



**FORM A: BLANK NOTICE OF INTENT TO CLAIM INTERVENOR COMPENSATION**

**FILED**

**BEFORE THE PUBLIC UTILITIES COMMISSION OF THE STATE OF CALIFORNIA**

07/20/26

04:51 PM

|                                                                          |                                       |          |
|--------------------------------------------------------------------------|---------------------------------------|----------|
| Order Instituting Rulemaking on California Advanced Electric Rate Design | R. 26-04-009<br>(Filed April 9, 2026) | R2604009 |
|--------------------------------------------------------------------------|---------------------------------------|----------|

**NOTICE OF INTENT TO CLAIM INTERVENOR COMPENSATION  
AND, IF REQUESTED (and [ X ]<sup>1</sup> checked), ADMINISTRATIVE LAW JUDGE'S  
RULING ON [INDUSTRIOUS LABS]'S SHOWING OF SIGNIFICANT FINANCIAL  
HARDSHIP**

**NOTE: AFTER ELECTRONICALLY FILING A PDF COPY OF THIS NOTICE OF INTENT, PLEASE EMAIL THE DOCUMENT IN AN MS WORD FORMAT TO THE INTERVENOR COMPENSATION PROGRAM COORDINATOR AT [Icompcoordinator@cpuc.ca.gov](mailto:Icompcoordinator@cpuc.ca.gov).**

|                                                                                                                                                                  |               |                                              |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------------------------------|
| <b>Customer or Eligible Local Government Entity (party intending to claim intervenor compensation):</b> Industrious Labs                                         |               |                                              |
| <b>Assigned Commissioner:</b> John Reynolds                                                                                                                      |               | <b>Administrative Law Judge:</b> Perez-Green |
| I hereby certify that the information I have set forth in Parts I, II, III and IV of this Notice of Intent is true to my best knowledge, information and belief. |               |                                              |
| Signature:                                                                                                                                                       |               | /s/ Teresa Cheng                             |
| Date: July 20, 2026                                                                                                                                              | Printed Name: | Teresa Cheng                                 |

**PART I: PROCEDURAL ISSUES  
(To be completed by the party intending to claim intervenor compensation)**

|                                                                                                                                                                                                                                                                                                                |                          |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------|
| <b>A. Status as “customer” (see Pub. Util. Code § 1802(b))<sup>2</sup></b> The party claims “customer” status because the party is (check one):                                                                                                                                                                | <b>Applies (check)</b>   |
| <b>1. A Category 1 customer</b> is an actual customer whose self-interest in the proceeding arises primarily from his/her role as a customer of the utility and, at the same time, the customer must represent the broader interests of at least some other customers. See, for example, D.08-07-019 at 5-10). | <input type="checkbox"/> |

<sup>1</sup> DO NOT CHECK THIS BOX if a finding of significant financial hardship is not needed (in cases where there is a valid rebuttable presumption of eligibility (Part III(A)(3)) or significant financial hardship showing has been deferred to the intervenor compensation claim).

<sup>2</sup> All statutory references are to California Public Utilities Code unless indicated otherwise.

|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                                     |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------|
| <p><b>2. A Category 2 customer</b> is a representative who has been authorized by actual customers to represent them. Category 2 involves a more formal arrangement where a customer or a group of customers selects a more skilled person to represent the customer's views in a proceeding. A customer or group of customers may also form or authorize a group to represent them, and the group, in turn, may authorize a representative such as an attorney to represent the group.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | <input type="checkbox"/>            |
| <p><b>3. A Category 3 customer</b> is a formally organized group authorized, by its articles of incorporation or bylaws to represent the interests of residential customers or small commercial customers receiving bundled electric service from an electrical corporation (§1802(b)(1)(C)). Certain environmental groups that represent residential customers with concerns for the environment may also qualify as Category 3 customers, even if the above requirement is not specifically met in the articles or bylaws. <i>See</i> D.98-04-059, footnote at 30.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | <input checked="" type="checkbox"/> |
| <p><b>4. The party's detailed explanation of the selected customer category.</b></p> <p><b>The party's explanation of its status as a Category 3 customer.</b> If the party represents residential and small commercial customers receiving bundled electric service from an electrical corporation, it must include in the Notice of Intent either the percentage of group members that are residential ratepayers or the percentage of the members who are receiving bundled electric service from an electrical corporation. Supporting documentation for this customer category must include current copies of the articles of incorporation or bylaws. If current copies of the articles and bylaws have already been filed with the Commission, only a specific reference (the proceeding's docket number and the date of filing) to such filings needs to be made.</p> <p>Industrious Labs meets the third definition of "customer" provided in Public Utilities Code § 1802(b)(1)(C), which defines a Category 3 customer as "a representative of a group or organization authorized pursuant to its articles of incorporation or bylaws to represent the interests of residential customers...." Certain environmental groups that represent residential customers with concerns for the environment qualify as Category 3 customers even if the requirements of § 1802(b)(1)(C) are not specifically met in the organization's articles or bylaws. (D.98-04-059 at 29 n.14.)</p> <p>Industrious Labs is an environmental advocacy organization engaged in linking research, data analysis, coalition building, and regulatory and legislative advocacy to eliminate pollution from heavy industry for the benefit of the climate, public health, workers, and the communities that live near industrial facilities. Industrious Labs is organized as a limited liability company under the laws of Ohio. Industrious Labs has been active in California on industrial decarbonization issues and has participated in energy-related proceedings before the California Public Utilities Commission ("CPUC" or "Commission"), including ex parte participation in Rulemaking (R.) 22-07-005 (Demand Flexibility Rulemaking) alongside Sierra Club and the American Council for an Energy-Efficient Economy, and party participation</p> |                                     |

in Application (A.) 24-06-014 (SCE’s Consolidated Dynamic Rate Application) and A.24-09-014 (PG&E’s General Rate Case Phase 2).

First, Industrious Labs qualifies as a Category 3 customer because it participates in this proceeding as a representative of the Industrious Education Fund (“IEF”), a Delaware nonstock, nonprofit corporation. IEF’s Certificate of Incorporation, filed with the Delaware Secretary of State on April 4, 2024, provides that IEF “shall be a nonprofit corporation” organized “to apply its income or property, or both, exclusively for charitable, scientific, or educational purposes and to engage in such other activities which are exclusively in furtherance of these purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.” (Certificate of Incorporation, Article III.) The Certificate further confers on IEF all powers that are “necessary or incidental” to, or “conducive to the attainment of,” those purposes. (Id., Article IV.) IEF pursues these charitable purposes through research and advocacy dedicated to eliminating pollution from heavy industry for the benefit of climate, public health, and communities located near industrial facilities. While IEF’s governing documents do not specifically reference the representation of residential customers, the Commission has held that environmental groups that represent residential customers with concerns for the environment may qualify as Category 3 customers “even if the above requirement is not specifically met in the articles or bylaws.” (D.98-04-059, at 29 n.14.) IEF’s Certificate of Incorporation and Bylaws are attached as Attachments 2 and 3. Industrious Labs, as the representative of IEF, is therefore a “customer” under § 1802(b)(1)(C) as interpreted by the Commission.

