Ordinary Members, and Corporate Members during the Annual Meeting of Members.

8.2 Seal

- 8.2.1 The Corporation will not use a common seal.
- 8.2.2 The signature of the name of the Corporation by the President or a person authorized by resolution of the Board of Directors will be legal and binding as provided under Paragraph 8.4 of these bylaws.

8.3 Dissolution

- 8.3.1 The Corporation may be dissolved upon the approval by a two-thirds vote of the Directors or by a two-thirds vote of the Ordinary Members during the Annual Meeting of Members or a Special Meeting of Members.
- 8.3.2 Any distribution of the assets of the Corporation must be made in a manner consistent with the tax status of the Corporation at the time of dissolution.

8.4 Contracts, Loans, Checks, and Deposits

- 8.4.1 The Board of Directors may, by resolution, authorize any officer, agent, or employee to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, unless otherwise restricted by law.
- 8.4.2 No loans may be contracted on behalf of the Corporation and no evidence of indebtedness may be issued in its name unless authorized by a resolution of the Board of Directors.
- 8.4.3 Unless so authorized by the Board of Directors, no officer, agent, or employee has any power or authority to bind the Corporation by any contract or engagement or to pledge its credit or to render it liable for any purpose or in any amount.
- 8.4.4 All checks, drafts, or other orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the Corporation must be signed by the President or a person authorized by resolution of the Board of Directors.

8.4.5 All funds of the Corporation not otherwise employed must be deposited from time to time to the credit of the Corporation in such banks or institutions as the Board of Directors may authorize by resolution.

8.4.6 Authorization by a resolution of the Board of Directors may be ongoing or confined to a specific period of time or to a specific instance.

8.5 Fiduciary Duty and Conflicts of Interest

8.5.1 The Directors and the Board of Directors are under a fiduciary duty to the Corporation and must observe the relevant standard of care under the laws of Pennsylvania.

8.5.2 The Directors and the Board of Directors must make informed financial decisions and act in the best interest of the Corporation rather than in their own financial interests.

8.5.3 Conflicts of Interest

8.5.3.1 The term "conflict-of-interest transaction" refers to a transaction with the Corporation in which a Director has a direct or an indirect interest.

8.5.3.2 A Director has an indirect interest in a transaction if another entity in which the Director has a material interest or in which the Director is a general partner is a party to the transaction, or if another entity of which the Director is a director, officer, or trustee is a party to the transaction.

8.5.3.3 A conflict of interest transaction is not voidable, or the basis for imposing liability on the interested Director, if the transaction is authorized, approved, or ratified by the Board of Directors or the Ordinary Members of the Corporation:

8.5.3.3.1 The Board of Directors may authorize, approve, or ratify the transaction under these circumstances:

1. At the time of the transaction, it is, or was, fair to the Corporation;
1. The material facts of the transaction and the interest are disclosed or known to the Board of Directors;
1. The transaction is authorized, approved, or ratified by a majority vote of the Board of Directors who have no direct or indirect interest in the transaction; and
1. More than a single Director participates in the vote to authorize, approve, or ratify transaction.

8.5.3.3.2 The Ordinary Members may authorize, approve, or ratify the transaction under these circumstances:

1. The material facts of the transaction and the interest of the Directors are disclosed or known to the Ordinary Members when they authorize, approve, or ratify the transaction; and
1. The transaction is authorized, approved, or ratified by a majority of the Ordinary Members.

9 Indemnification

- 9.1 The Corporation must, except as provided in or limited by the Charter or these Bylaws, indemnify to the maximum extent permitted by law any person who was or is a party to any proceeding (other than an action by, or in the right of, the Corporation) by reason of the fact that he or she is or was a Director or Officer of the Corporation.
- 9.2 Expenses incurred by a Director or Officer in defending a civil or criminal proceeding may be paid by the Corporation in advance of the final disposition of such proceeding upon receipt of an undertaking by or on behalf of the Director or Officer to repay the amount if he or she is ultimately found not to be entitled to indemnification by the Corporation.
- 9.3 The Corporation may purchase and maintain insurance on behalf of any person who is or was a Director, Officer, employee, or agent of the Corporation, or who is or was serving at the request of the Corporation as a director, trustee, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against any liability asserted against him or her and incurred by him or her in any such capacity, or arising out of his or her status as such, whether or not the Corporation would have the power to indemnify him or her against such liability under the law of the relevant jurisdiction.
- 9.4 The Corporation's obligation, if any, to indemnify any person who was or is serving at its request as a director, trustee, officer, employee, or agent of another enterprise must be reduced by any amount such person collects as indemnification from the other enterprise.

