

PEERINGDB

CONSENT OF DIRECTORS IN LIEU OF ANNUAL MEETING

The undersigned, being all of the members of the Board of Directors (the “Board”) of PeeringDB, a Washington nonprofit corporation (“the Corporation”), hereby agree and consent to the following corporate actions in lieu of holding an annual meeting, pursuant to RCW 24.03.465 of the Washington Nonprofit Corporation Act (the “Act”):

RESOLVED, the minutes of the February 27th, 2024 Board of Directors Meeting are approved.

FURTHER RESOLVED, the Board of Directors re-elects officers as follows:

Christopher Malayter, President
Aaron Hughes, Vice President

FURTHER RESOLVED, the Board of Directors elects Shawna Bong as Secretary/Treasurer, effective June 1st, 2024.

FURTHER RESOLVED, the Bylaws are amended by adding:

3.4.3 Eligibility.: No person shall be elected by the members to the Board of Directors more than five times over the course of eleven consecutive Director elections, not including the initial 2015 election.

FURTHER RESOLVED, that the appropriate officers of the Corporation are authorized to execute all such instruments and documents, if any, and to take such other actions as they may deem necessary or desirable, to effect the intent and purposes of these resolutions, and such actions previously taken by an officer are hereby ratified, confirmed and approved.

FURTHER RESOLVED, that this Consent may be executed in any number of counterparts and may be transmitted by facsimile. All of such counterparts together, whether original or transmitted by facsimile, shall constitute one and the same instrument.

THIS CONSENT IN LIEU OF ANNUAL MEETING requires the signature of all the Directors and shall be effective on receipt by the Corporation of the last signature hereto.

May 15th, 2024

/signature on file/

Date signed

Aaron Hughes, Director

May 18th, 2024

/signature on file/

Date signed

Rahul Makhija, Director

May 15th, 2024

/signature on file/

Date signed

Christopher Malayter, Director

May 15th, 2024

/signature on file/

Date signed

Livio Morina, Director

May 15th, 2024

/signature on file/

Date signed

Job Snijders, Director