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November 12, 2025

Form 1023 Application

Dear Sir or Madam:

Attached please find Form 1023 Application for Recognition of Exemption Under Section 501(c)(3) of the Internal Revenue Code along with our organization's Certificate of Incorporation, Bylaws and Form 2848 Power of Attorney and Declaration of Representative.

If you have any questions or require additional information, please do not hesitate to contact us.

Sincerely,

Frederick Schemel

Gotham Data Clinic, Inc.
205 Frost Street, Apt. 4F
Brooklyn, NY 11211

Encls.

NEW YORK

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375 Ninth Avenue
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CRAVATH, SWAINE & MOORE LLP

GOTHAM DATA CLINIC, INC.

Application for Recognition of Exemption Under Section 501(c)(3)

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Tab 1

Articles of Incorporation

Please note that Gotham Data Clinic, Inc. changed its name from CIELabs, Inc. to Gotham Data Clinic, Inc. on February 23, 2023.

CERTIFICATE OF INCORPORATION
OF
CIELABS INC.
UNDER SECTION 402 OF THE
NOT-FOR-PROFIT CORPORATION LAW

The undersigned, a natural person of the age of eighteen (18) or over, desiring to form a corporation pursuant to the provisions of the Not-for-Profit Corporation Law, does hereby certify:

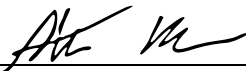
- (1) The name of the corporation is CIELabs Inc. (the “Corporation”).
- (2) The Corporation is a corporation as defined in subparagraph (a)(5) of Section 102 of the New York Not-for-Profit Corporation Law (the “NPCL”) and shall be a Charitable Corporation under Section 201 of the NPCL.
- (3) The Corporation is formed for any purpose for which corporations may be organized under the Not-for-Profit Corporation Law as a charitable corporation the provision of high-quality experiential Science, Technology, Engineering, and Mathematics (STEM) education and mentorship experiences to train the next generation of critical thinkers from underserved and under-represented backgrounds.
- (4) The Corporation is not formed to engage in an activity or for any purpose requiring consent or approval of any state official, department, board, agency or other body. No consent or approval is required.
- (5) In furtherance of the foregoing purposes, the Corporation shall have all the general powers enumerated in Section 202 of the NPCL and such other powers as are now or hereafter permitted by law for a corporation organized for the foregoing purposes, including, without limitation, the power to solicit grants and contributions for any corporate purpose and the power to maintain a fund or funds of real and/or personal property in furtherance of such purposes.
- (6) Notwithstanding any other provision of these articles, the Corporation is organized exclusively for charitable and educational purposes, and intends at all times to qualify and remain qualified as exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as it may be amended (the “Code”) and, in connection therewith:
 - (a) the Corporation shall not, directly or indirectly, engage in or include among its purposes any of the activities mentioned in subparagraphs (a) - (v) of Section 404 of the NPCL;

- (b) the Corporation is not formed for and shall not be conducted nor operated for pecuniary profit or financial gain, and no part of its assets, income or profit shall be distributed to or inure to the benefit of any private individual or individuals, provided that nothing herein shall prevent the Corporation from paying reasonable compensation to any person for services rendered to or for the Corporation in furtherance of one or more of its purposes;
 - (c) no substantial part of the activities of the Corporation shall be devoted to the carrying on of propaganda or otherwise attempting to influence legislation, except to the extent permitted by the Code whether pursuant to an election under Section 501(h) or otherwise, and no part of the activities of the Corporation shall be devoted to participating or intervening in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office; and
 - (d) the Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code (or the corresponding provision of any future U.S. Internal Revenue Law) or (ii) by a corporation contributions to which are deductible under section 170(c)(2) of the Code (or the corresponding provision of any future U.S. Internal Revenue Law).
- (7) The office of the Corporation shall be located in Kings County, State of New York.
- (8) The names and addresses of the initial Directors, each of whom is of full age, are as follows:
- | <u>Name</u> | <u>Address</u> |
|---------------|--|
| Teon L Brooks | 527 Grand St #3R, Brooklyn, NY 11211 |
| Mya Doelling | 25 Pinehurst Drive, New Orleans, LA 70131 |
| Steven Azeka | 255 West 148th St. Apt. 6C, New York, NY 10039 |
- (9) The Secretary of State of the State of New York is hereby designated as agent of the Corporation upon whom process against the Corporation may be served. The post office address to which the Secretary shall mail a copy of any process against the Corporation served upon him is 527 Grand St #3R, Brooklyn, NY 11211.
- (10) In the event of dissolution, all the remaining assets and property of the organization shall, after payment of all necessary expenses thereof, be distributed to organizations

that qualify under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws, or to the Federal government or State or local governments for a public purpose, subject to the approval in accordance with the New York State Not for Profit Corporation Law.

IN WITNESS WHEREOF this certificate has been signed and the statements made herein affirmed as true under the penalties of perjury this 1st day of October, 2019.

Incorporators

By: 

Name: Steven Azeka

Address: 255 West 148th St. Apt. 6C,
New York, NY 10039

By: 

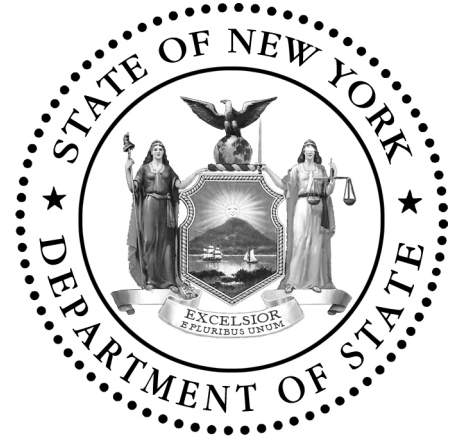
Name: Teon Brooks

Address: 527 Grand St #3R
Brooklyn, NY 11211

**NEW YORK STATE DEPARTMENT OF STATE
DIVISION OF CORPORATIONS, STATE RECORDS AND UNIFORM COMMERCIAL CODE
FILING RECEIPT**

ENTITY NAME : GOTHAM DATA CLINIC, INC.
DOCUMENT TYPE : CERTIFICATE OF AMENDMENT
ENTITY TYPE : DOMESTIC NOT-FOR-PROFIT CORPORATION

DOS ID : 5650201
FILE DATE : 02/23/2023
FILE NUMBER : 240305004070
TRANSACTION NUMBER : 202304200000023-1902170
EXISTENCE DATE :
DURATION/DISSOLUTION : PERPETUAL
COUNTY : NEW YORK



SERVICE OF PROCESS ADDRESS : THE CORPORATION
205 FROST ST #4F,
BROOKLYN, NY, 11211, USA

**ELECTRONIC SERVICE OF PROCESS
EMAIL ADDRESS :** TEON.BROOKS@GMAIL.COM

REGISTERED AGENT : STEVEN AZEKA
255 WEST 148TH ST., APT. 6C
NEW YORK, NY, 10039, USA

FILER : TEON BROOKS
469 WILSON AVE #2R,
BROOKLYN, NY, 11221, USA

You may verify this document online at : <http://ecorp.dos.ny.gov>
AUTHENTICATION NUMBER : 100005315096