Neither Industrious Labs nor IEF is a membership organization (see IEF Bylaws, Article 2), and accordingly the percentage-of-members metric described above is inapplicable; Industrious Labs relies on its representation of IEF and on the Commission’s recognition of environmental organizations under D.98-04-059. Industrious Labs participates in this proceeding as a representative of residential customers with concerns for the environment and in particular, the residents of communities located near industrial facilities throughout the service territories of Pacific Gas and Electric Company, Southern California Edison Company, and San Diego Gas & Electric Company. These residents are residential ratepayers of California’s electrical corporations, and they hold two interests in this proceeding: (1) an environmental and public health interest in rate design that enables the electrification of gas-fired industrial equipment operating in and near their communities, and (2) an economic interest in rate design, grounded in cost-causation principles, that enables beneficial industrial electrification that can improve utilization of the grid and place downward pressure on rates for all customers, including residential customers.

On behalf of the IEF, Industrious Labs is advancing solely the interests of these residential customers in reducing industrial pollution and securing equitable, cost-based rates, rather than advocating for any particular technology or for the business interests of any industrial customer. Neither IEF nor Industrious Labs represents industrial customers or trade associations, and neither receives funding from

|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |                                                                                   |
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| <p>regulated utilities, industrial ratepayers, or any entity with a financial stake in the outcome of this proceeding.</p> <p>The interests of the customers represented by Industrious Labs are unique and well suited to this proceeding and are not adequately represented by other parties. The Commission has “granted customer status to organizations, such as environmental groups, that represent ratepayer interests that are not solely economic, recognizing that participation in Commission proceedings by parties representing the full range of affected interests is important.” (D.06-12-041 at 7.) Industrious Labs brings to this proceeding its sustained focus on the effect of rate design on the pace of industrial decarbonization and, in turn, on the air quality and utility bills of the residential communities that surround California’s industrial facilities — a focus that will materially supplement, rather than duplicate, the participation of other parties.</p> <p>Industrious Labs, consistent with its governing documents and those of the Industrious Education Fund, appropriately represents the environmental interests of residential customers of California’s electrical corporations. Industrious Labs therefore qualifies as a “customer” as defined in § 1802(b)(1)(C) of the Public Utilities Code and the Commission’s decisions applying this section to environmental organizations.</p> |                                                                                   |
| <p><b>Do you have any direct economic interest in outcomes of the proceeding?</b> <sup>3</sup></p> <p>If “Yes”, explain:</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | <p><input type="checkbox"/> Yes</p> <p><input checked="" type="checkbox"/> No</p> |
| <p><b>B. Conflict of Interest (§ 1802.3)</b></p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | <p><b>Check</b></p>                                                               |
| <p>1. Is the customer a representative of a group representing the interests of small commercial customers who receive bundled electric service from an electrical corporation?</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | <p><input type="checkbox"/> Yes</p> <p><input checked="" type="checkbox"/> No</p> |
| <p>2. If the answer to the above question is “Yes”, does the customer have a conflict arising from prior representation before the Commission?</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | <p><input type="checkbox"/> Yes</p> <p><input type="checkbox"/> No</p>            |
| <p><b>C. Status as an Eligible Local Government Entity (§§1802(d), 1802.4, 1803.1)</b></p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                                                                                   |
| <p>The party claims “eligible local government entity” status because the party is a city, county, or city and county that is not a publicly owned public utility that intervenes or participates in a Commission proceeding for the purpose of protecting the health and safety of the residents within the entity’s jurisdiction following a catastrophic material loss suffered by its residents either in significant damage to infrastructure or loss of life and property, or both, as a direct result of public utility infrastructure.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | <p><input type="checkbox"/> Yes</p> <p><input checked="" type="checkbox"/> No</p> |
| <p>The party’s explanation of its status as an eligible local government entity must include a description of</p> <p>(1) The relevant triggering catastrophic event;</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                                                                   |

<sup>3</sup> See Rule 17.1(f).

|                                                                                                                                                                                                                                                                                         |                                                                        |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------|
| (2) The impacts of the triggering catastrophic event on the residents within the entity's jurisdiction as a result of public utility infrastructure; and<br>(3) The entity's reason(s) to participate in this proceeding.                                                               |                                                                        |
| <b>D. Timely Filing of Notice of Intent to Claim Intervenor Compensation (NOI) (§ 1804(a)(1)):</b>                                                                                                                                                                                      |                                                                        |
| 1. Is the party's NOI filed within 30 days after a Prehearing Conference?<br>Date of Prehearing Conference: 6/18/2026                                                                                                                                                                   | <input checked="" type="checkbox"/> Yes<br><input type="checkbox"/> No |
| 2. Is the party's NOI filed at another time (for example, because no Prehearing Conference was held, the proceeding will take less than 30 days, the schedule did not reasonably allow parties to identify issues within the timeframe normally permitted, or new issues have emerged)? | <input type="checkbox"/> Yes<br><input checked="" type="checkbox"/> No |
| 2a. The party's description of the reasons for filing its NOI at this other time:                                                                                                                                                                                                       |                                                                        |
| 2b. The party's information on the proceeding number, date, and decision number for any Commission decision, Commissioner ruling, Administrative Law Judge's ruling, or other document authorizing the filing of NOI at that other time:                                                |                                                                        |

**PART II: SCOPE OF ANTICIPATED PARTICIPATION**  
**(To be completed by the party intending to claim intervenor compensation)**

|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
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| <b>A. Planned Participation (§ 1804(a)(2)(A)):</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| <p>Consistent with the interests identified in its Motion for Party Status, filed June 16, 2026, Industrious Labs intends to participate in this proceeding on issues concerning advanced electric rate design that support the electrification of California's industrial sector, reduce the environmental and public health burden on communities located near manufacturing facilities, and improve grid utilization in ways that can benefit all customers, including residential customers. As Industrious Labs explained in that motion, existing rate structures for large industrial customers create barriers to electrification investment, increasing the risk that facilities continue fossil fuel combustion or relocate operations to jurisdictions with less stringent environmental requirements, and this proceeding presents a critical opportunity to address those barriers.</p> <p>Specifically, Industrious Labs expects to address: (1) rate design improvements for large commercial and industrial customers, including industrial process heat producers and large commercial hydrogen generation, as well-designed rates are a necessary condition for the economic viability of green electrolytic hydrogen production and the development of a domestic green fertilizer supply in California; (2) modernization of demand charges and nonbypassable charges consistent with the Commission's adopted electric rate design and demand flexibility principles, including reforms to demand charge design consistent with cost-causation principles, time-of-use period alignment to reflect current grid conditions and periods of abundant renewable generation, real-time and dynamic pricing, and nonbypassable charge treatment; (3) implementation of the Assembly Bill 2109 exemption from nonbypassable and departing load charges for industrial customers utilizing process heat recovery technology; (4) and marginal cost</p> |

methodologies, including peak load risk factor and related methods for allocating generation, transmission, and distribution marginal costs.

Industrious Labs intends to coordinate with other parties with similar positions to avoid duplication of effort, which may include Sierra Club, the Natural Resources Defense Council, the California Environmental Justice Alliance, and the Public Advocates Office. Industrious Labs' participation will materially supplement, rather than duplicate, the showings of these parties: Industrious Labs is the only party focused principally on rate design as a barrier to and enabler of industrial decarbonization, including the price differential between electricity and gas for industrial process heat, and brings analytical expertise developed through its December 2025 co-authored report, *Unlocking Industrial Electrification in California: Strategies for Electricity Rate Design and Policy Reform*, its party participation in A.24-06-014 (SCE's Consolidated Dynamic Rate Application) and A.24-09-014 (PG&E's General Rate Case Phase 2), and its informal participation in R.22-07-005, including its experience and insights on demand charges, real-time pricing, and better access to distributed energy resources. To the extent Industrious Labs' interests overlap with those of another party, Industrious Labs will consider efforts to avoid duplication such as collaborating or coordinating on discovery requests, testimony, and briefing.

