

The Rebellion Alliance

Official Bylaws

(Adopted on 2/27/2025)

Article I – Name & Purpose

Section 1: Name

The official name of this organization shall be The Rebellion Alliance (TRA).

Section 2: Mission Statement

“Empowering communities through hope and innovation.”

Section 3: Purpose

The Rebellion Alliance is a nonprofit organization dedicated to:

- Engaging in community service initiatives such as trash cleanups, environmental restoration, and public space improvements.
- Funding grassroots efforts including playgrounds, shelters, schools, churches, and local projects that strengthen communities.
- Providing direct relief to those in need, including the homeless, families in crisis, and underserved communities.
- Exploring innovative funding solutions, such as decentralized financial tools, to further its mission and support sustainable growth.

- Supporting independent journalism and research to empower communities with truth, transparency, and access to critical information, ensuring voices are heard and informed decisions can be made.
- Encouraging community-driven initiatives where individuals and groups propose projects or missions that align with TRA's purpose, allowing direct community participation in shaping impact.

Article III – Decision-Making & Voting

Article II – Governance & Leadership

Section 1: Founder's Veto Power

Section 1: Founder's Authority

- The Founder/President (M. Wesley Donaldson) retains full decision-making authority over all mission-related initiatives, funding allocations, and strategy.
- The Board of Directors may vote on initiatives, but the Founder has the final say on approval and implementation.

Section 2: Board of Directors

- TRA shall be governed by a Board of Directors, but board authority shall be limited to advisory and oversight roles.
- The Founder shall have a permanent seat on the board with full voting rights.
- The board cannot take action or vote without a formal meeting where the Founder is present (virtual or in person).
- Board members serve voluntarily and may not receive compensation outside of approved expense reimbursements.

Section 3: Board Membership Selection & Removal

- Only the Founder may appoint or remove board members.
- Board members cannot elect new members without Founder approval.

- Board members may be removed by a $\frac{2}{3}$ majority vote, but only with the Founder's approval.
- Board meetings shall be held at least once per quarter, with emergency meetings allowed as needed.

Article III – Decision-Making & Voting

Section 1: Founder's Veto Power

- The Founder retains the right to veto any board decision.
- A vetoed decision cannot be reconsidered without the Founder's approval.

Section 2: Supermajority for Major Changes

- Any major governance changes, such as restructuring, new leadership, or significant bylaw amendments require:
- A $\frac{2}{3}$ supermajority board vote
- Founder approval

Section 3: Bylaw Amendments

- The Board may propose bylaw changes, but no changes shall be adopted without written approval from the Founder.
- Amendments shall be reviewed annually to ensure alignment with TRA's mission.

Article IV – Financial Oversight & Transparency

Section 1: Funding Allocation

- 85%+ of all funds must be used for mission-related initiatives.
- No more than 15% may be used for administrative and operational expenses, including salaries, technology, and overhead costs.

Section 2: Founder & Employee Salaries

- Salaries shall be limited to available funding within the 15% overhead cap.
- The maximum salary for any employee shall not exceed \$50,000 annually unless reviewed and adjusted by board approval and financial feasibility.
- Salaries must be reviewed annually to ensure fairness and financial responsibility.

Section 3: Financial Transparency Clause

- The organization shall maintain detailed financial records, including revenue, expenses, salaries, and allocations for public and board review.
- Financial reports shall be available upon request for board oversight, donor transparency, and compliance with regulatory authorities.
- The Founder and Board of Directors must approve all major financial transactions exceeding a set threshold (\$5,000) to ensure ethical financial management.

Article V – Protection of Founder's Role & Nonprofit Integrity

Section 1: Founder's Permanent Role & Protection

- The Founder shall not be subject to removal by the board.
- The Founder's position is permanent unless voluntarily resigned.

- The Founder may appoint a successor in the event of resignation or incapacity, ensuring leadership continuity.

Section 2: Dissolution or Major Structural Changes

- The organization cannot be dissolved, merged, or restructured without:
- Founder approval
- A $\frac{2}{3}$ supermajority board vote
- In the event of dissolution, all assets must be donated to another nonprofit organization aligned with TRA's mission.