TOTAL FEES:	\$30.00	TOTAL PAYMENTS RECEIVED:	\$60.00
FILING FEE:	\$30.00	CASH:	\$0.00
CERTIFICATE OF STATUS:	\$0.00	CHECK/MONEY ORDER:	\$30.00
CERTIFIED COPY:	\$0.00	CREDIT CARD:	\$0.00
COPY REQUEST:	\$0.00	DRAWDOWN ACCOUNT:	\$0.00
EXPEDITED HANDLING:	\$0.00	REFUND DUE:	\$30.00

Tab 2

Bylaws

**ACTION BY UNANIMOUS WRITTEN CONSENT OF THE
BOARD OF DIRECTORS OF
GOTHAM DATA CLINIC, INC.**
(a New York not-for-profit corporation)

The undersigned, being all of the members of the Board of Directors (the “**Board**”) of Gotham Data Clinic, Inc., a New York not-for-profit corporation (the “**Company**”), hereby adopt and approve the following resolutions by unanimous written consent without a meeting effective as of the date on which the Company receives the last signature hereto (unless otherwise noted in the resolutions):

WHEREAS, the Board deems it advisable and in the best interests of the Company to adopt the Company’s Bylaws (the “**Bylaws**”).

WHEREAS, the Board desires to adopt the Bylaws, in their entirety, in the form attached hereto as Exhibit A, effective immediately.

NOW, THEREFORE, BE IT:

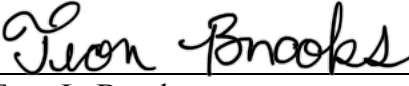
RESOLVED, that the Whole Board hereby adopts, approves and ratifies the Bylaws, in the form attached hereto as Exhibit A, in all respects, and declares that the adoption of the Bylaws is advisable and in the best interests of the Company.

RESOLVED, that the officers of the Company (the “**Authorized Officers**”) hereby are, and each of them, with full power and authority to act without the others, hereby is, authorized and empowered, in the name and on behalf of the Company, to finalize and execute such documentation as any of them determine are necessary, appropriate or advisable and to take or cause to be taken all such further actions as in any of their judgment are necessary, appropriate or advisable in order to carry out fully the intent and purposes of the foregoing resolutions.

RESOLVED FURTHER, that any and all actions heretofore or hereafter taken or determined necessary, appropriate or advisable to be taken by any Authorized Officer, or by any other officer, director, employee, agent, advisor or counsel of the Company at the direction of any such Authorized Officer, in connection with any matter referred to or contemplated by any of the foregoing resolutions be, and they hereby are, adopted, approved, ratified and confirmed in all respects as the act and deed of the Company.

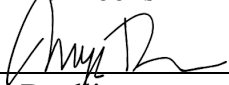
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IN WITNESS WHEREOF, the undersigned directors of the Company hereby adopt the foregoing resolutions as of the date on which the Company receives the last signature hereto (unless otherwise noted in the resolutions). This consent may be executed in any number of counterparts, each of which when so executed and delivered shall be deemed an original, and such counterparts shall together constitute one and the same instrument. Any copy, electronic signature, .PDF, facsimile or other reliable reproduction of this action may be substituted or used in lieu of the original writing for any and all purposes for which the original writing could be used.



Teon L. Brooks

Dated: Nov 11, 2025



Mya Doebling

Dated: November 12, 2025



Steven Azeka

Dated: Nov 11, 2025

EXHIBIT A

Bylaws

BYLAWS OF
Gotham Data
Clinic, Inc.
(the “Corporation”)
Date: November 4, 2025

ARTICLE I
MEMBERS

The Corporation shall have no members.

ARTICLE II
OFFICES

The principal office of the Corporation shall be in the Kings County, State of New York. The Corporation may also have offices at such other places as the Board of Directors (the “Board”) may from time to time determine or the business of the Corporation may require.

ARTICLE III
BOARD OF DIRECTORS

Section 1. Powers and Duties. The Board shall have general power to control and manage the affairs and property of the Corporation subject to applicable law and in accordance with the purposes and limitations set forth in the Certificate of Incorporation and herein.

(a) The Board may:

- (i) Appoint and discharge advisors and consultants who have skills necessary or helpful to the Corporation.
- (ii) Employ and discharge persons for the furtherance of the purposes of the Corporation.
- (iii) Exercise all other powers necessary to manage the affairs and further the purposes of the Corporation in conformity with the Certificate of Incorporation and these Bylaws.

(b) The Board shall:

- (i) Direct the President and Treasurer of the Corporation to present at the annual meeting of the Board a financial report, verified by the President and Treasurer or a majority of the Directors, or certified by an independent public accountant

or certified public accountant or a firm of such accountants selected by the Board. This report shall be filed with the records of the

Corporation and a copy or abstract thereof entered in the minutes of the proceedings of the annual meeting of the Board.

(ii) Select all Officers for the Corporation and approve the members of any committee appointed by the President.

Section 2. Number. The number of Directors constituting the entire Board shall be not less than three (3) and not more than seven (7). Subject to such minimum, the number of Directors may be increased or decreased from time to time, by resolution of the Board, but such action by the Board shall require a vote of a majority of the entire Board and no decrease shall shorten the term of any incumbent Director. The “entire Board” shall consist of the number of directors that were elected or appointed as of the most recently held election of directors.

Section 3. Election and Term of Office. The initial Directors shall be the persons named in the Certificate of Incorporation and shall serve until the first annual meeting of the Board. The Directors shall hold office for three (3) year terms; provided, however, that any Director elected to fill an unexpired term (whether resulting from the death, resignation or removal or created by an increase in the number of Directors) shall hold office until the next annual meeting at which the election of Directors is in the regular order of business and until his or her successor is elected or appointed and qualified. Directors may be elected to any number of consecutive terms. To become a Director, a person shall be nominated by a Director and elected by a plurality of the Board.

Section 4. Qualification for Directors. As long as the Corporation continues to qualify under the appropriate category set forth in NPCL §701 for youth organizations, the Corporation may have one or more Directors between the ages of sixteen (16) and eighteen (18), as provided in NPCL §701. Otherwise, each Director shall be at least eighteen (18) years of age.

Section 5. Removal. Any Director may be removed at any time for cause by a vote of Directors then in office at a regular meeting or special meeting of the Board called for that purpose; provided that there is a quorum of not less than a majority present at such meeting; provided further that at least one (1) week’s

notice of the proposed action shall have been given to the entire Board then in office. Missing three (3) consecutive meetings of the Board unless a majority of the Directors has excused such Director from attendance due to extreme circumstance(s) may constitute cause.

Section 6. Resignation. Any Director may resign from the Board at any time. Such resignation shall be made in writing, and shall take effect at the time specified therein, and if no time be specified, at the time of its receipt by the Corporation or the President. The acceptance of a resignation by the Board shall not be necessary to make it effective, but no resignation shall discharge any

accrued obligation or duty of a Director.

