

# Form 1023 Checklist

## (Revised June 2006)

### Application for Recognition of Exemption under Section 501(c)(3) of the Internal Revenue Code

**Note.** Retain a copy of the completed Form 1023 in your permanent records. Refer to the General Instructions regarding Public Inspection of approved applications.

**Check each box to finish your application (Form 1023). Send this completed Checklist with your filled-in application. If you have not answered all the items below, your application may be returned to you as incomplete.**

- Assemble the application and materials in this order:
  - Form 1023 Checklist
  - Form 2848, *Power of Attorney and Declaration of Representative* (if filing)
  - Form 8821, *Tax Information Authorization* (if filing)
  - Expedite request (if requesting)
  - Application (Form 1023 and Schedules A through H, as required)
  - Articles of organization
  - Amendments to articles of organization in chronological order
  - Bylaws or other rules of operation and amendments
  - Documentation of nondiscriminatory policy for schools, as required by Schedule B
  - Form 5768, Election/Revocation of Election by an Eligible Section 501(c)(3) Organization To Make Expenditures To Influence Legislation (if filing)
  - All other attachments, including explanations, financial data, and printed materials or publications. Label each page with name and EIN.
- User fee payment placed in envelope on top of checklist. DO NOT STAPLE or otherwise attach your check or money order to your application. Instead, just place it in the envelope.
- Employer Identification Number (EIN)
- Completed Parts I through XI of the application, including any requested information and any required Schedules A through H.
  - You must provide specific details about your past, present, and planned activities.
  - Generalizations or failure to answer questions in the Form 1023 application will prevent us from recognizing you as tax exempt.
  - Describe your purposes and proposed activities in specific easily understood terms.
  - Financial information should correspond with proposed activities.
- Schedules. Submit only those schedules that apply to you and check either "Yes" or "No" below.

Schedule A Yes \_\_\_\_\_ No

Schedule E Yes \_\_\_\_\_ No

Schedule B Yes \_\_\_\_\_ No

Schedule F Yes \_\_\_\_\_ No

Schedule C Yes \_\_\_\_\_ No

Schedule G Yes \_\_\_\_\_ No

Schedule D Yes \_\_\_\_\_ No

Schedule H Yes \_\_\_\_\_ No

- An exact copy of your complete articles of organization (creating document). Absence of the proper purpose and dissolution clauses is the number one reason for delays in the issuance of determination letters.
  - Location of Purpose Clause from Part III, line 1 (Page, Article and Paragraph Number) Pg 1, Art II, Para B
  - Location of Dissolution Clause from Part III, line 2b or 2c (Page, Article and Paragraph Number) or by operation of state law Pg 2, Art VII, Para B
- Signature of an officer, director, trustee, or other official who is authorized to sign the application.
  - Signature at Part XI of Form 1023.
- Your name on the application must be the same as your legal name as it appears in your articles of organization.

Send completed Form 1023, user fee payment, and all other required information, to:

Internal Revenue Service  
P.O. Box 192  
Covington, KY 41012-0192

If you are using express mail or a delivery service, send Form 1023, user fee payment, and attachments to:

Internal Revenue Service  
201 West Rivercenter Blvd.  
Attn: Extracting Stop 312  
Covington, KY 41011

## Request for Expedited Processing

Free Law Project anticipates gross receipts totaling around \$100,000 in its first year to carry out its purpose of creating tools for legal research.

We request expedited processing for the following reasons:

1. Columbia University is providing a grant of \$18,875 that may be withdrawn if we are not granted exemption status.
2. We have applied for an additional five grants that may be withdrawn if we are not granted exemption status.

The loss of these grants will be a burden to our organization as they represent a significant portion of our annual income.

Thank you for your consideration,



Michael Lissner  
President

## List of Enclosures

### Request for Expedited Processing

1. IRS Form 1023
2. Articles of Incorporation with Certificate of Filing
3. Bylaws
4. Supplemental Answers to IRS Form 1023
  - Part IV – Narrative description of your activities
  - Part V, 3a – Name, Qualifications, Hours Worked and Duties
  - Part VI, 1a – Description of goods, services or funds provided to individuals
  - Part VI, 1b – Description of goods, services or funds provided to organizations
  - Part VIII, 4a – Description of fundraising activities
  - Part VIII, 4d – List of locations where FLP conducts fundraising
  - Part VIII, 10 – Intellectual property
  - Part VIII, 15 – Close connection with any organization
  - Part IX, A, 23 – Itemized list of expenses not otherwise classified
5. Conflict of Interest and Ethics Policy
6. Minutes Adopting Conflict of Interest Policy
7. Partnership Agreement Between the Center for Information Technology Policy (CITP) at Princeton and Free Law Project
8. A Selection of Press Coverage of Free Law Project
  - 8.1. "Free Law Project Is Now Even Bigger, Ergo Better" Advocate's Studio (Jan. 15, 2014)
  - 8.2. "CourtListener API is Sharing the Potential of Open Data" Programmable Web (Dec. 12, 2013)
  - 8.3. "The State Decoded, CourtListener Team Up to Share Legal Data" PBS Idea Lab (Nov. 25, 2013).
  - 8.4. "What's New in the Legal Web?" Oregon State Bar Bulletin (May 2011)
9. Homepage of our Projects
  - 9.1. Free Law Project (<http://freelawproject.org>)
  - 9.2. CourtListener (<https://www.courtlistener.com>)
10. IRS Form SS-4, Indicating EIN

**Application for Recognition of Exemption (99)**  
**Under Section 501(c)(3) of the Internal Revenue Code**

(Use with the June 2006 revision of the Instructions for Form 1023 and the current Notice 1382)

OMB No. 1545-0056

Note: If exempt status is approved, this application will be open for public inspection.

Use the instructions to complete this application and for a definition of all **bold** items. For additional help, call IRS Exempt Organizations Customer Account Services toll-free at 1-877-829-5500. Visit our website at [www.irs.gov](http://www.irs.gov) for forms and publications. If the required information and documents are not submitted with payment of the appropriate user fee, the application may be returned to you.

Attach additional sheets to this application if you need more space to answer fully. Put your name and EIN on each sheet and identify each answer by Part and line number. Complete Parts I - XI of Form 1023 and submit only those Schedules (A through H) that apply to you.

**Part I Identification of Applicant**

1 Full name of organization (exactly as it appears in your <b>organizing document</b> ) <b>Free Law Project</b>	2 c/o Name (if applicable) <b>Brian Carver</b>
3 Mailing address (Number and street) (see instructions) <b>4115 Adeline St.</b>	Room/Suite 4 Employer Identification Number (EIN) [REDACTED]
City or town, state or country, and ZIP + 4 <b>Emeryville, CA 94608-3628</b>	5 Month the annual accounting period ends (01-12) 12
6 Primary contact (officer, director, trustee, or <b>authorized representative</b> ) a Name: <b>Brian Carver</b>	b Phone: <b>510-629-6725</b> c Fax: (optional)
7 Are you represented by an authorized representative, such as an attorney or accountant? If "Yes," provide the authorized representative's name, and the name and address of the authorized representative's firm. Include a completed Form 2848, <i>Power of Attorney and Declaration of Representative</i> , with your application if you would like us to communicate with your representative. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
8 Was a person who is not one of your officers, directors, trustees, employees, or an authorized representative listed in line 7, paid, or promised payment to help plan, manage, or advise you about the structure or activities of your organization, or about your financial or tax matters? If "Yes," provide the person's name, the name and address of the person's firm, the amounts paid or promised to be paid, and describe that person's role. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
9a Organization's website: <b><a href="http://freelawproject.org">http://freelawproject.org</a></b> b Organization's email: (optional) <b>info@freelawproject.org</b>	
10 Certain organizations are not required to file an information return (Form 990 or Form 990-EZ). If you are granted tax-exemption, are you claiming to be excused from filing Form 990 or Form 990-EZ? If "Yes," explain. See the instructions for a description of organizations not required to file Form 990 or Form 990-EZ. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
11 Date incorporated if a corporation, or formed, if other than a corporation. (MMDD/YYYY) <b>7 / 31 / 2013</b>	
12 Were you formed under the laws of a <b>foreign country</b> ? If "Yes," state the country. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

**Part II Organizational Structure**

You must be a corporation (including a limited liability corporation), an unincorporated association, or a trust to be tax exempt. (See instructions). DO NOT file this form unless you can check "Yes" on lines 1, 2, 3, or 4.