**B. The party's itemized estimate of the compensation that the party expects to request, based on the anticipated duration of the proceeding (§ 1804(a)(2)(A)):**

| Item                                                 | Hours | Rate \$ | Total \$  | # |
|------------------------------------------------------|-------|---------|-----------|---|
| <b>ATTORNEY, EXPERT, AND ADVOCATE FEES</b>           |       |         |           |   |
| Teresa Cheng – California Director, Industrious Labs | 100   | \$250   | \$25,000  |   |
| Niki Wong – Senior Analyst, Industrious Labs         | 50    | \$350   | \$17,500  |   |
| Outside Expert - TBD                                 | 100   | \$350   | \$35,000  |   |
| Outside Attorney - TBD                               | 250   | \$650   | \$162,500 |   |
| <b>Subtotal: \$</b>                                  |       |         | \$240,000 |   |
| <b>OTHER FEES</b>                                    |       |         |           |   |
| [Person 1]                                           |       |         |           |   |
| [Person 2]                                           |       |         |           |   |
| <b>Subtotal: \$</b>                                  |       |         |           |   |
| <b>COSTS</b>                                         |       |         |           |   |
| [Item 1]                                             |       |         |           |   |
| [Item 2]                                             |       |         |           |   |
| <b>Subtotal: \$</b>                                  |       |         |           |   |
| <b>TOTAL ESTIMATE: \$</b>                            |       |         |           |   |

**Estimated Budget by Issues:**

- Industrial Rate Design Issues – 80%
- Commercial Hydrogen Rate Design Issues – 15%
- General – 5%

**Comment #1**

Teresa Cheng, California Director at Industrious Labs, has seven years of experience in California energy policy and regulatory advocacy. Previously, at Sierra Club (2022–2025), she developed

advocacy strategy and provided substantive input on regulatory filings and technical comments in CPUC proceedings including R.20-05-003 (IRP), Net Energy Metering 3.0, and R.22-07-005 (Demand Flexibility). She has co-authored technical reports on gas plant performance and industrial rate design, and has over three years of experience working with CalEnviroScreen-designated disadvantaged communities on regulatory issues. Industrious Labs anticipates requesting a first-time hourly rate of \$250 for Ms. Cheng for work performed in 2026. This rate falls within the range for Expert – Public Policy Analyst – Level III (6–9 years of experience) under Res. ALJ-393 and the Commission's hourly rate lookup tool. Industrious Labs will provide full documentation supporting Ms. Cheng's rate with its claim for intervenor compensation.

#### **Comment #2**

Niki Wong, Senior Campaign Analyst at Industrious Labs, has over 11 years of experience in environmental policy analysis, public health, and data analytics. At Industrious Labs (since January 2025), she develops technical analyses for the industrial sector and co-authored the 2025 report *Unlocking Industrial Electrification in California*. Her prior experience includes senior technical roles at Esri (2020–2025) and directing policy work at Redeemer Community Partnership (2014–2020), and she has published peer-reviewed research on environmental health. Industrious Labs anticipates requesting a first-time hourly rate of \$350 for Ms. Wong for work performed in 2026. This rate falls within the range for Expert – Public Policy Analyst – Level IV (10–14 years of experience) under Res. ALJ-393 and the Commission's hourly rate lookup tool. Industrious Labs will provide full documentation supporting Ms. Wong's rate with its claim for intervenor compensation.

#### **Comment #3**

Industrious Labs intends to retain an expert to testify in this proceeding but has not yet determined who the expert will be. Accordingly, Industrious Labs has included a placeholder for expert time and expenses based on the Hourly Rate Lookup Tool provided by the CPUC's Intervenor Compensation Office.

#### **Comment #4**

Industrious Labs intends to retain an outside attorney in this proceeding but has not yet determined who the attorney will be. Accordingly, Industrious Labs has included a placeholder for attorney time and expenses based on the Hourly Rate Lookup Tool provided by the CPUC's Intervenor Compensation Office.

*When entering items, type over bracketed text; add additional rows to table as necessary. Estimate may (but does not need to) include estimated Claim preparation time. Claim preparation time is typically compensated at ½ professional hourly rate.*

**PART III: SHOWING OF SIGNIFICANT FINANCIAL HARDSHIP**  
**(To be completed by party intending to claim intervenor compensation;**  
**see Instructions for options for providing this information)**

| <b>A. The party claims that participation or intervention in this proceeding without an award of fees or costs imposes a significant financial hardship, on the following basis:</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | <b>Applies (check)</b>              |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------|
| 1. The customer cannot afford, without undue hardship, to pay the costs of effective participation, including advocate's fees, expert witness fees, and other reasonable costs of participation. (§ 1802(h))                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | <input type="checkbox"/>            |
| 2. In the case of a group or organization, the economic interest of the Individual members of the group or organization is small in comparison to the costs of effective participation in the proceeding. (§ 1802(h))                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | <input checked="" type="checkbox"/> |
| 3. The eligible local government entities' participation or intervention without an award of fees or costs imposes a significant financial hardship. (§ 1803.1(b).)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | <input type="checkbox"/>            |
| 4. A § 1802(h) or § 1803.1(b) finding of significant financial hardship in another proceeding, made within one year prior to the commencement of this proceeding, created a rebuttable presumption in this proceeding (§ 1804(b)(1)).<br><br>Commission's finding of significant financial hardship made in proceeding number:<br><br><br>Date of Administrative Law Judge's Ruling (or CPUC Decision) in which the finding of significant financial hardship was made:                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | <input type="checkbox"/>            |
| <b>B. The party's explanation of the factual basis for its claim of "significant financial hardship" (§ 1802(h) or § 1803.1(b)) (necessary documentation, if warranted, is attached to the NOI:</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                                     |
| <p>Industrious Labs is requesting an ALJ Ruling here finding that Industrious Labs has demonstrated significant financial hardship. This is Industrious Labs' first request for a finding of significant financial hardship before the Commission.</p> <p>Industrious Labs estimates the cost of its effective participation in this proceeding at approximately \$240,000. The residential customers on whose behalf Industrious Labs participates each have an individual economic interest in this rate design proceeding measured, at most, in modest changes to a monthly utility bill; no individual would see financial benefits that come near the estimated cost of participation. While the communities Industrious Labs represents will benefit from reduced industrial air pollution and progress toward California's climate goals, such benefits are not directly financial.</p> <p>Therefore, Industrious Labs requests a finding of significant financial hardship pursuant to Public Utilities Code §1802(h).</p> <p>Industrious Labs does not anticipate any challenge to its eligibility for compensation in this proceeding. If any party attempts to challenge Industrious Labs' eligibility, Industrious Labs requests the opportunity to reply to such party's allegations within 10 days after service of such filing.</p> |                                     |

**PART IV: ATTACHMENTS DOCUMENTING SPECIFIC  
ASSERTIONS MADE IN THIS NOTICE**

**(The party intending to claim intervenor compensation identifies and attaches documents;  
add rows as necessary)**

| <b>Attachment No.</b> | <b>Description</b>                                      |
|-----------------------|---------------------------------------------------------|
| 1                     | Industrious Education Fund Certificate of Incorporation |
| 2                     | Industrious Education Fund Bylaws                       |