Section 7. Vacancies and Newly Created Directorships. Any newly created Directorships and any vacancies on the Board arising at any time and from any cause may be filled at any meeting of the Board by a majority of the Directors then in office, regardless of their number. The Directors so elected shall serve until the next annual meeting at which the election of Directors is the regular order of business and his successor is elected or appointed or qualified. A vacancy in the Board shall be deemed to exist on the occurrence of any of the following:

- (a) the death, resignation or removal of any Director;
- (b) an increase in the authorized number of Directors by resolution of the Board; or
- (c) the failure of the Directors, at any annual or other meeting of Directors at which any one or more Directors are to be elected, to elect the full authorized number of Directors to be voted for at that meeting.

Section 8. Meetings. Meetings of the Board may be held at any place as the Board may from time to time fix. The annual meeting of the Board shall be held in March of each year or at a date, time and place fixed by the Board at such time the Board shall receive an annual report. Other regular meetings of the Board shall be held no less than four (4) times evenly spaced during the year at a time and place fixed by the Board. Special meetings of the Board shall be held whenever called by the President of the Board, the Executive Director or any Director upon written demand of not less than three (3) Directors of the Board, in each case at such time and place as shall be fixed by the person or persons calling the meeting.

Section 9. Notice of Meetings. Regular meetings may be held without notice of the time and place if such meetings are fixed by the Board. Notice of the time and place of the annual meeting, each regular meeting not fixed by the Board and each special meeting of the Board shall be (i) delivered to each Director by e mail or facsimile at least five (5) days before the day on which the meeting is to be held; or (ii) mailed to each Director, postage prepaid, addressed to him or her at his or her residence or usual place of business (or at such other address as he or she may have designated in a written request filed with the Secretary at least seven

(7) days before the day on which the meeting is to be held). To discuss matters requiring prompt action, notice of special meetings may be sent to each Director by e-mail, facsimile, or telephone, or given personally, no less than forty-eight (48) hours before the time at which such meeting is to be held, unless the meeting must be held within forty-eight (48) hours. Notice of a meeting need not be given to any Director who submits a signed waiver of notice whether before or after the meeting, or who attends the meeting without protesting, prior thereto or at its commencement, the lack of notice to him or her. Waivers of notice sent by email must be able to be reasonably determined to be sent by the Director. No

notice need be given of any adjourned meeting.

Section 10. Quorum. Unless a greater proportion is required by law, in the case of an entire Board of fifteen (15) Directors or less, the quorum shall be two-thirds (2/3) of the entire number of Directors; and in the case of a board of more than fifteen (15) Directors, the quorum shall be five (5) directors plus one (1) additional Director for every ten (10) Directors (or fraction thereof) in excess of fifteen (15) the quorum shall be a majority of the entire Board.

Section 11. Voting. Except as otherwise provided by law or these Bylaws, at any meeting of the Board at which a quorum is present, the affirmative vote of a majority of the Directors present at the time of the vote shall be the act of the Board. If at any meeting of the Board there shall be less than a quorum present, the Directors present may adjourn the meeting until a quorum is obtained. Any one or more Directors of the Board or any committee thereof may participate in a meeting of the Board or committee by means of telephone, video conference or similar communications equipment provided that all persons participating in the meeting can hear each other at the same time and can participate in all matters before the board. Participation by such means shall constitute presence in person at a meeting. The following acts of the Board require the affirmative vote of at least two-thirds (2/3) of the entire Board:

(a) a purchase, sale, mortgage or lease of real property of the Corporation if the property constitutes all or substantially all of the assets of the Corporation;

(b) a sale, lease, exchange or other disposition of all or substantially all of the assets of the Corporation; or

(c) an alteration to these Bylaws or Certificate of Incorporation of the Corporation that would increase the quorum requirement to greater than a majority of the entire board or would increase the vote requirement to greater than a majority of the Board present at the time of the vote.

Section 12. Action by the Board. Any action required or permitted to be taken by the Board or any committee thereof may be taken without a meeting if all Directors of the Board or the committee consent in writing to the adoption of a resolution authorizing the action. Such consent may be written or electronic. If the consent is written, it must be signed by the Director. If the consent is electronic it must be able to be reasonably determined to have been sent by the director. The resolution and the written consents thereto by the Directors of the Board or committee shall be filed with the minutes of the proceedings of the Board or committee.

Section 13. Compensation. No compensation of any kind shall be paid to any Director for the performance of his or her duties as Director. This shall in no way limit the reimbursement of reasonable expenses incurred in connection with board service. Subject to the Corporation's Conflicts of Interest Policy provided that there is full disclosure of the terms of such compensation and the arrangement has been determined to be fair and reasonable and approved by the Board, a Director may receive payment for services provided to the Corporation in any capacity separate from his or her responsibilities as a Director.

ARTICLE IV
OFFICERS, EMPLOYEES AND AGENTS

Section 1. Number and Qualifications. The Officers of the Corporation shall be a President, a Secretary, a Treasurer and such other Officers, if any, as the Board may from time to time appoint. One person may hold more than one office in the Corporation except that no one person may hold the offices of President and Secretary. The appointment of an employee of the Corporation as President shall require a resolution of the Board documenting the affirmative vote of at least two-thirds (2/3) of the entire Board. The other Officers may, but need not, be Directors of the Board. No instrument required to be signed by more than one Officer may be signed by one person in more than one capacity.

Section 2. Election and Term of Office. The Officers of the Corporation shall be elected for a one (1) year term at the annual meeting of the Board, and each shall continue in office until his or her successor shall have been elected and qualified, or until his or her death, resignation or removal.

Section 3. Employees and Other Agents. The Board may from time to time appoint such employees and other agents as it shall deem necessary, each of whom shall hold office at the pleasure of the Board, and shall have such authority and perform such duties and shall receive such reasonable compensation, if any, as the Board may from time to time determine. To the fullest extent allowed by law, the Board may delegate to any employee or agent any powers possessed by the Board and may prescribe their respective title, terms of office, authorities and duties.

Section 4. Removal. Any Officer, employee or agent of the Corporation may be removed with or without cause by a vote of the majority of the Board.

Section 5. Vacancies. In case of any vacancy in any office, a successor to fill the unexpired portion of the term may be elected by the Board.

Section 6. President: Powers and Duties. The President shall preside at all meetings of the Board and the Executive Committee. The President shall have general supervision of the affairs of the Corporation and shall keep the Board fully informed about the activities of the Corporation. He or she has the power to sign and execute alone in the name of the Corporation all contracts authorized either generally or specifically by the Board, unless the Board shall specifically require an additional signature. The President shall perform all the duties usually incident to the office of the President and shall perform such other duties as from time to time may be assigned by the Board.

Section 7. Secretary: Powers and Duties. The Secretary shall keep the minutes of the annual meeting and all meetings of the Board in books provided for that purpose. He or she shall be responsible for the giving and serving of all notices of the Corporation, receiving the annual disclosure statements required by the Corporation's conflict of interest policy and shall perform all the duties

customarily incidental to the office of the Secretary, subject to the control of the Board, and shall perform such other duties as shall from time to time be assigned by the Board.