- 1 Are you a **corporation**? If "Yes," attach a copy of your articles of incorporation showing **certification of filing** with the appropriate state agency. Include copies of any amendments to your articles and be sure they also show state filing certification.  Yes  No
- 2 Are you a **limited liability company (LLC)**? If "Yes," attach a copy of your articles of organization showing certification of filing with the appropriate state agency. Also, if you adopted an operating agreement, attach a copy. Include copies of any amendments to your articles and be sure they show state filing certification. Refer to the instructions for circumstances when an LLC should not file its own exemption application.  Yes  No
- 3 Are you an **unincorporated association**? If "Yes," attach a copy of your articles of association, constitution, or other similar organizing document that is dated and includes at least two signatures. Include signed and dated copies of any amendments.  Yes  No
- 4a Are you a **trust**? If "Yes," attach a signed and dated copy of your trust agreement. Include signed and dated copies of any amendments.  Yes  No
- b Have you been funded? If "No," explain how you are formed without anything of value placed in trust  Yes  No
- 5 Have you adopted **bylaws**? If "Yes," attach a current copy showing date of adoption. If "No," explain how your officers, directors, or trustees are selected.  Yes  No

**Part III Required Provisions in Your Organizing Document**

The following questions are designed to ensure that when you file this application, your organizing document contains the required provisions to meet the organizational test under Section 501(c)(3). Unless you can check the boxes in both lines 1 and 2, your organizing document does not meet the organizational test. **DO NOT file this application until you have amended your organizing document.** Submit your original and amended organizing documents (showing state filing certification if you are a corporation or an LLC) with your application.

- 1 Section 501(c)(3) requires that your organizing document state your exempt purpose(s), such as charitable, religious, educational, and/or scientific purposes. Check the box to confirm that your organizing document meets this requirement. Describe specifically where your organizing document meets this requirement, such as a reference to a particular article or section in your organizing document. Refer to the instructions for exempt purpose language. Location of Purpose Clause (Page, Article, and Paragraph): Page 1, Article II, Paragraph B
- 2a Section 501(c)(3) requires that upon dissolution of your organization, your remaining assets must be used exclusively for exempt purposes, such as charitable, religious, educational, and/or scientific purposes. Check the box on line 2a to confirm that your organizing document meets this requirement by express provision for the distribution of assets upon dissolution. If you rely on state law for your dissolution provision, do not check the box on line 2a and go to line 2c.
- 2b If you checked the box on line 2a, specify the location of your dissolution clause (Page, Article, and Paragraph). Do not complete line 2c if you checked box 2a. Page 2, Article VII, Paragraph B
- 2c See the instructions for information about the operation of state law in your particular state. Check this box if you rely on operation of state law for your dissolution provision and indicate the state: \_\_\_\_\_

**Part IV Narrative Description of Your Activities**

Using an attachment, describe your *past*, *present*, and *planned* activities in a narrative. If you believe that you have already provided some of this information in response to other parts of this application, you may summarize that information here and refer to the specific parts of the application for supporting details. You may also attach representative copies of newsletters, brochures, or similar documents for supporting details to this narrative. Remember that if this application is approved, it will be open for public inspection. Therefore, your narrative description of activities should be thorough and accurate. Refer to the instructions for information that must be included in your description.

**Part V Compensation and Other Financial Arrangements With Your Officers, Directors, Trustees, Employees, and Independent Contractors**

- 1a List the names, titles, and mailing addresses of all of your officers, directors, and trustees. For each person listed, state their total annual **compensation**, or proposed compensation, for all services to the organization, whether as an officer, employee, or other position. Use actual figures, if available. Enter "none" if no compensation is or will be paid. If additional space is needed, attach a separate sheet. Refer to the instructions for information on what to include as compensation.

Name	Title	Mailing address	Compensation amount (annual actual or estimated)
Michael Lissner	Pres./Member of Board of Dirs.	[REDACTED]	Estimated 100000
Brian Carver	Secretary/Treasurer/Board Mem.	[REDACTED]	0
		[REDACTED]	

## Part V

**Compensation and Other Financial Arrangements With Your Officers, Directors, Trustees, Employees, and Independent Contractors (Continued)**

- b List the names, titles, and mailing addresses of each of your five highest compensated employees who receive or will receive compensation of more than \$50,000 per year. Use the actual figure, if available. Refer to the instructions for information on what to include as compensation. Do not include officers, directors, or trustees listed in line 1a.

Name	Title	Mailing address	Compensation amount (annual actual or estimated)
None			

- c List the names, names of businesses, and mailing addresses of your five highest compensated **independent contractors** that receive or will receive compensation of more than \$50,000 per year. Use the actual figure, if available. Refer to the instructions for information on what to include as compensation.

Name	Title	Mailing address	Compensation amount (annual actual or estimated)
None			

The following "Yes" or "No" questions relate to *past, present, or planned* relationships, transactions, or agreements with your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors listed in lines 1a, 1b, and 1c.

- 2a Are any of your officers, directors, or trustees related to each other through family or business relationships?  Yes  No  
If "Yes," identify the individuals and explain the relationship.
- b Do you have a business relationship with any of your officers, directors, or trustees other than through their position as an officer, director, or trustee? If "Yes," identify the individuals and describe the business relationship with each of your officers, directors, or trustees.  Yes  No
- c Are any of your officers, directors, or trustees related to your highest compensated employees or highest compensated independent contractors listed on lines 1b or 1c through family or business relationships? If "Yes," identify the individuals and explain the relationship.  Yes  No

- 3a For each of your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors listed on lines 1a, 1b, or 1c, attach a list showing their name, qualifications, average hours worked, and duties.

Yes  No

- b Do any of your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors listed on lines 1a, 1b, or 1c receive compensation from any other organizations, whether tax exempt or taxable, that are related to you through common control? If "Yes," identify the individuals, explain the relationship between you and the other organization, and describe the compensation arrangement.

- 4 In establishing the compensation for your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors listed on lines 1a, 1b, and 1c, the following practices are recommended, although they are not required to obtain exemption. Answer "Yes" to all the practices you use.