**ADMINISTRATIVE LAW JUDGE RULING<sup>4</sup>  
(Administrative Law Judge completes)**

|                                                                                                                                          | <b>Check all<br/>that apply</b> |
|------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------|
| <b>1. The Notice of Intent (NOI) is rejected for the following reasons:</b>                                                              | <input type="checkbox"/>        |
| a. The NOI has not demonstrated the party's status as a "customer" or an "eligible local government entity" for the following reason(s): | <input type="checkbox"/>        |
| b. The NOI has not demonstrated that the NOI was timely filed (Part I(B)) for the following reason(s):                                   | <input type="checkbox"/>        |
| c. The NOI has not adequately described the scope of anticipated participation (Part II, above) for the following reason(s):             | <input type="checkbox"/>        |
| 2. The NOI has demonstrated significant financial hardship for the reasons set forth in Part III of the NOI (above).                     | <input type="checkbox"/>        |
| 3. The NOI has not demonstrated significant financial hardship for the following reason(s):                                              | <input type="checkbox"/>        |
| <b>4. The Administrative Law Judge provides the following additional guidance (see § 1804(b)(2)):</b>                                    | <input type="checkbox"/>        |

**IT IS RULED that:**

|                                      |                          |
|--------------------------------------|--------------------------|
| 1. The Notice of Intent is rejected. | <input type="checkbox"/> |
|--------------------------------------|--------------------------|

<sup>4</sup> A Ruling needs not be issued unless: (a) the NOI is deficient; (b) the Administrative Law Judge desires to address specific issues raised by the NOI (to point out similar positions, areas of potential duplication in showings, unrealistic expectations for compensation, or other matters that may affect the customer or eligible local government entity's Intervenor Compensation Claim); or (c) the NOI has included a claim of "significant financial hardship" that requires a finding under § 1802(h).

|                                                                                                                                                                                                                                     |                          |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------|
| 2. The customer or eligible local government entity has satisfied the eligibility requirements of Pub. Util. Code § 1804(a).                                                                                                        | <input type="checkbox"/> |
| 3. The customer or eligible local government entity has shown significant financial hardship.                                                                                                                                       | <input type="checkbox"/> |
| 4. The customer or eligible local government entity is preliminarily determined to be eligible for intervenor compensation in this proceeding. However, a finding of significant financial hardship in no way ensures compensation. | <input type="checkbox"/> |
| 5. Additional guidance is provided to the customer or eligible local government entity as set forth above.                                                                                                                          | <input type="checkbox"/> |

Dated \_\_\_\_\_, at San Francisco, California.

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Administrative Law Judge

Industrious Education Fund Certificate of Incorporation

# Delaware

The First State

Page 1

*I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF  
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT  
COPY OF THE CERTIFICATE OF INCORPORATION OF "INDUSTRIOUS  
EDUCATION FUND", FILED IN THIS OFFICE ON THE FOURTH DAY OF  
APRIL, A.D. 2024, AT 4:26 O`CLOCK P.M.*

A handwritten signature of Jeffrey W. Bullock in black ink, written over a horizontal line.

Jeffrey W. Bullock, Secretary of State

3392094 8100  
SR# 20241313853

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 203187607  
Date: 04-04-24

**CERTIFICATE OF INCORPORATION**  
**OF**  
**INDUSTRIOUS EDUCATION FUND**

**(A Delaware Nonstock Corporation)**

**ARTICLE I**  
**NAME**

The name of the corporation is Industrious Education Fund (the “*Corporation*”).

**ARTICLE II**  
**REGISTERED OFFICE AND AGENT**

The address of the registered office of the Corporation in the State of Delaware is Corporation Service Company, 251 Little Falls Drive, in the City of Wilmington, County of New Castle, Delaware 19808. The name of its registered agent at that address is Corporation Service Company.

**ARTICLE III**  
**PURPOSES**

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware. The Corporation shall be a nonprofit corporation.

The specific purposes for which the Corporation is organized are to apply its income or property, or both, exclusively for charitable, scientific, or educational purposes and to engage in such other activities which are exclusively in furtherance of these purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the “*Code*”).

**ARTICLE IV**  
**POWERS**

In general, and subject to such limitations and conditions as are or may be prescribed by law or in this Certificate or the Corporation’s Bylaws, the Corporation shall have all powers which now or hereafter are conferred by law upon a corporation organized for the purpose set forth above, or are necessary or incidental to the powers so conferred, or are conducive to the attainment of the Corporation’s purpose.

**ARTICLE V**  
**INCORPORATOR**

The incorporator of the Corporation is Dominique Thomas. The address of the incorporator is:

34 Riverside Street  
Rochester, NY 14613

## **ARTICLE VI LIMITATIONS**

### **6.1 Nonprofit Status**

(a) The Corporation shall not have or issue shares of capital stock.

(b) The Corporation is not organized for profit and no part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its 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 the purposes set forth herein.

### **6.2 Prohibited Activity**

No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision herein, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

### **6.3 Distributions; Dissolution**

In the event of the dissolution of the Corporation, the board of directors, after paying or making provision for payment of all of the liabilities of the Corporation, shall distribute all of the remaining assets of the Corporation to such organization or organizations organized and operated exclusively for charitable, scientific, or educational purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code. Any such assets not so disposed of shall be disposed of by the circuit court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine which are organized and operated exclusively for such purposes.

## **ARTICLE VII LIMITATION OF DIRECTOR LIABILITY**

To the fullest extent permitted by the General Corporation Law of Delaware, as the same may be amended from time to time, a director of the Corporation shall not be personally liable to the Corporation for monetary damages for breach of fiduciary duty as a director. If the General Corporation Law of Delaware is hereafter amended to authorize further reductions in the liability of the Corporation's directors for breach of fiduciary duty, then a director of the Corporation shall not be liable for any such breach to the fullest extent permitted by the General Corporation Law of Delaware, as so amended.

Any repeal or modification of any of the foregoing provisions of this Article VII, by amendment of this Article VII or by operation of law, shall not adversely affect any right or protection of a director of the Corporation with respect to any acts or omissions of such director occurring prior to such repeal or modification.

## **ARTICLE VIII INDEMNIFICATION**

To the fullest extent permitted by applicable law, the Corporation is authorized to provide indemnification of (and advancement of expenses to) directors, officers, employees, and other agents of the Corporation (and any other persons to which Delaware law permits the Corporation to provide indemnification or advancement of expenses), through Bylaw provisions, agreements with any such director, officer, employee, or other agent, or otherwise, in excess of the indemnification and advancement otherwise permitted by Section 145 of the General Corporation Law of Delaware, subject only to limits created by applicable Delaware law (statutory or nonstatutory), with respect to actions for breach of duty to a corporation and others.

Any repeal or modification of any of the foregoing provisions of this Article VIII, by amendment of this Article VIII or by operation of law, shall not adversely affect any right or protection of a director, officer, employee, or other agent of the Corporation or any such other person existing at the time of, or increase the liability of any such director, officer, employee, agent, or other person with respect to any acts or omissions thereof occurring prior to such repeal or modification.

## **ARTICLE IX EXISTENCE**

The Corporation is to have perpetual existence.