Section 8. Treasurer: Powers and Duties. The Treasurer shall keep or cause to be kept full and accurate accounts of receipts and disbursements of the Corporation, and shall deposit or cause to be deposited all moneys, evidences of indebtedness and other valuable documents of the Corporation in the name and to the credit of the Corporation in such banks or depositories as the Board may designate. At the annual meeting, he or she shall render a report of the Corporation's accounts showing in appropriate detail: (a) the assets and liabilities of the Corporation as of a twelve-month fiscal period terminating not more than six (6) months prior to the meeting; (b) the principal changes in assets and liabilities during that fiscal period; (c) the revenues or receipts of the Corporation, both unrestricted and restricted to particular purposes during said fiscal period; and (d) the expenses or disbursements of the Corporation, for both general and restricted purposes during said fiscal period. Such report shall be filed with the minutes of the annual meeting of the Board. The report to the Board may consist of a verified or certified copy of any report by the Corporation to the Internal Revenue Service or the Attorney General of the State of New York which includes the information specified above. The Treasurer shall, at all reasonable times, exhibit the Corporation's books and accounts to any Officer or Director of the Corporation, and whenever required by the Board, render a statement of the Corporation's accounts and perform all duties incident to the position of Treasurer, subject to the control of the Board.

Section 9. Compensation. Any Officer who is not a Director but is an employee or agent of the Corporation is authorized to receive a reasonable salary or other reasonable compensation for services rendered to the Corporation as an employee or agent when authorized by a majority of the entire Board, and only when so authorized.

Section 10. Sureties and Bonds. In case the Board shall so require, any Officer or agent of the Corporation shall execute for the Corporation a bond in such sum and with such surety or sureties as the Board may direct, conditioned upon the faithful performance of his or her duties to the Corporation and including responsibility for negligence and for the accounting for all property or funds of the Corporation that may come into his or her hands.

ARTICLE V

CONTRACTS, CHECKS, BANK ACCOUNTS AND INVESTMENTS

Section 1. Checks, Notes and Contracts. The Board is authorized to select the banks or depositories it deems proper for the funds of the Corporation and shall determine who shall be authorized on the Corporation's behalf to sign checks, drafts or other orders for the payment of money, acceptances, notes or other evidences of indebtedness, to enter into contracts or to execute and deliver other documents and instruments.

Section 2. Investments. The funds of the Corporation may be retained in whole or in part in cash or be invested and reinvested from time to time in such property, real, personal or otherwise, including stocks, bonds or other securities, as the Board may deem desirable.

ARTICLE VI

BOOKS

There shall be kept at the office of the Corporation correct books of account of the activities and transactions of the Corporation including the minute book, which shall contain a copy of the Certificate of Incorporation, a copy of these bylaws, and all minutes of meetings of the Board.

ARTICLE VII

FISCAL YEAR

The fiscal year of the Corporation shall be determined by the Board.

ARTICLE VIII

INDEMNIFICATION AND INSURANCE

Section 1. Indemnification. The Corporation shall, to the fullest extent now or hereafter permitted by law, indemnify any person made, or threatened to be made, a party to any action or proceeding by reason of the fact that he or she or his or her testator was a Director, officer, employee or agent of the Corporation, against judgments, fines, amounts paid in settlement and reasonable expenses, including attorney fees. No indemnification may be made to or on behalf

of any such person if (a) his or her acts were committed in bad faith or were the result of his or her active and deliberate dishonesty and were material to such action or proceeding or (b) he or she personally gained in fact a financial profit or other advantage to which he or she was not legally entitled in the transaction or matter in which indemnification is sought.

Section 2. Insurance. The Corporation shall have the power to purchase and maintain all insurance policies deemed to be in the best interest of the Corporation including insurance to indemnify the Corporation for any obligation which it incurs as a result of its indemnification of Directors, Officers and employees pursuant to Section 1 above, or to indemnify such persons in instances in which they may be indemnified pursuant to Section 1 above.

ARTICLE IX

AMENDMENTS

These Bylaws may be amended or repealed by the majority vote of the

entire Board, except that an amendment of Article III section 11 (c) shall require a two-thirds (2/3) vote of the entire Board. Any amendment or repeal of these Bylaws is authorized only at a duly called and held meeting of the Board for which

written notice of such meeting, setting forth the proposed alteration, is given in accordance with the notice provisions for special meetings set forth in Article III, Section 9 of these Bylaws or, if notice of such meeting is given (and the written proposed alteration of the Bylaws given) at a meeting of the Board prior to the meeting to amend or repeal the Bylaws.

ARTICLE X NON-DISCRIMINATION

In all of its dealings, neither the Corporation nor its duly authorized agents shall discriminate against any individual or group for reasons of race, color, creed, sex, age, ethnicity, national origin, marital status, sexual orientation, gender identity, mental or physical disability or any category protected by state or federal law.

ARTICLE XI REFERENCE TO CERTIFICATE OF INCORPORATION

References in these Bylaws to the Certificate of Incorporation shall include all amendments thereto or changes thereof unless specifically excepted by these Bylaws. In the event of a conflict between the Certificate of Incorporation and these Bylaws, the Certificate of Incorporation shall govern.

ARTICLE XII DEFINITIONS

Section 1: Affiliate. An “Affiliate” shall mean a person or entity that is directly or indirectly through one or more intermediaries, controlled by, or in control of the Corporation.

Section 2: Financial Interest. A “Financial Interest” shall mean an economic benefit, directly or indirectly, from any transaction, agreement, compensation agreement, including direct or indirect remuneration as well as gifts or favors that are not insubstantial or other arrangement involving the Corporation.

Section 3: Independent Director. An “Independent Director” shall mean a member of the Board who:

(a) Has not been an employee or Key Person of the Corporation or an Affiliate of the Corporation within the last three (3) years;

(b) Does not have a Relative who has been a Key Person of the Corporation or an

Affiliate of the Corporation within the last three (3) years;

(c) Has not received and does not have a Relative who has received more than \$10,000 in compensation directly from the Corporation or an Affiliate of the Corporation in any of the last three (3) years (not including reasonable compensation or reimbursement for services as a Director, as set by the Corporation);

(d) Does not have a substantial Financial Interest in and is an employee of, and does not have a Relative who has a substantial Financial Interest in or is an Officer of, any entity that has provided payments, property or services to, or received payments, property or services from, the Corporation or an Affiliate of the Corporation if the amount paid by the Corporation to the entity or received by the Corporation from the entity for such property or services, in any of the last three (3) fiscal years, exceeded:

- the lesser of \$10,000 or 2% of such entity's consolidated gross revenues if the entity's consolidated gross revenue was less than \$500,000;
- \$25,000 if the entity's consolidated gross revenue was \$500,000 or more but less than \$10,000,000; or
- \$100,000 if the entity's consolidated gross revenue was \$10 million or more;

(for the purposes of this subparagraph (d), "payment" does not include charitable contributions, dues or fees paid to the Corporation for services which the Corporation performs as part of its nonprofit purposes, or payments made by the corporation at fixed or non-negotiable rates or amounts for services received; provided, however, that such services by and to the corporation are available to individual members of the public on the same terms and such services received by the corporation are not available from another source);

(e) Is not in an employment relationship under control or direction of any Related Party and does not receive payments subject to approval of a Related Party;

(f) Is not and does not have a Relative who is a current owner, whether wholly or partially, director, officer or employee of the Corporation's outside auditor or who has worked on the Corporation's audit at any time during the past three (3) years; or

(g) Does not approve a transaction providing economic benefits to any Related Party who in turn has approved or will approve a transaction providing economic benefits to the Director.