Yes  No

- a Do you or will the individuals that approve compensation arrangements follow a conflict of interest policy?  Yes  No
- b Do you or will you approve compensation arrangements in advance of paying compensation?  Yes  No
- c Do you or will you document in writing the date and terms of approved compensation arrangements?  Yes  No

<b>Part V Compensation and Other Financial Arrangements With Your Officers, Directors, Trustees, Employees, and Independent Contractors (Continued)</b>	
<b>d</b> Do you or will you record in writing the decision made by each individual who decided or voted on compensation arrangements?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
<b>e</b> Do you or will you approve compensation arrangements based on information about compensation paid by similarly situated taxable or tax-exempt organizations for similar services, current compensation surveys compiled by independent firms, or actual written offers from similarly situated organizations? Refer to the instructions for Part V, lines 1a, 1b, and 1c, for information on what to include as compensation.	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
<b>f</b> Do you or will you record in writing both the information on which you relied to base your decision and its source?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
<b>g</b> If you answered "No" to any item on lines 4a through 4f, describe how you set compensation that is reasonable for your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors listed in Part V, lines 1a, 1b, and 1c.	
<b>5a</b> Have you adopted a conflict of interest policy consistent with the sample conflict of interest policy in Appendix A to the instructions? If "Yes," provide a copy of the policy and explain how the policy has been adopted, such as by resolution of your governing board. If "No," answer lines 5b and 5c.	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
<b>b</b> What procedures will you follow to assure that persons who have a conflict of interest will not have influence over you for setting their own compensation?	
<b>c</b> What procedures will you follow to assure that persons who have a conflict of interest will not have influence over you regarding business deals with themselves?	
<b>Note:</b> A conflict of interest policy is recommended though it is not required to obtain exemption. Hospitals, see Schedule C, Section I, line 14.	
<b>6a</b> Do you or will you compensate any of your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors listed in lines 1a, 1b, or 1c through non-fixed payments, such as discretionary bonuses or revenue-based payments? If "Yes," describe all non-fixed compensation arrangements, including how the amounts are determined, who is eligible for such arrangements, whether you place a limitation on total compensation, and how you determine or will determine that you pay no more than reasonable compensation for services. Refer to the instructions for Part V, lines 1a, 1b, and 1c, for information on what to include as compensation.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
<b>b</b> Do you or will you compensate any of your employees, other than your officers, directors, trustees, or your five highest compensated employees who receive or will receive compensation of more than \$50,000 per year, through non-fixed payments, such as discretionary bonuses or revenue-based payments? If "Yes," describe all non-fixed compensation arrangements, including how the amounts are or will be determined, who is or will be eligible for such arrangements, whether you place or will place a limitation on total compensation, and how you determine or will determine that you pay no more than reasonable compensation for services. Refer to the instructions for Part V, lines 1a, 1b, and 1c, for information on what to include as compensation.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
<b>7a</b> Do you or will you purchase any goods, services, or assets from any of your officers, directors, trustees, highest compensated employees, or highest compensated independent contractors listed in lines 1a, 1b, or 1c? If "Yes," describe any such purchase that you made or intend to make, from whom you make or will make such purchases, how the terms are or will be negotiated at arm's length, and explain how you determine or will determine that you pay no more than fair market value. Attach copies of any written contracts or other agreements relating to such purchases.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
<b>b</b> Do you or will you sell any goods, services, or assets to any of your officers, directors, trustees, highest compensated employees, or highest compensated independent contractors listed in lines 1a, 1b, or 1c? If "Yes," describe any such sales that you made or intend to make, to whom you make or will make such sales, how the terms are or will be negotiated at arm's length, and explain how you determine or will determine you are or will be paid at least fair market value. Attach copies of any written contracts or other agreements relating to such sales.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
<b>8a</b> Do you or will you have any leases, contracts, loans, or other agreements with your officers, directors, trustees, highest compensated employees, or highest compensated independent contractors listed in lines 1a, 1b, or 1c? If "Yes," provide the information requested in lines 8b through 8f.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
<b>b</b> Describe any written or oral arrangements that you made or intend to make.	
<b>c</b> Identify with whom you have or will have such arrangements.	
<b>d</b> Explain how the terms are or will be negotiated at arm's length.	
<b>e</b> Explain how you determine you pay no more than fair market value or you are paid at least fair market value.	
<b>f</b> Attach copies of any signed leases, contracts, loans, or other agreements relating to such arrangements.	
<b>9a</b> Do you or will you have any leases, contracts, loans, or other agreements with any organization in which any of your officers, directors, or trustees are also officers, directors, or trustees, or in which any individual officer, director, or trustee owns more than a 35% interest? If "Yes," provide the information requested in lines 9b through 9f.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

**Part V****Compensation and Other Financial Arrangements With Your Officers, Directors, Trustees, Employees, and Independent Contractors (Continued)**

- b** Describe any written or oral arrangements that you made or intend to make.
- c** Identify with whom you have or will have such arrangements.
- d** Explain how the terms are or will be negotiated at arm's length.
- e** Explain how you determine or will determine you pay no more than fair market value or that you are paid at least fair market value.
- f** Attach a copy of any signed leases, contracts, loans, or other agreements relating to such arrangements.

**Part VI****Your Members and Other Individuals and Organizations That receive Benefits From You**

The following "Yes" or "No" questions relate to goods, services, and funds you provide to individuals and organizations as part of your activities. Your answers should pertain to *past, present and planned* activities. (See instructions.)

- 1a** In carrying out your exempt purposes, do you provide goods, services, or funds to individuals?  Yes  No  
If "Yes," describe each program that provides goods, services, or funds to individuals.
- b** In carrying out your exempt purposes, do you provide goods, services, or funds to organizations?  Yes  No  
If "Yes," describe each program that provides goods, services, or funds to organizations.
- 2** Do any of your programs limit the provision of goods, services, or funds to a specific individual or group of specific individuals? For example, answer "Yes," if goods, services, or funds are provided only for a particular individual, your members, individuals who work for a particular employer, or graduates of a particular school. If "Yes," explain the limitation and how recipients are selected for each program.  Yes  No
- 3** Do any individuals who receive goods, services, or funds through your programs have a family or business relationship with any officer, director, trustee, or with any of your highest compensated employees or highest compensated independent contractors listed in Part V, lines 1a, 1b, and 1c? If "Yes," explain how these related individuals are eligible for goods, services, or funds.  Yes  No

**Part VII Your History**

The following "Yes" or "No" questions relate to your history. (See instructions.)

- 1** Are you a successor to another organization? Answer "Yes," if you have taken or will take over the activities of another organization; you took over 25% or more of the fair market value of the net assets of another organization; or you were established upon the conversion of an organization from for-profit to non-profit status. If "Yes," complete Schedule G.  Yes  No
- 2** Are you submitting this application more than 27 months after the end of the month in which you were legally formed? If "Yes," complete Schedule E.  Yes  No

**Part VIII****Your Specific Activities**

The following "Yes" or "No" questions relate to specific activities that you may conduct. Check the appropriate box. Your answers should pertain to *past, present and planned* activities. (See instructions.)

- 1** Do you support or oppose candidates in political campaigns in any way? If "Yes," explain.  Yes  No
- 2a** Do you attempt to influence legislation? If "Yes," explain how you attempt to influence legislation and complete line 2b. If "No," go to line 3a.  Yes  No  
**b** Have you made or are you making an election to have your legislative activities measured by expenditures by filing Form 5768? If "Yes," attach a copy of the Form 5768 that was already filed or attach a completed Form 5768 that you are filing with this application. If "No," describe whether your attempts to influence legislation are a substantial part of your activities. Include the time and money spent on your attempts to influence legislation as compared to your total activities.  Yes  No
- 3a** Do you or will you operate bingo or gaming activities? If "Yes," describe who conducts them, and list all revenue received or expected to be received and expenses paid or expected to be paid in operating these activities. **Revenue and expenses** should be provided for the time periods specified in Part IX, Financial Data.  Yes  No  
**b** Do you or will you enter into contracts or other agreements with individuals or organizations to conduct bingo or gaming for you? If "Yes," describe any written or oral arrangements that you made or intend to make, identify with whom you have or will have such arrangements, explain how the terms are or will be negotiated at arm's length, and explain how you determine or will determine you pay no more than fair market value or you will be paid at least fair market value. Attach copies or any written contracts or other agreements relating to such arrangements.  Yes  No  
**c** List the states and local jurisdictions, including Indian Reservations, in which you conduct or will conduct bingo or gaming.