## **ARTICLE X RIGHT TO AMEND CERTIFICATE OF INCORPORATION AND BYLAWS**

In furtherance and not in limitation of the powers conferred by the laws of the State of Delaware, the Board of Directors of the Corporation is expressly authorized to adopt, amend, or repeal the Bylaws of the Corporation and to amend or restate this Certificate of Incorporation.

## **ARTICLE XI NUMBER OF DIRECTORS**

The number of directors that shall constitute the whole Board of Directors shall be designated in the Bylaws of the Corporation. Vacancies created by the resignation of one or more members of the Board of Directors and new directorships created in accordance with the Bylaws of the Corporation, may be filled by the vote of a majority, although less than a quorum, of the directors then in office or by a sole remaining director. Elections of directors need not be by written ballot unless otherwise provided in the Bylaws of the Corporation.

**ARTICLE XII  
CORPORATE RECORDS**

The books of the Corporation may be kept (subject to any statutory provision) outside the State of Delaware at such place or places as may be designated from time to time by the Board of Directors in the Bylaws of the Corporation.

\*\*\*\*\*

The undersigned hereby further declares and certifies under penalty of perjury that the facts set forth in the foregoing certificate are true and correct to the knowledge of the undersigned, and that this certificate is the act and deed of the undersigned.

Executed as of April 3<sup>rd</sup>, 2024.

By:   
Name: Dominique Thomas  
Title: Sole Incorporator

**INDUSTRIOUS EDUCATION FUND**  
**Written Consent**  
**of the**  
**Incorporator**

The undersigned, being the sole incorporator of Industrious Education Fund, a Delaware nonstock corporation (the "Corporation"), in lieu of holding an organizational meeting of the incorporator, hereby takes the following actions and adopts the following resolutions by written consent pursuant to Section 108(c) of the General Corporation Law of the State of Delaware:

RESOLVED, that the Certificate of Incorporation of the Corporation, filed with the office of the Delaware Secretary of State on 04/04/2024, 2024, is hereby approved, and that a copy of the same be inserted in the minute book of the Corporation;

FURTHER RESOLVED, that the Bylaws attached hereto as Exhibit A are hereby adopted as the Bylaws of the Corporation; and

FURTHER RESOLVED, that the following individuals are hereby elected as directors of the Corporation, to serve until their respective successors are duly elected and qualified or until their earlier resignation or removal:

Dominique Thomas  
Nahaliel Kanfer  
Victoria Chu

The actions taken by this consent shall have the same force and effect as if taken by the undersigned at an organizational meeting of the incorporator, duly called and constituted pursuant to the laws of the State of Delaware.

IN WITNESS WHEREOF, the undersigned has executed this Consent of the Incorporator as of the date first written above.

Executed as of 04/04/2024.

  
Dominique Thomas (Apr 4, 2024 18:03 EDT)

Dominique Thomas, Sole Incorporator

**Attachment 2:**  
**Industrious Education Fund Bylaws**  
**BYLAWS**  
**OF**  
**INDUSTRIOUS EDUCATION FUND**

**ARTICLE 1**  
**CORPORATE OFFICES**

Industrious Education Fund (the “*Corporation*”) may establish offices at any place or places where the Board of Directors of the Corporation (the “*Board of Directors*” or “*Board*”) determines to do so.

**ARTICLE 2**  
**MEMBERS**

The Corporation is a nonprofit nonstock corporation and shall not have membership interests.

**ARTICLE 3**  
**DIRECTORS**

**3.1 Powers**

The business and affairs of the Corporation shall be managed by, and all corporate powers shall be exercised by or under the direction of, the Board of Directors.

**3.2 Number of Directors**

The number of directors of the Corporation shall be set by the Board of Directors by resolution, from time to time, between three (3) and nine (9). No reduction of the authorized number of directors shall have the effect of removing any director before that director’s term of office expires.

**3.3 Election, Qualification and Term of Office of Directors**

Except as provided in Section 3.4 of these Bylaws, directors shall be elected at each annual meeting of the Board of Directors to hold office until the next annual meeting. Directors may have such qualifications as may be prescribed by the Board or by amendment to these Bylaws. Each director, including a director elected to fill a vacancy, shall hold office until the successor of such director is elected and qualified or until the death, resignation or removal of such director. Elections of directors need not be by written ballot.

### **3.4 Resignation and Vacancies**

Any director may resign at any time upon written notice given in writing or by electronic transmission to the Corporation. Any such resignation shall be effective upon delivery, unless the notice of resignation specifies a future effective date, and unless otherwise specified, the acceptance of such resignation shall not be a precondition to its effectiveness. When one or more directors so resigns and the resignation is effective at a future date, a majority of the directors then in office, including those who have so resigned, shall have the power to fill such vacancy or vacancies, the vote thereon to take effect when such resignation or resignations shall become effective, and each director so chosen shall hold office as provided in Section 3.3.

Unless otherwise provided in the Certificate of Incorporation or these Bylaws, vacancies and newly created directorships resulting from any increase in the authorized number of directors may be filled by a majority of the directors then in office, although less than a quorum, or by a sole remaining director.

### **3.5 Place of Meetings; Telephonic Meetings**

The Board of Directors may hold meetings, both regular and special, either within or outside the State of Delaware. Unless otherwise restricted by the Certificate of Incorporation or these Bylaws, members of the Board of Directors, or any committee designated by the Board of Directors, may participate in a meeting of the Board of Directors, or any committee, by means of conference telephone or other communications equipment by means of which all persons participating in the meeting can hear each other, and such participation in a meeting shall constitute presence in person at the meeting.

### **3.6 Annual Meeting**

The annual meeting of the Board shall be held during the first quarter of the fiscal year on a date chosen by the president or the Board for the purposes of electing directors and officers and transacting such business as may properly come before the meeting. If the annual meeting is not held on the date designated therefore, the Board shall cause the meeting to be held as soon thereafter as may be convenient.

### **3.7 Regular Meetings**

Regular meetings of the Board of Directors may be held on such dates and at such times and places as the Board of Directors may determine by resolution. Such regularly scheduled meetings may be held without further notice to the directors.

### **3.8 Special Meetings; Notice**

Special meetings of the Board of Directors for any purpose or purposes may be called at any time by the president or any two (2) directors. Special meetings of the Board of Directors shall be held upon at least two (2) days' notice by mail or delivered personally, by telephone (including a voice messaging system or other system or technology designed to record and communicate messages), or by other form of electronic transmission. Any oral notice given

personally or by telephone may be communicated either to the director or to a person at the office of the director who the person giving the notice has reason to believe will promptly communicate it to the director. A notice, or waiver of notice, need not specify the purpose of any regular or special meeting of the Board of Directors.

### **3.9 Quorum; Manner of Acting**

#### **3.9.1 In General**

At all meetings of the Board of Directors, a majority of the authorized number of directors shall constitute a quorum for the transaction of business and the act of a majority of the directors present at any meeting at which there is a quorum shall be the act of the Board of Directors, except as may otherwise be specifically provided by the General Corporation Law of Delaware, by the Certificate of Incorporation or as set forth below in Section 3.9.2 of these Bylaws. A director of the Corporation who is present at a board or committee meeting at which any action is taken shall be deemed to have assented to the action taken unless (i) the director objects at the beginning of the meeting, or promptly upon the director's arrival, to holding the meeting or transacting any business at such meeting, (ii) the director's dissent or abstention from the action taken is entered in the minutes of the meeting, or (iii) the director delivers written notice of the director's dissent or abstention to the presiding officer of the meeting before its adjournment or to the Corporation within a reasonable time after adjournment of the meeting. The right of dissent or abstention is not available to a director who votes in favor of the action taken.