Section 4: Key Person. A "Key Person" shall mean a person who (a) has responsibilities, or exercises powers or influence over the Corporation as a whole similar to the responsibilities, powers, or influence of directors and officers; (b) manages the Corporation, or a segment of the Corporation that represents a substantial portion of the

activities, assets, income or expenses of the Corporation; or (c) alone or with others controls or determines a substantial portion of the Corporation's capital expenditures or operating budget.

Section 5: Related Party. Persons who may be considered a "Related Party" of the Corporation or an Affiliate of the Corporation under this Policy include:

- (a) Directors, Officers, or Key Persons of the Corporation or an Affiliate of the Corporation;
- (b) Relatives of Directors, Officers, or Key Persons;
- (c) any entity in which a person in (i) or (ii) has a 35% or greater ownership or beneficial interest or, in the case of a partnership or professional corporation, a direct or indirect ownership interest in excess of 5%;
- (d) Founders of the Corporation;
- (e) Substantial contributors to the Corporation (within the current fiscal year or the past five (5) fiscal years);
- (f) Persons owning a controlling interest (through votes or value) in the Corporation;
- (g) Any non-stock entity controlled by one or more Key Persons.

Section 6: Relative. A "Relative" shall mean a spouse or domestic partner (as defined in section 2994-A of the New York Public Health Law), ancestor, child (whether natural or adopted), grandchild, great grandchild, sibling (whether whole or half-blood), or spouse or domestic partner of a child (whether natural or adopted), grandchild, great grandchild or sibling (whether whole or half-blood).

Tab 3

Conflict of Interest Policy

CONFLICT OF INTEREST POLICY
OF
GOTHAM DATA CLINIC, INC.

I.

Purpose

- I.1. The purpose of this Conflict of Interest Policy (as it may be amended from time to time, the “Policy”) is to protect the interests of Gotham Data Clinic, Inc. (the “Organization”) when it contemplates entering into a transaction or arrangement that might (a) benefit the private interest of an officer, director or key person as such term defined under Section 102 of the of New York Not-for-Profit Corporation Law (the “NPCL”) of the Organization, (b) result in a possible excess benefit transaction as such term is defined by the Internal Revenue Service or (c) constitute a related party transaction under Section 715 of the NPCL. This policy is intended to supplement, but not replace, any applicable state and U.S. Federal laws regarding conflicts of interest applicable to non-profit and charitable organizations. This policy is entered into in compliance with Section 715-a of the NPCL.

II.

Definitions

- II.1. Key Persons. A key person, as defined by NPCL Section 102(a)(5), is any person, other than a director or officer, whether or not an employee of the Organization, who (a) has responsibilities, or exercises powers or influence over the Organization as a whole similar to responsibilities, powers, or influence of directors and officers; (b) manages the Organization, or a segment of the Organization that represents a substantial portion of the activities, assets, income, or expenses of the Organization; or (c) alone or with others controls or determines a substantial portion of the Organization’s capital expenditures or operating budget.
- II.2. Interested and Disinterested Persons. Any director, officer or other key person with powers delegated by the governing board of directors (the “Board”) of the Organization, who has a direct

or indirect financial interest (as defined in Section 2.02 hereof) or an interest in a related party transaction (as defined in Section 2.03 hereof) is an interested person. Anyone who is not an interested person with respect to any transaction or arrangement is a disinterested person with respect to such transaction or arrangement.

II.3. Financial Interest and Conflict of Interest. A person has a financial interest if the person has, directly or indirectly, through business, investment or family:

- (a) an ownership or investment interest in any entity with which the Organization has a transaction or arrangement;
- (b) a compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement; or
- (c) a potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Pursuant to Section 3.04 of this Policy, a person who has a financial interest may have a conflict of interest if the Board or an appropriate committee thereof decides that a conflict of interest exists.

II.4. Related Party and Related Party Transactions. A related party is:

- (a) any director, officer or key person of the Organization or any affiliate of the Organization;
- (b) any relative of any director, officer or key person of the Organization or any affiliate of the Organization; or
- (c) any entity in which any individual described in (a) and (b) of this Section has a thirty-five percent (35%) or greater ownership or beneficial interest or, in the case of a partnership or professional corporation, a direct or indirect ownership interest in excess of five percent (5%).

A related party transaction is any transaction, agreement or other arrangement in which a related party has a financial interest and in which the

Organization or any affiliate of the Organization is a participant, except that a transaction shall not be a related party transaction if: (i) the transaction or the related party's financial interest in the transaction is de minimis, (ii) the transaction would not customarily be reviewed by the board or boards of similar organizations in the ordinary course of business and is available to others on the same or similar terms, or (iii) the transaction constitutes a benefit provided to a related party solely as a member of a class of the beneficiaries that the Organization intends to benefit as part of its mission, and such benefit is available to all similarly situated members of the same class on the same terms.

An interested person has an interest in a related party transaction whenever he or she is involved in a relationship giving rise to a potential or actual related party transaction. An interest in a related party transaction may (and often will) qualify as a conflict of interest. As such, the provisions of Article III of this Policy (other than Section 3.04 thereof) applicable to conflicts of interest shall also apply to all related party transactions. Subject to the preceding sentence, a related party transaction will be permissible under Section 3.05 of this Policy if the Board or an appropriate committee thereof determines that such transaction is fair, reasonable and in the Organization's best interests at the time of such determination.

II.5. Relative. A Relative is a spouse or domestic partner as defined in section 2994-A of the New York Public Health Law, ancestor, child (whether natural or adopted), grandchild, great grandchild, sibling (whether whole or half-blood), or spouse or domestic partner of a child (whether natural or adopted), grandchild, great grandchild or sibling (whether whole or half-blood).

III.

Procedures

III.1. Scope. The procedures set forth in this Article (other than Section 3.04 hereof) shall apply to (i) any interest in a related party transaction, regardless of whether such interest shall be subject to Section 3.04 of this Policy or be determined to be a conflict of interest; and (ii) any financial interest determined to be a conflict of interest. The procedures set forth in the remaining provisions of this Policy shall be carried out by the Board or a committee with powers delegated by the Board to consider potential conflicts of interest and/or related party transactions.

III.2. Duty to Disclose. In connection with any actual or possible conflict of interest or related party transaction, an interested person must disclose the existence and material facts of any financial

interest or interest in a related party transaction. Such interested person shall be given the opportunity to disclose all material facts to the Directors and members of committees with powers delegated by the Board considering the proposed transaction or arrangement.

III.3. Annual Disclosures. Prior to election to the Board, and thereafter on an annual basis, each Director shall disclose in a signed writing, to the best of his or her knowledge, any entity or entities of which such director is an officer, director, trustee, member, owner (either as a sole proprietor or a partner), or employee and with which the Organization has a relationship, and any transaction in which the Organization is a participant and in which the director might have a financial interest or interest in a related party transaction. Each such disclosure statement shall be submitted to the Secretary of the Organization and shall be available to any Director of the Organization upon request. Such disclosure may be made at the same time and in the same instrument as any annual disclosure required pursuant to Article VI hereof.