Section 3: Conflict of Interest Policy

- No board member or employee may personally profit from organizational decisions outside of approved salaries and expense reimbursements.
- Any potential conflicts of interest must be disclosed and documented.
- All contracts, partnerships, or major expenditures must be reviewed for transparency and ethical alignment with TRA's mission.

Article VI – Community Engagement & Expansion

Section 1: Supporting Local & Global Initiatives

- TRA shall operate without geographical limitations, allowing support for both local and global initiatives.
- Missions and projects shall be community-driven, meaning funding can be allocated based on local needs and requests.

Section 2: Citizen Journalism & Research Funding

- TRA shall support independent journalism and research initiatives that align with its mission of transparency, truth, and community empowerment.
- Grants, stipends, or financial assistance may be offered to individuals or groups conducting investigative work or community research.

Section 3: REBEL Token & Decentralized Innovation

- TRA may utilize blockchain and decentralized finance (DeFi) tools to create funding models that sustain its mission.
- The REBEL Token shall be structured as follows:
 - 50% of total supply is owned by TRA and locked with a max release of 5% per quarter.
 - 85%+ of all token sales must go toward mission initiatives, with a max of 15% allocated to overhead costs.
 - Token sales shall be limited to four (4) per year, ensuring responsible fund management.
 - The board shall oversee how funds are allocated from each token sale to maximize impact.

Signatures

I, the undersigned, agree to adopt and abide by the bylaws of The Rebellion Alliance as stated above.

Founder/President Signature:  _____

Date: 2/27/25

Amendment: Insider Ownership Ban & Legal Consequences

This ensures that no TRA employee, officer, or affiliate can personally profit from REBEL Token, protecting both TRA and its leadership from legal risks.

Amendment to Article VI, Section 3: REBEL Token & Decentralized Innovation

- No TRA employee, officer, board member, or official affiliate may personally own, trade, or profit from REBEL Token.
- This restriction applies to both direct purchases and indirect acquisitions (e.g., receiving tokens through another party).
- Violations of this policy will result in:
 - Immediate removal from TRA roles
 - Public disclosure of the violation
 - Potential legal action for fraud and financial misconduct
 - Referral to the IRS or relevant financial authorities if tax laws are violated
- Quarterly token sale dates will be publicly announced, along with the contract address (CA) for full transparency.

Founder/President Signature for amendment: _____

Date: 3/6/25

Amendment to Article VI, Section 3: REBEL Token & Decentralized Innovation

Section 3: REBEL Token & Decentralized Innovation (Updated)

Flexible Ownership Model

- TRA will own between 20-50% of each token created under its mission-driven financial model.
- This range ensures both stability for funding initiatives and investor confidence in decentralized fundraising.

Multi-Token Ecosystem

- The REBEL Token serves as the flagship asset, funding broad community missions and decentralized initiatives.
- Additional tokens may be created with unique names to support specific missions, frontlines, or community-driven efforts (e.g., disaster relief, environmental action, social development).
- Each token will follow the same financial model, ensuring consistency and transparency.

Standardized Financial Model

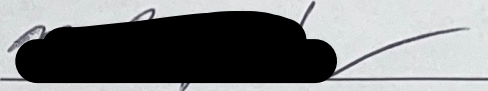
- All TRA tokens will adhere to the 85/15 Model:
- 85%+ of proceeds from token sales must be allocated to mission funding, community projects, strategic initiatives, or ecosystem development.
- Up to 15% may be used for overhead, salaries, operations, and nonprofit expenses.
- Quarterly Sales

- Token sales are limited to a maximum of 5% per quarter, ensuring responsible management of supply and funding.
- Sale dates and contract addresses (CA) will be publicly announced at the time of token creation.

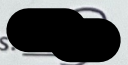
Governance & Oversight

- The board will oversee how funds from each token sale are allocated to maximize impact.
- No TRA employee, officer, board member, or official affiliate may personally own, trade, or profit from any TRA-created token.

Founder/President Signature for amendment: _____

A blacked-out signature with a long horizontal line extending to the right.

Date: 3/12/25

A blacked-out area representing redacted initials.