**Part VIII Your Specific Activities (Continued)**

- 4a** Do you or will you undertake **fundraising**? If "Yes," check all the fundraising programs you do or will conduct. (See instructions.)  Yes  No

- |   |  |
|---|--|
| <input type="checkbox"/> mail solicitations                         | <input type="checkbox"/> phone solicitations                                   |
| <input checked="" type="checkbox"/> email solicitations             | <input checked="" type="checkbox"/> accept donations on your website           |
| <input checked="" type="checkbox"/> personal solicitations          | <input type="checkbox"/> receive donations from another organization's website |
| <input type="checkbox"/> vehicle, boat, plane, or similar donations | <input checked="" type="checkbox"/> government grant solicitations             |
| <input checked="" type="checkbox"/> foundation grant solicitations  | <input type="checkbox"/> Other   |

Attach a description of each fundraising program.

- b** Do you or will you have written or oral contracts with any individuals or organizations to raise funds for you? If "Yes," describe these activities. Include all revenue and expenses from these activities and state who conducts them. Revenue and expenses should be provided for the time periods specified in Part IX, Financial Data. Also, attach a copy of any contracts or agreements.  Yes  No

- c** Do you or will you engage in fundraising activities for other organizations? If "Yes," describe these arrangements. Include a description of the organizations for which you raise funds and attach copies of all contracts or agreements.  Yes  No

- d** List all states and local jurisdictions in which you conduct fundraising. For each state or local jurisdiction listed, specify whether you fundraise for your own organization, you fundraise for another organization, or another organization fundraises for you.

- e** Do you or will you maintain separate accounts for any contributor under which the contributor has the right to advise on the use or distribution of funds? Answer "Yes" if the donor may provide advice on the types of investments, distributions from the types of investments, or the distribution from the donor's contribution account. If "Yes," describe this program, including the type of advice that may be provided and submit copies of any written materials provided to donors.  Yes  No

- 5** Are you affiliated with a governmental unit? If "Yes," explain.  Yes  No

- 6a** Do you or will you engage in **economic development**? If "Yes," describe your program.  Yes  No

- b** Describe in full who benefits from your economic development activities and how the activities promote exempt purposes.

- 7a** Do or will persons other than your employees or volunteers **develop** your facilities? If "Yes," describe each facility, the role of the developer, and any business or family relationship(s) between the developer and your officers, directors, or trustees.  Yes  No

- b** Do or will persons other than your employees or volunteers **manage** your activities or facilities? If "Yes," describe each activity and facility, the role of the manager, and any business or family relationship(s) between the manager and your officers, directors, or trustees.  Yes  No

- c** If there is a business or family relationship between any manager or developer and your officers, directors, or trustees, identify the individuals, explain the relationship, describe how contracts are negotiated at arm's length so that you pay no more than fair market value, and submit a copy of any contracts or other agreements.

- 8** Do you or will you enter into **joint ventures**, including partnerships or **limited liability companies** treated as partnerships, in which you share profits and losses with partners other than section 501(c)(3) organizations? If "Yes," describe the activities of these joint ventures in which you participate.  Yes  No

- 9a** Are you applying for exemption as a childcare organization under section 501(k)? If "Yes," answer lines 9b through 9d. If "No," go to line 10.  Yes  No

- b** Do you provide child care so that parents or caretakers of children you care for can be **gainfully employed** (see instructions)? If "No," explain how you qualify as a childcare organization described in section 501(k).  Yes  No

- c** Of the children for whom you provide child care, are 85% or more of them cared for by you to enable their parents or caretakers to be gainfully employed (see instructions)? If "No," explain how you qualify as a childcare organization described in section 501(k).  Yes  No

- d** Are your services available to the general public? If "No," describe the specific group of people for whom your activities are available. Also, see the instructions and explain how you qualify as a childcare organization described in section 501(k).  Yes  No

- 10** Do you or will you publish, own, or have rights in music, literature, tapes, artworks, choreography, scientific discoveries, or other **intellectual property**? If "Yes," explain. Describe who owns or will own any copyrights, patents, or trademarks, whether fees are or will be charged, how the fees are determined, and how any items are or will be produced, distributed, and marketed.  Yes  No

**Part VIII Your Specific Activities (Continued)**

- 11** Do you or will you accept contributions of: real property; conservation easements; closely held securities; intellectual property such as patents, trademarks, and copyrights; works of music or art; licenses; royalties; automobiles, boats, planes, or other vehicles; or collectibles of any type? If "Yes," describe each type of contribution, any conditions imposed by the donor on the contribution, and any agreements with the donor regarding the contribution.  Yes  No
- 12a** Do you or will you operate in a foreign country or countries? If "Yes," answer lines 12b through 12d. If "No," go to line 13a.  Yes  No
- b** Name the foreign countries and regions within the countries in which you operate.
  - c** Describe your operations in each country and region in which you operate.
  - d** Describe how your operations in each country and region further your exempt purposes.
- 13a** Do you or will you make grants, loans, or other distributions to organization(s)? If "Yes," answer lines 13b through 13g. If "No," go to line 14a.  Yes  No
- b** Describe how your grants, loans, or other distributions to organizations further your exempt purposes.
  - c** Do you have written contracts with each of these organizations? If "Yes," attach a copy of each contract.  Yes  No
  - d** Identify each recipient organization and any relationship between you and the recipient organization.
  - e** Describe the records you keep with respect to the grants, loans, or other distributions you make.
  - f** Describe your selection process, including whether you do any of the following:
    - (i)** Do you require an application form? If "Yes," attach a copy of the form.  Yes  No
    - (ii)** Do you require a grant proposal? If "Yes," describe whether the grant proposal specifies your responsibilities and those of the grantee, obligates the grantee to use the grant funds only for the purposes for which the grant was made, provides for periodic written reports concerning the use of grant funds, requires a final written report and an accounting of how grant funds were used, and acknowledges your authority to withhold and/or recover grant funds in case such funds are, or appear to be, misused.  Yes  No
- 9** Describe your procedures for oversight of distributions that assure you the resources are used to further your exempt purposes, including whether you require periodic and final reports on the use of resources.
- 14a** Do you or will you make grants, loans, or other distributions to foreign organizations? If "Yes," answer lines 14b through 14f. If "No," go to line 15.  Yes  No
- b** Provide the name of each foreign organization, the country and regions within a country in which each foreign organization operates, and describe any relationship you have with each foreign organization.
  - c** Does any foreign organization listed in line 14b accept contributions earmarked for a specific country or specific organization? If "Yes," list all earmarked organizations or countries.  Yes  No
  - d** Do your contributors know that you have ultimate authority to use contributions made to you at your discretion for purposes consistent with your exempt purposes? If "Yes," describe how you relay this information to contributors.  Yes  No
  - e** Do you or will you make pre-grant inquiries about the recipient organization? If "Yes," describe these inquiries, including whether you inquire about the recipient's financial status, its tax-exempt status under the Internal Revenue Code, its ability to accomplish the purpose for which the resources are provided, and other relevant information.  Yes  No
  - f** Do you or will you use any additional procedures to ensure that your distributions to foreign organizations are used in furtherance of your exempt purposes? If "Yes," describe these procedures, including site visits by your employees or compliance checks by impartial experts, to verify that grant funds are being used appropriately.  Yes  No