III.4. Determining Whether a Conflict of Interest Exists. After disclosure of a financial interest and disclosure of all other material facts, and after any discussion with the interested person, the remaining Board or committee members (other than such interested person) shall decide if a conflict of interest exists. Such interested person may not be present at any point while the determination of a conflict of interest is discussed and voted upon.

III.5. Procedures for Addressing the Conflict of Interest or Interest in a Related Party Transaction.

(a) An interested person may make a presentation at the Board or committee meeting, but after the presentation, such interested person shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the conflict of interest or related party transaction.

(b) An interested person may not attempt to improperly influence the deliberations or voting on the matter giving rise to his or her conflict of interest or interest in a related party transaction.

(c) Directors shall not attempt to influence other Directors regarding matters in which they have a conflict of interest or an interest in a related party transaction without first disclosing such conflict or interest.

(d) The Board or chairperson of the committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

(e) After exercising due diligence, the Board or committee shall determine whether the Organization can obtain with reasonable efforts an alternative, more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest or constitute a related party transaction.

(f) If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest or constituting a related party transaction, the Board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is fair, reasonable and in the Organization's best interests at the time of such determination. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

III.6. Violations of the Conflicts of Interest Policy.

(a) If the Board or a committee thereof has reasonable cause to believe a director, officer or other key person has failed to disclose an actual or possible conflict of interest or interest in a related party transaction, it shall inform such person of the basis for such belief and afford such person an opportunity to explain the alleged failure to disclose.

(b) If, after hearing such person's response and after making further investigation, as warranted by circumstances, the Board or committee determines such person has failed to disclose an actual or possible conflict of interest or an interest in a related party transaction, it shall take appropriate disciplinary and corrective action.

IV.

Records of Proceedings

The minutes of the meetings of the Board and all committees with powers delegated by the Board to conduct proceedings pursuant to this Policy shall contain:

(a) the names of any interested persons (whether such person or persons disclosed the relevant interest(s) or were otherwise found to have such interests);

(b) the nature of such interest(s);

- (c) with respect to any financial interest, (i) any action taken to determine whether a conflict of interest was present, and (ii) the Board's or committee's decision as to whether a conflict of interest in fact existed;
- (d) the names of the persons who were present for discussions and votes relating to the transaction or arrangement;
- (e) the content of the discussion, including (i) any alternatives to the proposed transaction or arrangement and (ii) the Board's or committee's determination, if any, that such transaction is fair, reasonable and in the Organization's best interests; and
- (f) a record of any votes taken in connection with such proceedings.

V.

Compensation

A voting member of the Board or of any committee dealing with compensation matters who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to his or her compensation; provided, however, that no such person shall be prohibited from providing information to the Board or any committee regarding compensation.

VI.

Annual Statements

Each director and officer of the Organization shall annually sign and deliver to the Secretary of the Organization a statement that affirms the person:

- (a) has received a copy of this Policy;
- (b) has read and understands this Policy;
- (c) has agreed to comply with this Policy; and
- (d) understands that the Organization is charitable and in order to maintain its Federal tax exemption it must engage primarily in activities which accomplish one or more of its charitable or educational purposes.

Such disclosure may be made at the same time and in the same instrument as any annual disclosure required pursuant to Section 3.03 hereof.

VII.

Periodic Reviews

To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, the Board shall ensure that periodic reviews are conducted. The periodic reviews shall, at a minimum, include the following subjects:

- (a) whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's-length bargaining; and
- (b) whether partnerships, joint ventures and arrangements with management organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable or educational purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

In connection with such periodic reviews, the Organization may, but need not, use outside advisors or experts or delegate such reviewing activity to a committee of the Board; provided, however, that the use of outside experts or advisors or a committee shall not relieve the Board of its responsibility to ensure that periodic reviews are conducted.

IN WITNESS WHEREOF, the foregoing document is a true and accurate copy of the Conflict of Interest Policy of Gotham Data Clinic, Inc., duly adopted by the Board of Directors on the 18th day of April, 2025.

By: Teon Brooks
 Name: Teon Brooks
 Title: President

By: Steve Azeka
 Name: Steve Azeka
 Title: Treasurer

By: Mya Doelling
 Name: Mya Doelling
 Title: Secretary

Tab 4

Form 2848 – Power of Attorney and Declaration of Representative

Power of Attorney and Declaration of Representative

► Go to www.irs.gov/Form2848 for instructions and the latest information.

OMB No. 1545-0150

For IRS Use Only

Received by:

Name _____

Telephone _____

Function _____

Date ____/____/____

Part I Power of Attorney

Caution: A separate Form 2848 must be completed for each taxpayer. Form 2848 will not be honored for any purpose other than representation before the IRS.

1 Taxpayer information. Taxpayer must sign and date this form on page 2, line 7.

Taxpayer name and address

Gotham Data Clinic, Inc.

Taxpayer identification number(s)

84-3894797

205 Frost Street, Apt. 4F, Brooklyn, NY 11211

Daytime telephone number

646-710-0349

Plan number (if applicable)

hereby appoints the following representative(s) as attorney(s)-in-fact:

2 Representative(s) must sign and date this form on page 2, Part II.

Name and address

Frederick Schemel

Cravath, Swaine & Moore LLP, Two Manhattan West
375 Ninth Avenue, New York, NY 10001

Check if to be sent copies of notices and communications ☒

CAF No. _____

PTIN _____

Telephone No. 212-474-1776

Fax No. _____

Check if new: Address ☐ Telephone No. ☐ Fax No. ☐

Name and address

Amy Chun

Cravath, Swaine & Moore LLP, Two Manhattan West
375 Ninth Avenue, New York, NY 10001

Check if to be sent copies of notices and communications ☒

CAF No. _____

PTIN _____

Telephone No. 212-474-1658

Fax No. _____

Check if new: Address ☐ Telephone No. ☐ Fax No. ☐

Name and address

Ryan Herrmann

Cravath, Swaine & Moore LLP, Two Manhattan West
375 Ninth Avenue, New York, NY 10001

(Note: IRS sends notices and communications to only two representatives.)

CAF No. _____

PTIN _____

Telephone No. 212-474-1032

Fax No. _____

Check if new: Address ☐ Telephone No. ☐ Fax No. ☐

Name and address

(Note: IRS sends notices and communications to only two representatives.)

CAF No. _____

PTIN _____

Telephone No. _____

Fax No. _____

Check if new: Address ☐ Telephone No. ☐ Fax No. ☐

to represent the taxpayer before the Internal Revenue Service and perform the following acts:

- 3 Acts authorized (you are required to complete line 3).** Except for the acts described in line 5b, I authorize my representative(s) to receive and inspect my confidential tax information and to perform acts I can perform with respect to the tax matters described below. For example, my representative(s) shall have the authority to sign any agreements, consents, or similar documents (see instructions for line 5a for authorizing a representative to sign a return).