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MediaWiki Stakeholders' Group
EIN: 83-2787346

EMPLOYER IDENTIFICATION NUMBER

Form **SS-4**

Application for Employer Identification Number

OMB No. 1545-0003

(Rev. January 2010)

(For use by employers, corporations, partnerships, trusts, estates, churches, government agencies, Indian tribal entities, certain individuals, and others.)

EIN

83-2787346

Department of the Treasury
Internal Revenue Service

▶ See separate instructions for each line. ▶ Keep a copy for your records.

1 Legal name of entity (or individual) for whom the EIN is being requested MediaWiki Stakeholders' Group							
2 Trade name of business (if different from name on line 1) n/a	3 Executor, administrator, trustee, "care of" name n/a						
4a Mailing address (room, apt., suite no. and street, or P.O. box) 739 Main Street	5a Street address (if different) (Do not enter a P.O. box.) n/a						
4b City, state, and ZIP code (if foreign, see instructions) Akron PA 17501	5b City, state, and ZIP code (if foreign, see instructions) n/a						
6 County and state where principal business is located Lancaster PA							
7a Name of responsible party Mark A. Hershberger	7b SSN, ITIN, or EIN 429-633985						
8a Is this application for a limited liability company (LLC) (or a foreign equivalent)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	8b If 8a is "Yes," enter the number of LLC members						
8c If 8a is "Yes," was the LLC organized in the United States? <input type="checkbox"/> Yes <input type="checkbox"/> No							
9a Type of entity (check only one box). Caution: If 8a is "Yes," see the instructions for the correct box to check.							
<input type="checkbox"/> Sole proprietor (SSN) _____ <input type="checkbox"/> Partnership <input type="checkbox"/> Corporation (enter form number to be filed) ▶ _____ <input type="checkbox"/> Personal service corporation <input type="checkbox"/> Church or church-controlled organization <input checked="" type="checkbox"/> Other nonprofit organization (specify) ▶ Section 501(c)(6) <input type="checkbox"/> Other (specify) ▶ _____							
<input type="checkbox"/> Estate (SSN of decedent) _____ <input type="checkbox"/> Plan administrator (TIN) _____ <input type="checkbox"/> Trust (TIN of grantor) _____ <input type="checkbox"/> National Guard <input type="checkbox"/> State/local government <input type="checkbox"/> Farmers' cooperative <input type="checkbox"/> Federal government/military <input type="checkbox"/> REMIC <input type="checkbox"/> Indian tribal governments/enterprises <input type="checkbox"/> Group Exemption Number (GEN) if any ▶ _____							
9b If a corporation, name the state or foreign country (if applicable) where incorporated	State: Pennsylvania Foreign country: _____						
10 Reason for applying (check only one box)							
<input checked="" type="checkbox"/> Started new business (specify type) ▶ Section 501(c)(6) <input type="checkbox"/> Hired employees (Check the box and see line 13.) <input type="checkbox"/> Compliance with IRS withholding regulations <input type="checkbox"/> Other (specify) ▶ _____							
<input type="checkbox"/> Banking purpose (specify purpose) ▶ _____ <input type="checkbox"/> Changed type of organization (specify new type) ▶ _____ <input type="checkbox"/> Purchased going business <input type="checkbox"/> Created a trust (specify type) ▶ _____ <input type="checkbox"/> Created a pension plan (specify type) ▶ _____							
11 Date business started or acquired (month, day, year). See instructions.	12 Closing month of accounting year						
13 Highest number of employees expected in the next 12 months (enter -0- if none). If no employees expected, skip line 14.							
<table border="1"> <tr> <td>Agricultural</td> <td>Household</td> <td>Other</td> </tr> <tr> <td>0</td> <td>0</td> <td>0</td> </tr> </table>		Agricultural	Household	Other	0	0	0
Agricultural	Household	Other					
0	0	0					
14 If you expect your employment tax liability to be \$1,000 or less in a full calendar year and want to file Form 944 annually instead of Forms 941 quarterly, check here. (Your employment tax liability generally will be \$1,000 or less if you expect to pay \$4,000 or less in total wages.) If you do not check this box, you must file Form 941 for every quarter. <input type="checkbox"/>							
15 First date wages or annuities were paid (month, day, year). Note: If applicant is a withholding agent, enter date income will first be paid to nonresident alien (month, day, year) ▶							
16 Check one box that best describes the principal activity of your business.							
<input type="checkbox"/> Construction <input type="checkbox"/> Rental & leasing <input type="checkbox"/> Transportation & warehousing <input type="checkbox"/> Health care & social assistance <input type="checkbox"/> Wholesale-agent/broker <input type="checkbox"/> Real estate <input type="checkbox"/> Manufacturing <input type="checkbox"/> Finance & insurance <input type="checkbox"/> Accommodation & food service <input type="checkbox"/> Wholesale-other <input type="checkbox"/> Retail <input type="checkbox"/> Other (specify) _____							
17 Indicate principal line of merchandise sold, specific construction work done, products produced, or services provided. Contribute to development of MediaWiki by fostering communication and coordination of developers operators & users							
18 Has the applicant entity shown on line 1 ever applied for and received an EIN? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," write previous EIN here ▶ _____							