**Part VIII Your Specific Activities (Continued)**

- |    |  |   |  |
|----|--|---|--|
| 15 | Do you have a close connection with any organizations? If "Yes," explain.  | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No            |
| 16 | Are you applying for exemption as a cooperative hospital service organization under section 501(e)? If "Yes," explain.   | <input type="checkbox"/> Yes            | <input checked="" type="checkbox"/> No |
| 17 | Are you applying for exemption as a <b>cooperative service organization of operating educational organizations</b> under section 501(f)? If "Yes," explain.  | <input type="checkbox"/> Yes            | <input checked="" type="checkbox"/> No |
| 18 | Are you applying for exemption as a <b>charitable risk pool</b> under section 501(n)? If "Yes," explain.   | <input type="checkbox"/> Yes            | <input checked="" type="checkbox"/> No |
| 19 | Do you or will you operate a <b>school</b> ? If "Yes," complete Schedule B. Answer "Yes," whether you operate a school as your main function or as a secondary activity.   | <input type="checkbox"/> Yes            | <input checked="" type="checkbox"/> No |
| 20 | Is your main function to provide <b>hospital or medical care</b> ? If "Yes," complete Schedule C.  | <input type="checkbox"/> Yes            | <input checked="" type="checkbox"/> No |
| 21 | Do you or will you provide <b>low-income housing</b> or housing for the elderly or handicapped? If "Yes," complete Schedule F.   | <input type="checkbox"/> Yes            | <input checked="" type="checkbox"/> No |
| 22 | Do you or will you provide scholarships, fellowships, educational loans, or other educational grants to individuals, including grants for travel, study, or other similar purposes? If "Yes," complete Schedule H. | <input type="checkbox"/> Yes            | <input checked="" type="checkbox"/> No |

**Note:** Private foundations may use Schedule H to request advance approval of individual grant procedures.

**Part IX Financial Data**

For purposes of this schedule, years in existence refer to completed tax years. If in existence 4 or more years, complete the schedule for the most recent 4 tax years. If in existence more than 1 year but less than 4 years, complete the statements for each year in existence and provide projections of your likely revenues and expenses based on a reasonable and good faith estimate of your future finances for a total of 3 years of financial information. If in existence less than 1 year, provide projections of your likely revenues and expenses for the current year and the 2 following years, based on a reasonable and good faith estimate of your future finances for a total of 3 years of financial information. (See instructions.)

**A. Statement of Revenues and Expenses**

	Type of revenue or expense	Current tax year (a) From <u>7/31/13</u> To <u>12/31/2013</u>	3 prior tax years or 2 succeeding tax years			(e) Provide Total for (a) through (d)
			(b) From <u>1/1/2014</u> To <u>12/31/2014</u>	(c) From <u>1/1/2015</u> To <u>12/31/2015</u>	(d) From _____ To _____	
Revenues	1 Gifts, grants, and contributions received (do not include unusual grants)	1,059	151,000	321,600		473,659
	2 Membership fees received	0	0	0		0
	3 Gross investment income	0	0	0		0
	4 Net unrelated business income	0	0	0		0
	5 Taxes levied for your benefit	0	0	0		0
	6 Value of services or facilities furnished by a governmental unit without charge (not including the value of services generally furnished to the public without charge)	0	0	0		0
	7 Any revenue not otherwise listed above or in lines 9-12 below (attach an itemized list)	0	0	0		0
	8 Total of lines 1 through 7	1,059	151,000	321,600		473,659
	9 Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to your exempt purposes (attach itemized list)	6,225	50,000	100,000		156,225
	10 Total of lines 8 and 9	7,284	201,000	421,600		629,884
	11 Net gain or loss on sale of capital assets (attach schedule and see instructions)	0	0	0		0
	12 Unusual grants	0	0	0		0
	13 Total Revenue Add lines 10 through 12	7,284	201,000	421,600		629,884
Expenses	14 Fundraising expenses	0	0	20,000		
	15 Contributions, gifts, grants, and similar amounts paid out (attach an itemized list)	0	0	0		
	16 Disbursements to or for the benefit of members (attach an itemized list)	0	0	0		
	17 Compensation of officers, directors, and trustees	0	106,000	106,000		
	18 Other salaries and wages	0	91,000	238,000		
	19 Interest expense	0	0	0		
	20 Occupancy (rent, utilities, etc.)	0	0	27,600		
	21 Depreciation and depletion	0	0	0		
	22 Professional fees	0	0	0		
	23 Any expense not otherwise classified, such as program services (attach itemized list)	473	4,000	30,000		
	24 Total Expenses Add lines 14 through 23	473	201,000	421,600		

**Part IX Financial Data (Continued)****B. Balance Sheet (for your most recently completed tax year)**

Assets		1	6,930.56
1	Cash . . . . .	2	0
2	Accounts receivable, net . . . . .	3	0
3	Inventories . . . . .	4	0
4	Bonds and notes receivable (attach an itemized list) . . . . .	5	0
5	Corporate stocks (attach an itemized list) . . . . .	6	0
6	Loans receivable (attach an itemized list) . . . . .	7	0
7	Other investments (attach an itemized list) . . . . .	8	438.13
8	Depreciable and depletable assets (attach an itemized list) . . . . .	9	0
9	Land . . . . .	10	0
10	Other assets (attach an itemized list) . . . . .	11	7,368.69
11	Total Assets (add lines 1 through 10) . . . . .		7,368.69
Liabilities		12	0
12	Accounts payable . . . . .	13	0
13	Contributions, gifts, grants, etc. payable . . . . .	14	0
14	Mortgages and notes payable (attach an itemized list) . . . . .	15	0
15	Other liabilities (attach an itemized list) . . . . .	16	0
16	Total Liabilities (add lines 12 through 15) . . . . .		0
Fund Balances or Net Assets		17	7,368.69
17	Total fund balances or net assets . . . . .	18	7,368.69
18	Total Liabilities and Fund Balances or Net Assets (add lines 16 and 17) . . . . .		7,368.69

19 Have there been any substantial changes in your assets or liabilities since the end of the period shown above?  Yes  No  
If "Yes," explain.

**Part X Public Charity Status**

Part X is designed to classify you as an organization that is either a **private foundation** or a **public charity**. Public charity status is a more favorable tax status than private foundation status. If you are a private foundation, Part X is designed to further determine whether you are a **private operating foundation**. (See instructions.)

- 1a Are you a private foundation? If "Yes," go to line 1b. If "No," go to line 5 and proceed as instructed. If you are unsure, see the instructions.  Yes  No
- b As a private foundation, section 508(e) requires special provisions in your organizing document in addition to those that apply to all organizations described in section 501(c)(3). Check the box to confirm that your organizing document meets this requirement, whether by express provision or by reliance on operation of state law. Attach a statement that describes specifically where your organizing document meets this requirement, such as a reference to a particular article or section in your organizing document or by operation of state law. See the instructions, including Appendix B, for information about the special provisions that need to be contained in your organizing document. Go to line 2.
- 2 Are you a private operating foundation? To be a private operating foundation you must engage directly in the active conduct of charitable, religious, educational, and similar activities, as opposed to indirectly carrying out these activities by providing grants to individuals or other organizations. If "Yes," go to line 3. If "No," go to the signature section of Part XI.  Yes  No
- 3 Have you existed for one or more years? If "Yes," attach financial information showing that you are a private operating foundation; go to the signature section of Part XI. If "No," continue to line 4.  Yes  No
- 4 Have you attached either (1) an affidavit or opinion of counsel, (including a written affidavit or opinion from a certified public accountant or accounting firm with expertise regarding this tax law matter), that sets forth facts concerning your operations and support to demonstrate that you are likely to satisfy the requirements to be classified as a private operating foundation; or (2) a statement describing your proposed operations as a private operating foundation?  Yes  No
- 5 If you answered "No" to line 1a, indicate the type of public charity status you are requesting by checking one of the choices below. You may check only one box.  
The organization is not a private foundation because it is:
- a 509(a)(1) and 170(b)(1)(A)(i)—a church or a convention or association of churches. Complete and attach Schedule A.
  - b 509(a)(1) and 170(b)(1)(A)(ii)—a school. Complete and attach Schedule B.
  - c 509(a)(1) and 170(b)(1)(A)(iii)—a hospital, a cooperative hospital service organization, or a medical research organization operated in conjunction with a hospital. Complete and attach Schedule C.
  - d 509(a)(3)—an organization supporting either one or more organizations described in line 5a through c, f, g, or h.