#### **3.9.2 Major Decisions**

The act of a two-thirds majority of the directors then in office shall be required to approve major decisions as follows:

- a. Amend, alter or repeal these Bylaws;
- b. Amend the Certificate of Incorporation;
- c. Adopt a plan of merger or consolidation with another corporation;
- d. Authorize the sale, lease or exchange of all or substantially all of the property and assets of the Corporation not in the ordinary course of business;
- e. Authorize the voluntary dissolution of the Corporation or revoke proceedings therefore;  
or
- f. Adopt a plan for the distribution of all or substantially all assets of the Corporation.

### **3.10 Waiver of Notice**

Whenever notice is required to be given to a director under any provision of the General Corporation Law of Delaware or of the Certificate of Incorporation or these Bylaws, a written waiver thereof, signed by the person entitled to notice, whether before or after the time stated therein, shall be deemed equivalent to notice. Such waiver shall be deemed delivered if made by

electronic transmission. Attendance of a director at a meeting shall constitute a waiver of notice of such meeting, except when the director attends a meeting for the express purpose of objecting, at the beginning of the meeting or upon the director's arrival, to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the directors, or members of a committee of directors, need be specified in any written waiver of notice unless so required by the Certificate of Incorporation or these Bylaws.

### **3.11 Adjourned Meeting; Notice**

If a quorum is not present at any meeting of the Board of Directors, then the directors present thereat may adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum is present.

### **3.12 Board Action by Written Consent Without a Meeting**

Any action required or permitted to be taken at any meeting of the Board of Directors, or of any committee thereof, may be taken without a meeting if all members of the Board of Directors or committee, as the case may be, consent thereto in writing or by electronic transmission and the writing or writings or electronic transmission or transmissions are filed with the minutes of proceedings of the Board of Directors or committee. Such filing shall be in paper form if the minutes are maintained in paper form and shall be in electronic form if the minutes are maintained in electronic form.

### **3.13 Compensation of Directors**

Directors shall receive no compensation for their service as Directors but may receive reimbursement for expenditures incurred on behalf of the Corporation.

### **3.14 Removal of Directors**

Unless otherwise restricted by statute, by the Certificate of Incorporation or by these Bylaws, any director may be removed, with or without cause, by the Board. No reduction of the authorized number of directors shall have the effect of removing any director prior to the expiration of such director's term of office. When one or more directors is removed, a majority of the directors then in office shall have the power to fill such vacancy or vacancies, and each director so chosen shall hold office as provided in Section 3.3.

## **ARTICLE 4 COMMITTEES**

### **4.1 Committees of Directors**

The Board of Directors may designate one or more committees, with each committee to consist of one or more of the directors of the Corporation. The Board of Directors may designate one or more directors as alternate members of any committee, who may replace any absent or disqualified member at any meeting of the committee. In the absence or disqualification of a member of a committee, the member or members thereof present at any meeting and not

disqualified from voting, whether or not such member or members constitute a quorum, may unanimously appoint another member of the Board of Directors to act at the meeting in the place of any such absent or disqualified member. Any such committee, to the extent provided in the resolution of the Board of Directors or in the Bylaws of the Corporation, shall have and may exercise all the powers and authority of the Board of Directors in the management of the business and affairs of the Corporation, and may authorize the seal of the Corporation to be affixed to all papers that may require it; but no such committee shall have the power or authority in reference to adopting, amending or repealing any bylaw of the Corporation. Unless otherwise provided in the Certificate of Incorporation, these Bylaws, or the resolution of the Board of Directors designating the committee, a committee may create one or more subcommittees, each subcommittee to consist of one or more members of the committee, and delegate to a subcommittee any or all of the powers and authority of the committee.

## **4.2 Committee Minutes**

Each committee shall keep regular minutes of its meetings and report the same to the Board of Directors when requested by the Board of Directors.

## **4.3 Meetings and Action of Committees**

Meetings and actions of committees shall be governed by, and held and taken in accordance with, the provisions of Article 3 of these Bylaws, including, without limitation, Section 3.5 (place of meetings; telephonic meetings), Section 3.7 (regular meetings), Section 3.8 (special meetings; notice), Section 3.9 (quorum), Section 3.10 (waiver of notice), Section 3.11 (adjourned meeting; notice) and Section 3.12 (Board action by written consent without a meeting), with such changes in the context of those Bylaws as are necessary to substitute the committee and its members for the Board of Directors and its members; provided, however, that the time of regular meetings of committees may also be called by resolution of the Board of Directors and that notice of special meetings of committees shall also be given to all alternate members, who shall have the right to attend all meetings of the committee. Unless the Board of Directors adopts rules for the governance of a committee, then each committee may adopt its own governance rules, provided that such rules shall not be inconsistent with the provisions of the General Corporation Law of Delaware, the Certificate of Incorporation or these Bylaws.

# **ARTICLE 5 OFFICERS**

## **5.1 Officers**

The officers of the Corporation shall be a president, a secretary and a treasurer. The Corporation may also have, at the discretion of the Board of Directors, a chair of the board, a vice chair of the board, one or more vice presidents, assistant vice presidents, assistant secretaries, assistant treasurers and any such other officers as may be appointed in accordance with the provisions of Section 5.3 of these Bylaws. Any number of offices may be held by the same person. Each officer shall hold office until such officer's successor is elected and qualified or until such officer's earlier resignation or removal.

## **5.2 Election of Officers**

The officers of the Corporation, except such officers as may be appointed in accordance with the provisions of Section 5.3 of these Bylaws, shall be appointed by the Board of Directors.

## **5.3 Subordinate Officers**

The Board of Directors may appoint, or empower the president to appoint, such other officers and agents as the business of the Corporation may require, each of whom shall hold office for such period, have such authority, and perform such duties as are provided in these Bylaws or as the Board of Directors (or, if so empowered, the president) may from time to time determine.

## **5.4 Removal and Resignation of Officers**

Any officer may be removed, either with or without cause, by an affirmative vote of the majority of the Board of Directors at any regular or special meeting of the Board of Directors or, except in the case of an officer appointed by the Board of Directors, by any officer upon whom such power of removal may be conferred by the Board of Directors.

Any officer may resign at any time upon written notice given in writing or by electronic transmission to the Corporation. Any resignation shall take effect at the date of the receipt of that notice or at any later time specified in that notice; and, unless otherwise specified in that notice, the acceptance of the resignation shall not be necessary to make it effective. Any resignation is without prejudice to the rights, if any, of the Corporation under any contract to which the officer is a party.

## **5.5 Vacancies in Offices**

Any vacancy occurring in any office of the Corporation shall be filled by the Board of Directors or as provided in Section 5.3 of these Bylaws.

## **5.6 Chair of the Board**

The chair of the board, if such an officer be elected, shall, if present, preside at meetings of the Board of Directors and exercise and perform such other powers and duties as may from time to time be assigned to such officer by the Board of Directors or as may be prescribed by these Bylaws.

## **5.7 Vice Chair of the Board**

The vice chair of the board, if such an officer be elected, shall, if present and in the absence or disability of the chair of the board, preside at meetings of the Board of Directors and exercise and perform such other powers and duties as may from time to time be assigned to such officer by the Board of Directors or as may be prescribed by these Bylaws.

