

# BYLAWS OF NO DATA CENTERS IN MIFFLIN COUNTY

*Abbreviated: NDCMC*

*Derived from the Founding Document & Initial Resolution (Adopted June 22, 2026)*

*Last updated 7.30.2026 - Appointment of new co-chair*

## ARTICLE I: NAME AND PRINCIPAL LOCATION

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**Section 1.01 Name.** The name of the association is "No Data Centers in Mifflin County", abbreviated "NDCMC".

**Section 1.02 Principal Location.** The principal mailing address of the association is 111 S Walnut St., Lewistown, PA 17044.

## ARTICLE II: PURPOSE AND LIMITATIONS

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**Section 2.01 Nonprofit Purpose.** The association is organized exclusively for nonprofit purposes. Its primary purpose is to educate, organize, and advocate on behalf of residents regarding proposed data center development and related land use, environmental, infrastructure, and community impacts in Mifflin County, Pennsylvania.

**Section 2.02 Corporate Form.** NDCMC operates as a nonprofit association under Pennsylvania and Federal law, with the intent to file as a 501(c)(4) nonprofit organization with the federal government.

**Section 2.03 No Private Benefit.** No part of the association's funds or property will be distributed to any individual except as reasonable reimbursement or payment for approved expenses or services that directly further the association's nonprofit purpose.

## ARTICLE III: MEMBERSHIP

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**Section 3.01 Voting Membership Requirements.** To become a voting member, an individual must sign up with the organization through its official sign-up sheet and attend at least two (2) meetings.

**Section 3.02 Membership Records.** The current list of active members shall be maintained and kept up to date by the Secretary.

**Section 3.03 Requirement Waiver.** The meeting attendance requirement for membership may be waived by an affirmative vote of 50% of the active officers.

## ARTICLE IV: OFFICERS AND GOVERNANCE

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**Section 4.01 Officers.** The executive officers of the association shall consist of Co-Chairs, a Secretary, and a Treasurer.

**Section 4.02 Initial Officers.** The founding initial officers appointed to serve until replaced according to these rules are:

- Co-Chairs: Nate Fischer and Tisha Schwanger
- Secretary: John Zangari
- Treasurer: Charlie Jo Henry

**Section 4.03 Addition and Removal.** The association may add new officers or remove current officers by a majority vote.

## ARTICLE V: MEETINGS AND DECISION MAKING

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**Section 5.01 Quorum.** A quorum for decisions and official association business shall consist of 50% of the current members or officers authorized to vote.

## ARTICLE VI: FINANCIAL ADMINISTRATION

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**Section 6.01 General Controls.** The association authorizes the opening of one or more bank accounts in the name of the association ("No Data Centers in Mifflin County" or "NDCMC"). Funds of the association will be used only for approved association purposes.

**Section 6.02 Treasurer Duties.** The Treasurer will maintain accurate records of all income and expenses. Monthly financial reports shall be provided to both members and officers.

**Section 6.03 Expenditure Approvals.** Any expenditures over \$1.00 must be approved by one of the Co-Chairs as well as another executive board officer.

**Section 6.04 Authorized Signers.** Authorized coordinators (initially Charlie Jo Henry and John Zangari) are permitted to apply for an Employer Identification Number (EIN), open the association's bank accounts, deposit funds, and conduct ordinary banking business.

## ARTICLE VII: AMENDMENTS

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**Section 7.01 Amendment of Bylaws.** The association may adopt additional bylaws or policies as needed. Any changes or amendments to these bylaws require a two-thirds (2/3) majority vote to be adopted.

## ARTICLE VIII: DISSOLUTION

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**Section 8.01 Dissolution Vote and Cooldown Period.** A vote of a two-thirds (2/3) majority of the voting members is required to initiate the dissolution process. A mandatory two-year cooldown period is required for the dissolution of the organization. Members will first vote on the beginning of the dissolution, and then, after two years, vote again to confirm the dissolution and the distribution of remaining assets and currency.

**Section 8.02 Distribution of Assets.** If the association dissolves, any remaining funds or property, after payment of all liabilities, will be distributed to a charitable cause within Mifflin County as voted on by the members. (The recommended recipient per the June 2026 founding resolution is the LUMINA Center in Lewistown, PA).