**Part X Public Charity Status (Continued)**

- e 509(a)(4)—an organization organized and operated exclusively for testing for public safety.
- f 509(a)(1) and 170(b)(1)(A)(iv)—an organization operated for the benefit of a college or university that is owned or operated by a governmental unit.
- g 509(a)(1) and 170(b)(1)(A)(vi)—an organization that receives a substantial part of its financial support in the form of contributions from publicly supported organizations, from a governmental unit, or from the general public.
- h 509(a)(2)—an organization that normally receives not more than one-third of its financial support from gross investment income and receives more than one-third of its financial support from contributions, membership fees, and gross receipts from activities related to its exempt functions (subject to certain exceptions).
- i A publicly supported organization, but unsure if it is described in 5g or 5h. The organization would like the IRS to decide the correct status.
- 6** If you checked box g, h, or i in question 5 above, you must request either an **advance** or a **definitive ruling** by selecting one of the boxes below. Refer to the instructions to determine which type of ruling you are eligible to receive.
- a **Request for Advance Ruling:** By checking this box and signing the consent, pursuant to section 6501(c)(4) of the Code you request an advance ruling and agree to extend the statute of limitations on the assessment of excise tax under section 4940 of the Code. The tax will apply only if you do not establish public support status at the end of the 5-year advance ruling period. The assessment period will be extended for the 5 advance ruling years to 8 years, 4 months, and 15 days beyond the end of the first year. You have the right to refuse or limit the extension to a mutually agreed-upon period of time or issue(s). Publication 1035, *Extending the Tax Assessment Period*, provides a more detailed explanation of your rights and the consequences of the choices you make. You may obtain Publication 1035 free of charge from the IRS web site at [www.irs.gov](http://www.irs.gov) or by calling toll-free 1-800-829-3676. Signing this consent will not deprive you of any appeal rights to which you would otherwise be entitled. If you decide not to extend the statute of limitations, you are not eligible for an advance ruling.

**Consent Fixing Period of Limitations Upon Assessment of Tax Under Section 4940 of the Internal Revenue Code**

For Organization

(Signature of Officer, Director, Trustee, or other authorized official)

(Type or print name of signer)

(Date)

(Type or print title or authority of signer)

For IRS Use Only

IRS Director, Exempt Organizations

(Date)

- b Request for Definitive Ruling:** Check this box if you have completed one tax year of at least 8 full months and you are requesting a definitive ruling. To confirm your public support status, answer line 6b(i) if you checked box g in line 5 above. Answer line 6b(ii) if you checked box h in line 5 above. If you checked box i in line 5 above, answer both lines 6b(i) and (ii).

- (i) (a) Enter 2% of line 8, column (e) on Part IX-A, Statement of Revenues and Expenses.   
 (b) Attach a list showing the name and amount contributed by each person, company, or organization whose gifts totaled more than the 2% amount. If the answer is "None," check this box.
- (ii) (a) For each year amounts are included on lines 1, 2, and 9 of Part IX-A, Statement of Revenues and Expenses, attach a list showing the name of and amount received from each **disqualified person**. If the answer is "None," check this box.   
 (b) For each year amounts are included on line 9 of Part IX-A, Statement of Revenues and Expenses, attach a list showing the name of and amount received from each payer, other than a disqualified person, whose payments were more than the larger of (1) 1% of line 1Q, Part IX-A, Statement of Revenues and Expenses, or (2) \$5,000. If the answer is "None," check this box.

- 7** Did you receive any unusual grants during any of the years shown on Part IX-A, Statement of Revenues and Expenses? If "Yes," attach a list including the name of the contributor, the date and amount of the grant, a brief description of the grant, and explain why it is unusual.  Yes  No

**Part XI User Fee Information**

You must include a user fee payment with this application. It will not be processed without your paid user fee. If your average annual gross receipts have exceeded or will exceed \$10,000 annually over a 4-year period, you must submit payment of \$850. If your gross receipts have not exceeded or will not exceed \$10,000 annually over a 4-year period, the required user fee payment is \$400. See instructions for Part XI, for a definition of gross receipts over a 4-year period. Your check or money order must be made payable to the United States Treasury. User fees are subject to change. Check our website at [www.irs.gov](http://www.irs.gov) and type "User Fee" in the keyword box, or call Customer Account Services at 1-877-829-5500 for current information.

- 1 Have your annual gross receipts averaged or are they expected to average not more than \$10,000?  Yes  No  
If "Yes," check the box on line 2 and enclose a user fee payment of \$400 (Subject to change—see above).  
If "No," check the box on line 3 and enclose a user fee payment of \$850 (Subject to change—see above).
- 2 Check the box if you have enclosed the reduced user fee payment of \$400 (Subject to change).
- 3 Check the box if you have enclosed the user fee payment of \$850 (Subject to change).

I declare under the penalties of perjury that I am authorized to sign this application on behalf of the above organization and that I have examined this application, including the accompanying schedules and attachments, and to the best of my knowledge it is true, correct, and complete.

Please  
Sign  
Here ►

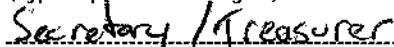
  
(Signature of Officer, Director, Trustee, or other authorized official)

Brian Carver

7-1-2014

(Type or print name of signer)

(Date)

  
(Signature of Brian Carver)

(Type or print title or authority of signer)

**Reminder:** Send the completed Form 1023 Checklist with your filled-in-application.

Form 1023 (Rev. 12-2013)

**Part IV Narrative Description of Your Activities**

Using an attachment, describe your *past, present, and planned* activities in a narrative. If you believe that you have already provided some of this information in response to other parts of this application, you may summarize that information here and refer to the specific parts of the application for supporting details. You may also attach representative copies of newsletters, brochures, or similar documents for supporting details to this narrative. Remember that if this application is approved, it will be open for public inspection. Therefore, your narrative description of activities should be thorough and accurate. Refer to the instructions for information that must be included in your description.

Please see attachment 1, page 1.

**Part V Compensation and Other Financial Arrangements With Your Officers, Directors, Trustees, Employees, and Independent Contractors**

3a. For each of your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors listed on lines 1a, 1b, or 1c, attach a list showing their name, qualifications, average hours worked, and duties.

Please see attachment 1, page 3.

**Part V Compensation and Other Financial Arrangements With Your Officers, Directors, Trustees, Employees, and Independent Contractors**

5a. Have you adopted a **conflict of interest policy** consistent with the sample conflict of interest policy in Appendix A to the instructions? If "Yes," provide a copy of the policy and explain how the policy has been adopted, such as by resolution of your governing board. If "No," answer lines 5b and 5c.