## **5.8 President**

Subject to such supervisory powers, if any, as may be given by the Board of Directors to the chair of the board, if there be such an officer, the president shall be the chief executive officer of the Corporation, unless some other officer is so designated by the Board of Directors, and shall, subject to the control of the Board of Directors, have general supervision, direction and control of the business and the officers of the Corporation. The president, in the absence or nonexistence of a chair of the board, shall preside at all meetings of the Board of Directors. The president shall have the general powers and duties of management usually vested in the office of president of a corporation and shall have such other powers and duties as may be prescribed by the Board of Directors or these Bylaws.

## **5.9 Vice President**

In the absence or disability of the president, the vice president(s), if any, in order of their rank as fixed by the Board of Directors or, if not ranked, a vice president designated by the Board of Directors, shall perform all the duties of the president and when so acting shall have all the powers of, and be subject to all the restrictions upon, the president. The vice president(s) shall have such other powers and perform such other duties as from time to time may be prescribed for them respectively by the Board of Directors, these Bylaws, the president or the chair of the board, if any.

## **5.10 Secretary**

The secretary shall keep or cause to be kept, at the principal executive office of the Corporation or such other place as the Board of Directors may direct, a book of minutes of all meetings and actions of directors, committees and subcommittees of directors. The secretary shall keep the seal of the Corporation, if one be adopted, in safe custody and shall have such other powers and perform such other duties as may be prescribed by the Board of Directors or by these Bylaws.

## **5.11 Treasurer**

The treasurer shall keep and maintain, or cause to be kept and maintained, adequate and correct books and records of accounts of the properties and business transactions of the Corporation, including accounts of its assets, liabilities, receipts, disbursements, gains, losses and capital. The books of account shall at all reasonable times be open to inspection by any director.

The treasurer shall deposit, or cause to be deposited, all money and other valuables in the name and to the credit of the Corporation with such depositories as may be designated by the Board of Directors. Such officer shall disburse, or cause to be disbursed, the funds of the Corporation as may be ordered by the Board of Directors, shall render to the president and directors, whenever they request it, an account of all of the transactions of such officer as treasurer and of the financial condition of the Corporation and shall have such other powers and perform such other duties as may be prescribed by the Board of Directors or these Bylaws.

## **5.12 Assistant Secretary**

If elected, the assistant secretary, or, if there is more than one, the assistant secretaries in the order determined by the Board of Directors (or if there be no such determination, then in the order of their election) shall, in the absence of the secretary or in the event of the inability or refusal of such officer to act, perform the duties and exercise the powers of the secretary and shall perform such other duties and have such other powers as the Board of Directors may from time to time prescribe.

## **5.13 Assistant Treasurer**

If elected, the assistant treasurer, or, if there is more than one, the assistant treasurers, in the order determined by the Board of Directors (or if there be no such determination, then in the order of their election), shall, in the absence of the treasurer or in the event of the inability or refusal of such officer to act, perform the duties and exercise the powers of the treasurer and shall perform such other duties and have such other powers as the Board of Directors may from time to time prescribe.

## **5.14 Authority and Duties of Officers**

In addition to the foregoing authority and duties, all officers of the Corporation shall respectively have such authority and perform such duties in the management of the business of the Corporation as may be designated from time to time by the Board of Directors.

## **5.15 Salaries**

The reasonable salaries of the officers shall be fixed from time to time by the Board of Directors, or by any committee or officer to which or whom, as the case may be, the Board of Directors has delegated such authority. No officer shall be disqualified from receiving such reasonable salary by reason of the fact that he or she is also a director of the Corporation.

## **5.16 Loans to Officers and Employees**

The Corporation shall not make or otherwise arrange personal loans to, or guarantee any personal obligation of, any officer or director of the Corporation or any officer or director of any of the Corporation's subsidiaries, if any.

# **ARTICLE 6 INDEMNITY**

## **6.1 Indemnification of Officers and Directors**

To the fullest extent permitted by applicable law as it presently exists or may hereafter be amended (provided, that in the case of such an amendment, only to the extent that such amendment permits the Corporation to provide broader indemnification rights than permitted prior thereto), the Corporation shall indemnify and hold harmless each person who was or is made or is threatened to be made a party or is otherwise involved in any action, suit or proceeding, whether civil, criminal, administrative or investigative (a "*proceeding*") by reason of the fact that such person is

or was a director or officer of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation or of a partnership, joint venture, trust, enterprise or nonprofit entity (including service with respect to an employee benefit plan), against all liability, loss and reasonable expense incurred by such person, including attorneys' fees, judgments, fines, penalties, Employee Retirement Income Security Act (ERISA) excise taxes and amounts paid in settlement of proceedings. Except as set forth in Section 6.2 below, the Corporation shall be required to indemnify a person in connection with a proceeding (or part thereof) initiated by such person only if the proceeding (or part thereof) was authorized by the Board of Directors. The right to indemnification under this Article 6 shall be construed as a contractual right of the indemnitees and shall inure to the benefit of an indemnitee's heirs, executors and administrators.

## **6.2 Prepayment of Expenses; Undertaking to Repay**

The Corporation shall pay the expenses (including attorneys' fees) expected to be incurred in defending any proceeding in advance of its final disposition; provided, however, that if the General Corporation Law of Delaware then so requires, the payment of expenses incurred in advance of the final disposition of the proceeding by a director or officer in such person's capacity as such (and not in any other capacity in which service is or was rendered by such person, such as service with respect to an employee benefit plan) shall be made only upon receipt of an undertaking by the director or officer to repay all amounts advanced if it is determined by a final judicial determination from which there is no further possibility of appeal that the director or officer is not entitled to be indemnified under this Article 6 or otherwise; and provided, further, that the Corporation shall not be required to prepay any expenses to a person against whom the Corporation directly brings a claim alleging that such person has (i) breached such person's duty of loyalty to the Corporation, or committed an act or omission not in good faith or that involves intentional misconduct or a knowing violation of law, or (ii) derived an improper personal benefit from a transaction.

## **6.3 Claims by Indemnitee; Presumption of Validity**

If a claim for indemnification or payment of expenses under this Article 6 is not paid in full within 60 days after a written claim therefor has been presented to the Corporation (except in the case of a claim for prepayment of expenses in accordance with Section 6.2 above, in which case the applicable period shall be 20 days) the indemnitee may file suit to recover the unpaid amount of such claim. If successful in whole or in part in any such suit, the indemnitee shall be entitled to be paid the expense of prosecuting such claim. In any such action, the Corporation shall have the burden of proving that the claimant was not entitled to the requested indemnification or payment of expenses under applicable law. The indemnitee shall be presumed to be entitled to indemnification under this Article 6 upon submission of a written claim (and, in an action brought to enforce a claim for prepayment of expenses, where the required undertaking, if any is required, has been tendered to the Corporation), and thereafter the Corporation shall have the burden of proof to overcome the presumption that the indemnitee is so entitled. Neither the failure of the Corporation (including its Board of Directors or independent legal counsel) to have made a determination prior to the commencement of such suit that indemnification of the indemnitee is proper in the circumstances, nor an actual determination by the Corporation (including its Board

of Directors or independent legal counsel) that the indemnitee is not entitled to indemnification shall be a defense to the suit or create a presumption that the indemnitee is not so entitled.