Third Party Designee	
Complete this section only if you want to authorize the named individual to receive the entity's EIN and answer questions about the completion of this form.	
Designee's name Stephanie Waller Eshleman- Smoker Gard Associates LLP	Designee's telephone number (include area code) (717) 656-6717
Address and ZIP code 121 East Main Street, New Holland, PA 17557	Designee's tax number (include area code) (717) 656-8174
Name and title (type or print clearly) ▶ Mark A. Hershberger, President	Applicant's telephone number (include area code) (717) 271-1084
Signature ▶	Applicant's tax number (include area code) ()
Date ▶ 2018-11-29	



EIN Assistant

Your Progress: 1. Identity 2. Authenticate 3. Addresses 4. Details 5. EIN Confirmation

Congratulations! The EIN has been successfully assigned.

EIN Assigned: 83-2787346

Legal Name: MEDIAWIKI STAKEHOLDERS GROUP

The confirmation letter will be mailed to the applicant. This letter will be the applicant's official IRS notice and will contain important information regarding the EIN. Allow up to 4 weeks for the letter to arrive by mail.

We strongly recommend you print this page for your records.

Click "Continue" to get additional information about using the new EIN.

Continue >>

Help Topics

? [Can the EIN be used by the confirmation letter is received?](#)

Form **8718**

(Rev. March 2018)

Department of the Treasury
Internal Revenue Service

User Fee for Exempt Organization Determination Letter Request

▶ Attach this form to determination letter application.
(Form 8718 is NOT a determination letter application.)
▶ Go to www.irs.gov/Form8718 for the latest information.

For
IRS
Use
Only

OMB No. 1545-1798

Control number _____

Amount paid _____

User fee screener _____

Name of organization

MediaWiki Stakeholders' Group

Employer Identification Number

83-2787346

Caution: Do not attach Form 8718 to an application for a pension plan determination letter. Use Form 8717 instead.

1 Type of request

Fee

- a Application for recognition of exemption under section 501 or under section 521 from organizations (other than pension, profit-sharing, and stock bonus plans described in section 401). Enter the applicable fee amount ▶ \$ 600.00
- b Group exemption letters ▶ \$ _____

Section references are to the Internal Revenue Code, unless otherwise noted.

Instructions

The law requires payment of a user fee with each application for a determination letter. For more information, see Rev. Proc. 2018-5, 2018-1 I.R.B. 233, or latest annual update, available on IRS.gov.

Check only one box on line 1 for the type of application you are submitting. Then, enter the appropriate user fee amount in the space provided.

Caution: The application will not be processed without payment of the proper user fee.

Attach to Form 8718 a check or money order payable to the "United States Treasury" for the full amount of the user fee. If you do not include the full amount, your application will be returned. Attach Form 8718 to your determination letter application.

Generally, the user fee will be refunded only if the Internal Revenue Service declines to issue a determination.

Where To File

Send the determination letter application and Form 8718 to:

Internal Revenue Service
P.O. Box 12192
Covington, KY 41012-0192

Who Should File

Organizations applying for federal income tax exemption, other than filers of Form 1023, Application for Recognition of Exemption Under Section 501(c)(3), or Form 1023-EZ (filed only electronically), should file Form 8718.

Paperwork Reduction Act Notice. We ask for the information on this form to carry out the Internal Revenue laws of the United States. If you want your organization to be recognized as tax-exempt by the IRS, you are required to give us this information. We need it to determine whether the organization meets the legal requirements for tax-exempt status.

You are not required to provide the information requested on a form that is subject to the Paperwork Reduction Act unless the form displays a valid OMB control number. Books or records relating to a form or its instructions must be retained as long as their contents may become material in the administration of any Internal Revenue law. The rules governing the confidentiality of Form 8718 are covered in section 6104.

The time needed to complete and file this form will vary depending on individual circumstances. The estimated average time is 5 minutes. If you have suggestions for making this form simpler, we would be happy to hear from you. You can send us comments from IRS.gov/FormComments. Or you can send your comments to the Internal Revenue Service, Tax Forms and Publications, 1111 Constitution Ave. NW, IR-6526, Washington, DC 20224. Do not send the form to this address. Instead, see *Where To File*, above.