We have enclosed our Conflict of Interest Policy as attachment 5. It was adopted during our meeting on August 1st, 2013, as documented on page 7 of the minutes from that meeting (attachment 6)

**Part VI Your Members and Other Individuals and Organizations That receive Benefits From You**

1a. In carrying out your exempt purposes, do you provide goods, services, or funds to individuals?  
If "Yes," describe each program that provides goods, services, or funds to individuals.

Yes. Please see attachment 1, page 4 for details.

**Part VI Your Members and Other Individuals and Organizations That receive Benefits From You**

1b. In carrying out your exempt purposes, do you provide goods, services, or funds to organizations?  
If "Yes," describe each program that provides goods, services, or funds to organizations.

Yes. Please see attachment 1, page 4 for details.

**Part VIII Your Specific Activities**

4a. Do you or will you undertake fundraising? Attach a description of each fundraising program.  
Other (describe):

Yes. Please see attachment 1, page 4 for details.

**Part VIII Your Specific Activities**

4d. List all states and local jurisdictions in which you conduct fundraising. For each state or local jurisdiction listed, specify whether you fundraise for your own organization, you fundraise for another organization, or another organization fundraises for you.  
Please see attachment 1, page 4 for details.

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**Part VIII Your Specific Activities**

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10. Do you or will you publish, own, or have rights in music, literature, tapes, artworks, choreography, scientific discoveries, or other intellectual property? If "Yes," explain. Describe who owns or will own any copyrights, patents, or trademarks, whether fees are or will be charged, how the fees are determined, and how any items are or will be produced, distributed, and marketed.  
Please see attachment 1, page 4 for details.

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**Part VIII Your Specific Activities**

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15. Do you have a close connection with any organizations? If "Yes," explain.

Yes. Please see attachment 1, page 5 for details and attachment 7 for a copy of our agreement with Princeton University.

3594588

Free Law Project, Attachment 2

EIN: [REDACTED]

*elijah*  
FILED

Secretary of State  
State of California

ARTICLES OF INCORPORATION

Article I

The name of this corporation is Free Law Project ("Corporation").

AUG - 5 2013

*ICC*

Article II

- A. This Corporation is a **nonprofit public benefit corporation** and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for **charitable** purposes. The specific purposes of this Corporation are primarily to provide free, public, and permanent access to primary legal materials on the Internet for educational, charitable, and scientific purposes to the benefit of the general public and the public interest; to develop, implement, and provide public access to technologies useful for legal research; to create an open ecosystem for legal research and materials; to support academic research on related technologies, corpora, and legal systems; and to carry on other charitable activities associated with these purposes, including, but not limited to, publications, meetings, conferences, trainings, educational seminars, and the issuance of grants and other financial support to educational institutions, foundations, and other organizations exclusively for educational, charitable, and scientific purposes as allowed by law.
- B. This Corporation is organized and operated exclusively for **charitable, scientific, and educational** purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code").

Article III

The name and address in the State of California of this Corporation's initial agent for service of process is Brian W. Carver  
4115 Adeline St.  
Emeryville, CA 94608

Article IV

The initial street and mailing address of this Corporation is 4115 Adeline St., Emeryville, CA 94608.

Article V

This Corporation shall have no members.

Article VI

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

tax under Section 501(c)(3) of the Code or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

- C. Notwithstanding any other provision of these articles of incorporation or other governing instrument of this Corporation, during such period or periods, of time, if any, as this Corporation is treated as a "private foundation" pursuant to Section 509 of the Code: (i) the Corporation's income must be distributed at such time and in such manner so as not to subject this Corporation to tax under Section 4942 of the Code and (ii) this Corporation is prohibited from (a) engaging in any act of self-dealing (as defined in Section 4941(d) of the Code); (b) retaining any excess business holdings (as defined in Section 4943(c) of the Code) which would subject this Corporation to tax under Section 4943 of the Code; (c) making any investments in such manner so as to subject this Corporation to tax under Section 4944 of the Code; and (d) making any taxable expenditures (as defined in Section 4945(d) of the Code).

### Article VII

- A. The property of this Corporation is irrevocably dedicated to charitable, scientific, and educational purposes as defined in Revenue and Taxation Code section 214, subdivision (j). No part of the net income or assets of this Corporation shall ever inure to the benefit of any of its directors or officers, or to the benefit of any private person, except that this Corporation is authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof.
- B. Upon the dissolution or winding up of this Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this Corporation shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable, scientific, or educational purposes as defined in Revenue and Taxation Code section 214, subdivision (j) and which has established its tax exempt status under Section 501(c)(3) of the Code.

Date: July 31, 2013

Brian W. Carver 7-31-2013

Brian W. Carver, Incorporator

Michael Lissner 7-31-2013

Michael Lissner, Incorporator

Bylaws of

**Free Law Project**

A California Nonprofit Public Benefit Corporation

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#### **DEFINED TERMS USED IN THIS DOCUMENT**

- “annual meeting” – Section 7.5
- “Articles of Incorporation” – Section 7.2
- “Attorney General” – Section 7.4.4
- “Board” – Section 7.2
- “California Nonprofit Corporation Law” – Section 3.1
- “Chairperson” – Section 9.6.1
- “Code” – Section 4.2
- “Committees” – Section 8.1
- “Corporation” – Section 1.1
- “Directors” – Section 7.1.1
- “e-mail” – Section 7.7.1
- “Officers” – Section 9.1
- “President” – Section 9.6.2
- “Secretary” – Section 9.6.4
- “Treasurer” – Section Error: Reference source not found
- “Vice President” – Section Error: Reference source not found



## **ARTICLE 1 NAME**

### **Section 1.1 Corporate Name**

The name of this corporation is **Free Law Project** (the “Corporation”).

## **ARTICLE 2 OFFICES**

### **Section 2.1 Principal Office**

The principal office for the transaction of the business of the Corporation may be established at any place or places within or without the State of California by resolution of the Board.

### **Section 2.2 Other Offices**

The Board may at any time establish branch or subordinate offices at any place or places where the Corporation is qualified to transact business.

## **ARTICLE 3 PURPOSES**

### **Section 3.1 General Purpose**

The Corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Corporation Law of California (“California Nonprofit Corporation Law”) for **charitable** purposes.

### **Section 3.2 Specific Purpose**

The specific purposes of the Corporation are primarily to support and provide free, public, and permanent access to primary legal materials on the Internet for educational, charitable, and scientific purposes to the benefit of the general public and the public interest; to develop, implement, and provide public access to technologies useful for legal research; to create an open ecosystem for legal research and materials; to support academic research on related technologies, corpora, and legal systems; and to carry on other charitable activities associated with this purpose, including, but not limited to, publications, meetings, conferences, trainings, educational seminars, and the issuance of grants and other financial support to educational institutions, foundations, and other organizations exclusively for educational, charitable, and scientific purposes as allowed by law.

## **ARTICLE 4 LIMITATIONS**

### **Section 4.1 Political Activities**

The Corporation has been formed under California Nonprofit Corporation Law for the charitable purposes described in ARTICLE 3, and it shall be nonprofit and nonpartisan. No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in any political campaign (including the publishing or distribution of statements) on behalf of, or in opposition to, any candidate for public office.