#### **6.4 Non-Exclusivity of Rights**

The rights conferred on any person by this Article 6 shall not be exclusive of any other rights that such person may have or may hereafter acquire under any statute, provision of the Certificate of Incorporation or these Bylaws, contractual agreement or disinterested directors or otherwise. Additionally, nothing in this Article 6 shall limit the ability of the Corporation, in its discretion, to indemnify or advance expenses to persons whom the Corporation is not obligated to indemnify or advance expenses pursuant to this Article 6.

#### **6.5 Set-Off Against Other Indemnification**

The Corporation's obligation, if any, to indemnify any person who was or is serving at its request as a director, officer, employee or agent of another corporation, partnership, joint venture, trust, enterprise or nonprofit entity shall be reduced by any amount that such person may collect as indemnification from such other corporation, partnership, joint venture, trust, enterprise or nonprofit entity.

#### **6.6 Effect of Amendment or Repeal**

No repeal or modification of this Article 6 shall adversely affect any right or protection afforded hereunder to any person in respect of an act or omission occurring prior to the time of such repeal or modification.

#### **6.7 Indemnification of Employees and Agents**

The Corporation may, by action of the Board of Directors, extend the rights described in this Article 6 to individual employees or agents, or groups of employees or agents of the Corporation with the same scope and effect as the provisions of this Article 6; provided, however, that an undertaking of the sort described in Section 6.2 shall be required only if specifically requested by the Board of Directors.

#### **6.8 Insurance; Indemnification Agreements**

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 is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise or nonprofit entity against any liability asserted against such person and incurred by such person in any such capacity, or arising out of the status of such person as such, whether or not the Corporation would have the power to indemnify such person against such liability under the provisions of the General Corporation Law of Delaware. The Corporation may enter into contracts with any person who is or was a director, officer, employee or agent, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise or nonprofit entity, in furtherance of the provisions of this Article 6. The Corporation may also create a trust fund or use

other means (including, without limitation, a letter of credit) to ensure the payment of such amounts as may be necessary to effect indemnification as provided herein.

## **6.9 Reliance Upon Books, Reports and Records**

Each director, each member of any committee designated by the Board of Directors and each officer of the Corporation shall, in the performance of his or her duties, be fully protected in relying in good faith upon the books of account or other records of the Corporation and upon such information, opinions, reports or statements presented to the Corporation by any of its officers or employees, or committees of the Board of Directors so designated, or by any other person as to matters which such director or committee member reasonably believes are within such other person's professional or expert competence and who has been selected with reasonable care by or on behalf of the Corporation.

## **6.10 Certain Definitions**

For purposes of this Article 6, references to the “**Corporation**” shall include, in addition to the resulting corporation, any constituent corporation (including any constituent of a constituent) absorbed in a consolidation or merger which, if its separate existence had continued, would have had power and authority to indemnify its directors, officers, employees or agents, so that any person who is or was a director, officer, employee or agent of such constituent corporation, or is or was serving at the request of such constituent corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise or nonprofit entity, shall stand in the same position under this Article 6 with respect to the resulting or surviving corporation as such person would have with respect to such constituent corporation if its separate existence had continued.

## **ARTICLE 7 ADVISORY BOARD**

The Board of Directors may appoint an Advisory Board of two or more persons to provide advice and assistance to the Board. Members of the Advisory Board may be invited to meetings of the Board, but shall not be entitled to vote or exercise other powers of a director of the Corporation; provided, however, to the extent permitted by law, members of the Advisory Board shall be entitled to the same limitations on liability and rights to indemnification as directors of the Corporation. The Board of Directors may determine by separate resolution the operational rules which shall govern the Advisory Board. Advisory Board members may be removed at any time, with or without cause, by the Board.

## **ARTICLE 8 EXECUTIVE DIRECTOR**

The Corporation may employ an Executive Director, who shall be appointed, employed and discharged by the Board. If employed, the Executive Director shall manage the affairs of the Corporation according to the policies, principles, practices and budget authorized by the Board, and shall be responsible for management of personnel, finances and programs. If employed, the Executive Director shall be responsible for staff management, including hiring, training,

disciplinary action and discharge. If employed, the Executive Director shall serve as an ex-officio, non-voting member of the Board. For the purpose of determining the number of Directors serving the Corporation, the Executive Director shall not be considered a member of the Board.

## **ARTICLE 9 INTERESTS OF DIRECTORS AND OFFICERS**

### **9.1 Compensation**

A director who receives any compensation for services in any capacity, directly or indirectly, from the Corporation may not vote on matters pertaining to that director's compensation.

### **9.2 Review of Certain Transactions**

Prior to entering into any compensation agreement, contract for goods or services, or any other transaction with any person who is in a position to exercise influence over the affairs of the Corporation, the Board shall establish that the proposed transaction is reasonable when compared with a similarly-situated organization for functionally comparable positions, goods or services rendered.

## **ARTICLE 10 GENERAL MATTERS**

### **10.1 Maintenance and Inspection of Records**

Any director shall have the right to examine a list of the Corporation's books and records for a purpose reasonably related to the position of such person as a director. The Court of Chancery is hereby vested with the exclusive jurisdiction to determine whether a director is entitled to the inspection sought. The Court may summarily order the Corporation to permit the director to inspect any and all books and records and to make copies or extracts therefrom. The Court may, in its discretion, prescribe any limitations or conditions with reference to the inspection, or award such other and further relief as the Court may deem just and proper.

### **10.2 Checks**

From time to time, the Board of Directors shall determine by resolution which person or persons may sign or endorse all checks, drafts, other orders for payment of money, notes or other evidences of indebtedness that are issued in the name of or payable to the Corporation, and only the persons so authorized shall sign or endorse those instruments.

### **10.3 Execution of Corporate Contracts and Instruments**

The Board of Directors, except as otherwise provided in these Bylaws, may authorize any officer or officers, or agent or agents, to enter into any contract or execute any instrument in the name of and on behalf of the Corporation; such authority may be general or confined to specific instances. Unless so authorized or ratified by the Board of Directors or within the agency power of an officer, no officer, agent or employee shall have 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 for any amount.

#### **10.4 Fiscal Year**

The fiscal year end of the Corporation shall be December unless otherwise fixed by resolution of the Board of Directors.

#### **10.5 Seal**

The Corporation may adopt a corporate seal, which shall be adopted and which may be altered by the Board of Directors, and may use the same by causing it or a facsimile thereof to be impressed or affixed or in any other manner reproduced.

#### **10.6 Construction; Definitions**

Unless the context requires otherwise, the general provisions, rules of construction and definitions in the General Corporation Law of Delaware shall govern the construction of these Bylaws. Without limiting the generality of this provision, the singular number includes the plural, the plural number includes the singular, and the term “*person*” includes both a corporation and a natural person.

### **ARTICLE 11 AMENDMENTS**

The original or other Bylaws of the Corporation may be adopted, amended or repealed by the Board of Directors.

**CERTIFICATION OF THE BYLAWS**  
**OF**  
**INDUSTRIOUS EDUCATION FUND**

The undersigned person appointed by the Board of Directors as the Secretary of Industrious Education Fund hereby certifies that the foregoing Bylaws are a true and correct copy of the Bylaws of the Corporation, in effect as of the date of this certificate.

Executed as of \_\_\_\_ April 4, 2024 \_\_\_\_.

A handwritten signature in black ink, appearing to be 'Victoria Chu', written over a horizontal line.

Victoria Chu, Secretary