Description of Matter (Income, Employment, Payroll, Excise, Estate, Gift, Whistleblower, Practitioner Discipline, PLR, FOIA, Civil Penalty, Sec. 4980H Shared Responsibility Payment, etc.) (see instructions)

Tax Form Number
(1040, 941, 720, etc.) (if applicable)

Year(s) or Period(s) (if applicable)
(see instructions)

Application For Tax-Exempt Status

Form 1023

2024-2026

- 4 Specific use not recorded on the Centralized Authorization File (CAF).** If the power of attorney is for a specific use not recorded on CAF, check this box. See Line 4. Specific Use Not Recorded on CAF in the instructions ☐

- 5a Additional acts authorized.** In addition to the acts listed on line 3 above, I authorize my representative(s) to perform the following acts (see instructions for line 5a for more information): ☐ Access my IRS records via an Intermediate Service Provider;

☐ Authorize disclosure to third parties;

☐ Substitute or add representative(s);

☐ Sign a return;

☐ Other acts authorized:

- b Specific acts not authorized.** My representative(s) is (are) not authorized to endorse or otherwise negotiate any check (including directing or accepting payment by any means, electronic or otherwise, into an account owned or controlled by the representative(s) or any firm or other entity with whom the representative(s) is (are) associated) issued by the government in respect of a federal tax liability.

List any other specific deletions to the acts otherwise authorized in this power of attorney (see instructions for line 5b): _____

- 6 Retention/revocation of prior power(s) of attorney.** The filing of this power of attorney automatically revokes all earlier power(s) of attorney on file with the Internal Revenue Service for the same matters and years or periods covered by this form. If you **do not** want to revoke a prior power of attorney, check here ☐ **►**

YOU MUST ATTACH A COPY OF ANY POWER OF ATTORNEY YOU WANT TO REMAIN IN EFFECT.

- 7 Taxpayer declaration and signature.** If a tax matter concerns a year in which a joint return was filed, each spouse must file a separate power of attorney even if they are appointing the same representative(s). If signed by a corporate officer, partner, guardian, tax matters partner, partnership representative (or designated individual, if applicable), executor, receiver, administrator, trustee, or individual other than the taxpayer, I certify I have the legal authority to execute this form on behalf of the taxpayer.

► IF NOT COMPLETED, SIGNED, AND DATED, THE IRS WILL RETURN THIS POWER OF ATTORNEY TO THE TAXPAYER.

Teon Brooks

Signature

5/5/2025

Date

President

Title (if applicable)

Teon Brooks

Print name

Gotham Data Clinic, Inc.

Print name of taxpayer from line 1 if other than individual

Part II Declaration of Representative

Under penalties of perjury, by my signature below I declare that:

- I am not currently suspended or disbarred from practice, or ineligible for practice, before the Internal Revenue Service;
- I am subject to regulations in Circular 230 (31 CFR, Subtitle A, Part 10), as amended, governing practice before the Internal Revenue Service;
- I am authorized to represent the taxpayer identified in Part I for the matter(s) specified there; and
- I am one of the following:
 - a Attorney—a member in good standing of the bar of the highest court of the jurisdiction shown below.
 - b Certified Public Accountant—a holder of an active license to practice as a certified public accountant in the jurisdiction shown below.
 - c Enrolled Agent—enrolled as an agent by the IRS per the requirements of Circular 230.
 - d Officer—a bona fide officer of the taxpayer organization.
 - e Full-Time Employee—a full-time employee of the taxpayer.
 - f Family Member—a member of the taxpayer's immediate family (spouse, parent, child, grandparent, grandchild, step-parent, step-child, brother, or sister).
 - g Enrolled Actuary—enrolled as an actuary by the Joint Board for the Enrollment of Actuaries under 29 U.S.C. 1242 (the authority to practice before the IRS is limited by section 10.3(d) of Circular 230).
 - h Unenrolled Return Preparer—Authority to practice before the IRS is limited. An unenrolled return preparer may represent, provided the preparer (1) prepared and signed the return or claim for refund (or prepared if there is no signature space on the form); (2) was eligible to sign the return or claim for refund; (3) has a valid PTIN; and (4) possesses the required Annual Filing Season Program Record of Completion(s). **See Special Rules and Requirements for Unenrolled Return Preparers in the instructions for additional information.**
 - k Qualifying Student or Law Graduate—receives permission to represent taxpayers before the IRS by virtue of his/her status as a law, business, or accounting student, or law graduate working in a LITC or STCP. See instructions for Part II for additional information and requirements.
 - r Enrolled Retirement Plan Agent—enrolled as a retirement plan agent under the requirements of Circular 230 (the authority to practice before the Internal Revenue Service is limited by section 10.3(e)).

► IF THIS DECLARATION OF REPRESENTATIVE IS NOT COMPLETED, SIGNED, AND DATED, THE IRS WILL RETURN THE POWER OF ATTORNEY. REPRESENTATIVES MUST SIGN IN THE ORDER LISTED IN PART I, LINE 2.

Note: For designations d–f, enter your title, position, or relationship to the taxpayer in the "Licensing jurisdiction" column.

Designation— Insert above letter (a–r).	Licensing jurisdiction (State) or other licensing authority (if applicable)	Bar, license, certification, registration, or enrollment number (if applicable)	Signature	Date
a	NY	6190144	<i>Paul S. [Signature]</i>	4/30/25
a	NY	6189344	<i>[Signature]</i>	4/30/25
a	NY	6174056	<i>[Signature]</i>	4/30/25

Tab 5

Exhibit A: Statement of Activities

EXHIBIT A

Statement of Activities (Part IV, Line 1)

Gotham Data Clinic

Gotham Data Clinic is a New York City-based charitable organization whose mission is to develop high-quality, openly licensed educational material in computing and data science, build technology to support its delivery, and train the next generation of scientists and technologists in these computational and data science skills as well as inform and engage the general public in conversation on these topics.

The field of data science is a relatively new field and has largely been developed in the private sector. It extends the use of statistics and exploratory data analysis to understand and make inferences of the world. These skills are necessary across all fields of inquiry as the world is becoming ever-increasingly data-driven. Academic data science is burgeoning, growing from 13 programs in 2014 to over 50 in 2022¹ but it is still not sufficient to meet the growing needs. Gotham Data Clinic aims to partner with colleges and universities as well as local community organizations to develop content and curriculum to meet the needs for data science training.

Founding and Mission

Gotham Data Clinic was born out of a National Institutes of Health Science Education Partnership Award granted to NYU to develop and deliver a neuroscience curriculum to high school students in NYC. We created a research platform to connect EEG hardware to students' computers to show them their brain activity for the first time, develop custom experiments, and run studies the same way researchers would in a laboratory setting. We also taught students how to analyze the results of their experiments using data science methods. This curriculum, BrainWaves², provided hands-on experiential learning to thirty different high schools across the city.

The grant period for the award was only for five years. We wanted to find a home for this research platform and its curriculum after the grant period ended so we established Gotham Data Clinic, Inc. to be a place to incubate new programs to teach computational education. We have begun to extend our curriculum offerings to teach data science, machine learning, and artificial intelligence.

Our vision is to inform, prepare, and train the next generation of scientists and technologists and the broader public in computational and data sciences for a more fair and responsible future.

¹ <https://magazine.howard.edu/stories/beyond-the-numbers>.

² <https://wp.nyu.edu/brainwaves/>.

Our mission is to:

- Develop next-gen computational and data science education content and platform.
- Lead workshops and training on computing and data science.
- Publicize our work through scholarly engagement as well as public engagements.

Specific Activities

We think the best way to realize our vision of a fairer and more responsible future is to build new tools and curricula to educate, inform, and empower the leaders of tomorrow.

A. Developing Educational Materials

Gotham Data Clinic has delivered workshops on data literacy. We've partnered with local organizations to teach the public how to make sense of data, understand where it comes from, and make decisions from the information.

Gotham Data Clinic has been developing open-access curricula for computing and data science education. These courses teach the fundamentals in scientific computing, exploratory data analysis, statistical inferences, and machine learning techniques. We are partnering with local colleges and universities to deliver this material. This fits in with our overall strategy to prepare learners in computing and data science skills.

We have been working as a volunteer-based organization since our incorporation. In addition, we have not yet charged for workshops so far in our organization's history. We were not able to develop and deliver in-person workshops and training during the pandemic, and we have only now begun to develop in-person direct instruction.

In the near future, we would like to begin to provide paid offerings for workshops and instruction to generate revenue for our organization to sustain and support new curriculum development. We are committed to making our course materials freely available. For those seeking direct instruction, we plan to offer a series of workshops to develop and master data science skills and a series of workshops to professionally develop instructors to deliver data science courses.

So far, our workshops have been conducted virtually and the curriculum development has happened remotely. In the future, we plan to have a co-working space that is dedicated to the organization where we can host events to the public and have a space to periodically meet to discuss curriculum development.

It is intended that 34 percent of the organization's time will be dedicated to research and development of educational content.

B. Developing Education Technology

We are actively working to build an education hub to house all of our educational efforts in one place and provide a computational education for all learners on our platform. We

will host data science educational materials on the hub as well as provide the necessary computational environment to run data science workloads.

Using some recent advances in the scientific computing ecosystem, there are now tools to make setting up Python and R, two essential programming languages for data science, easy to set up and access, all in a web browser. This means anyone with a device that has a web browser will now be able to learn data science without the need for expensive equipment. Our hub will greatly increase access to data science education while dramatically reducing the maintenance costs.

The platform development work is actively being supported by volunteers and we are creating the hub under a non-commercial license. This will allow us to fulfill our mission to ensure that the infrastructure remains open while protecting our intellectual property.

We plan to provide a hosted solution for different learning communities and provide service support for their educational and technical needs. We will charge for maintenance and support of these hosted solutions and this will provide revenue to support the platform development and it will allow us to compensate our contributors for their work.

We will also provide a self-hosting option so communities can have full control over their data and content. We plan to have community spaces on our hub to host and share course content among instructors. This would create a Github-like environment to share, remix, and modify lessons and create a forum for instructors to collaborate with one another.

This platform helps fulfill our mission to develop and distribute next-generation computing and data science education experiences. This platform will make data science education accessible to everyone.

The development of this work is currently taking place in a remote work environment; currently we do not have a dedicated space. In the future, we plan to have a dedicated co-working space to have periodic in-person meetings.

It is intended that 33 percent of the organization's time will be dedicated to technology development.

C. Scholarly and Community Engagement

Gotham Data Clinic is currently working on a landscape analysis and review of data science education. This scholarly research gives us a perspective of the latest implementation work happening in secondary education and higher education sectors. This gives us an evidence-based approach to our curriculum development and allows us to invest in developing tools that meet the ever-changing needs in computing and data science. This research helps us fulfill our mission to develop high-quality educational materials in computing and data science.

We plan to make our findings available and publicize all our work through public engagements. This includes participating in panel discussions, presentations, and invited talks. These engagements will give public awareness of our work and allow us to reach new audiences to fulfill our mission of training the next generation of scientists and technologists as well as the general public.

This work is currently supported by our volunteers and is done in a remote setting. We plan to use part of our revenue from workshop delivery and platform hosting to cover the cost of this integral research. This revenue would also cover the cost of a dedicated co-working space for convening. It is intended that 33 percent of the organization's time will be dedicated to scholarly and community engagement.

Tab 6

Exhibit B: Supplemental Information – Financial Data

EXHIBIT B

Supplemental Information – Financial Data (Part VI, Line 19)

Gotham Data Clinic, Inc. currently operates entirely as a volunteer organization and has no financial assets or income. Our organization plans to begin fundraising through donations, as well as charging participants for certain programming and services aligned with our mission.

We are providing three total years of financial information, including information for the current year and good-faith projections of our finances for the next two years. While Gotham Data Clinic, Inc. has been incorporated for over five years, it has not had any financial assets or income since incorporation. Under Treas. Reg. 1.509(a)-3(d)(1), an organization will generally meet the applicable public support tests during its first five taxable years as a section 501(c)(3) organization if the organization can reasonably be expected to meet the requirement of such tests during that period. Based on its projected donations and estimated amounts received for programming and services, Gotham Data Clinic expects that it will meet the requirements of the public support tests for its first five years as a section 501(c)(3) organization.

Tab 7

Exhibit C: Supplemental Information – Itemized Expenses

EXHIBIT C

Supplemental Information – Itemized Expenses (Part VI, Line 25)

Expenditures

Printed Materials	0	500	500
Office Materials	0	100	100
Shipping/Postage	0	100	200
Insurance	0	1,500	1,500
Travel (flight, hotel, ground transport, per diem meals for 3-5 people)	0	2,000	4,000
Conference Expenses	0	0	750
Internet Services (website, data storage, productivity tools)	0	600	600
<i>Total Itemized Expenses</i>	0	4,800	7,650

Tab 8

Exhibit D: Supplemental Information – Educational Grants

EXHIBIT D

Supplemental Information – Educational Grants (Schedule H, Section I, Line 1)

Gotham Data Clinic, Inc. has not granted any scholarships or fellowships in the past. However, we intend to award scholarships or fellowships in the future. The number and amount of such grants would be dependent on our fundraising.

The purpose of the scholarship is to help reduce the cost barrier for students with demonstrated financial need who are interested in pursuing a degree in STEM. The scholarship also offers direct data science training from our organization to prepare students with the skills for a more data-driven future and emphasize its responsible use.

Beginning in 2027, we intend to offer at least one scholarship per year of \$5,000. Depending on our fundraising ability, we would like to offer roughly 5 scholarships per year in the future.

The purpose of the fellowship is to support STEM practitioner and provide them with funding to pursue research and develop in data science education. Our organization will provide them financial resources as well as networking opportunity. Their work will be in pursuit of our mission to train the next generation of scientists and technologists in computing and data science as well as engage and inform the general public on data science topics.

Once we have reached a stable financial model, we intend to offer at least one fellowship per year of \$50,000 to support the fellow's work during their tenure.

Both the scholarship and fellowship will be publicized on our website, publicized on social media sites, and professional networking sites, such as LinkedIn. We will contact local colleges and universities to publicize the scholarship opportunities and professional societies for fellowship opportunities.