### **Section 4.2 Prohibited Activities**

The Corporation shall not, except in any insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes described in ARTICLE 3. The Corporation

may not carry on any activity for the profit of its Officers, Directors or other persons or distribute any gains, profits or dividends to its Officers, Directors or other persons as such. Furthermore, nothing in ARTICLE 3 shall be construed as allowing the Corporation to engage in any activity not permitted to be carried on (i) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code") or (ii) by a corporation, contributions to which are deductible under section 170(c)(2) of the Code.

## ARTICLE 5 DEDICATION OF ASSETS

- Section 5.1 **Property Dedicated to Nonprofit Purposes**  
The property of the Corporation is irrevocably dedicated to **charitable, scientific, and educational purposes as defined in Revenue and Taxation Code section 214, subdivision (j)**. No part of the net income or assets of the Corporation shall ever inure to the benefit of any of its Directors or Officers, or to the benefit of any private person, except that the Corporation is authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in ARTICLE 3 hereof.
- Section 5.2 **Distribution of Assets Upon Dissolution**  
Upon the dissolution or winding up of the Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for **charitable, scientific, and educational purposes as defined in Revenue and Taxation Code section 214, subdivision (j)** and which has established its tax exempt status under Section 501(c)(3) of the Code.

## ARTICLE 6 MEMBERSHIPS

- Section 6.1 **Members**  
The Corporation shall have no members within the meaning of section 5056 of the California Nonprofit Corporation Law.
- Section 6.2 **Non-Voting Members**  
The Board may adopt policies and procedures for the admission of associate members or other designated members who shall have no voting rights in the Corporation. Such associate or other members are not "members" of the Corporation as defined in section 5056 of the California Nonprofit Corporation Law.

## ARTICLE 7 DIRECTORS

- Section 7.1 **Number and Qualifications**
- 7.1.1 **Number**  
The authorized number of directors of the Corporation ("Directors") shall be not less than three or more than nine; the exact authorized number to be fixed, within these limits, by resolution of the Board.

7.1.2 **Qualifications**  
There are no required qualifications for serving on the Board. Additional qualifications for serving on a particular Board seat may be set by resolution of the Board.

**Section 7.2** **Corporate Powers Exercised by Board**  
Subject to the provisions of the Articles of Incorporation of the Corporation (the "Articles of Incorporation"), California Nonprofit Corporation Law and any other applicable laws, the business and affairs of the Corporation shall be managed, and all corporate powers shall be exercised, by or under the direction of the board of Directors (the "Board"). The Board may delegate the management of the activities of the Corporation to any person or persons, management company or committee however composed, provided that the activities and affairs of the Corporation shall be managed and all corporate powers shall be exercised under the ultimate direction of the Board.

**Section 7.3** **Terms; Election of Successors**  
Directors shall be elected at each annual meeting of the Board for two-year terms. Each Director, including a Director elected to fill a vacancy, shall hold office until the expiration of the term for which he or she was elected and until the election and qualification of a successor, or until that Director's earlier resignation or removal in accordance with these Bylaws and California Nonprofit Corporation Law. By resolution, the Board may arrange for terms to be staggered.

**Section 7.4** **Vacancies**  
**7.4.1** **Events Causing Vacancy**  
A vacancy or vacancies on the Board shall be deemed to exist on the occurrence of the following: (i) the death, resignation, or removal of any Director; (ii) whenever the number of authorized Directors is increased; or (iii) the failure of the Board, at any meeting at which any Director or Directors are to be elected, to elect the full authorized number of Directors.

**7.4.2** **Removal**  
The Board may by resolution declare vacant the office of a Director who has been declared of unsound mind by an order of court, or convicted of a felony, or found by final order or judgment of any court to have breached a duty under California Nonprofit Corporation Law.

Directors may be removed without cause by a majority of Directors then in office.

**7.4.3** **No Removal on Reduction of Number of Directors**  
No reduction of the authorized number of Directors shall have the effect of removing any Director before that Director's term of office expires unless the reduction also provides for the removal of that specified Director in accordance with these Bylaws and California Nonprofit Corporation Law.

**7.4.4** **Resignations**  
Except as provided in this Section 7.4.4, any Director may resign by giving written notice to the Chairperson, the President, the Secretary, or the Board. Such a written resignation will be effective on the later of (i) the date it is delivered or (ii) the time specified in the written notice that the resignation is to become effective. No Director may resign if the Corporation would then be left without a duly elected Director or Directors in charge of its affairs, except upon notice to the California Attorney General (the "Attorney General").

7.4.5

Election to Fill Vacancies

If there is a vacancy on the Board, including a vacancy created by the removal of a Director, the Board may fill such vacancy by electing an additional director as soon as practicable after the vacancy occurs. If the number of Directors then in office is less than a quorum, additional directors may be elected to fill such vacancies by (i) the unanimous written consent of the Directors then in office, (ii) the affirmative vote of a majority of the Directors in office at a meeting held according to notice or waivers complying with section 5211 of the California Nonprofit Corporation Law, or (iii) a sole remaining Director.

Section 7.5

Regular Meetings

Each year, the Board shall hold at least one meeting, at a time and place fixed by the Board, for the purposes of election of Directors, appointment of Officers, review and approval of the corporate budget and transaction of other business. This meeting is sometimes referred to in these Bylaws as the "annual meeting." Other regular meetings of the Board may be held at such time and place as the Board may fix from time to time by resolution.

Section 7.6

Special Meetings

Special meetings of the Board for any purpose may be called at any time by the Chairperson, or the President, or the Vice President (if any), or the Secretary, or any two Directors.

Section 7.7

Notice of Meetings

7.7.1

Manner of Giving

Except when the time and place of a regular meeting is set by the Board by resolution in advance (as permitted by Section 7.5), notice of the time and place of all regular and special meetings shall be given to each Director by one of the following methods:

- (a) Personal delivery of oral or written notice;
- (b) First-class mail, postage paid;
- (c) Telephone, including a voice messaging system or other system or technology designed to record and communicate messages; or
- (d) Facsimile, electronic mail ("e-mail") or other means of electronic transmission if the recipient has consented to accept notices in this manner.

All such notices shall be given or sent to the Director's address, phone number, facsimile number or e-mail address as shown on the records of the Corporation. Any oral notice given personally or by telephone may be communicated directly to the Director or to a person who would reasonably be expected to promptly communicate such notice to the Director. Notice of regular meetings may be given in the form of a calendar or schedule that sets forth the date, time and place of more than one regular meeting.

7.7.2

Time Requirements

Notices sent by first-class mail shall be deposited into a United States mail box at least four days before the time set for the meeting. Notices given by personal delivery, telephone, voice messaging system or other system or technology designed to record and communicate messages,

facsimile, e-mail or other electronic transmission shall be delivered at least 48 hours before the time set for the meeting.

7.7.3

Notice Contents

The notice shall state the time and place for the meeting, except that if the meeting is scheduled to be held at the principal office of the Corporation, the notice shall be valid even if no place is specified. The notice need not specify the purpose of the meeting unless required to elsewhere in these Bylaws.

Section 7.8

Place of Board Meetings

Regular and special meetings of the Board may be held at any place within or outside the state that has been designated in the notice of the meeting, or, if not stated in the notice or, if there is no notice, designated by resolution of the Board. If the place of a regular or special meeting is not designated in the notice or fixed by a resolution of the Board, it shall be held at the principal office of the Corporation.

7.8.1

Meetings by Telephone or Similar Communication Equipment

Any meeting may be held by conference telephone or other communications equipment permitted by California Nonprofit Corporation Law, as long as all Directors participating in the meeting can communicate with one another and all other requirements of California Nonprofit Corporation Law are satisfied. All such Directors shall be deemed to be present in person at such meeting.

Section 7.9

Quorum and Action of the Board

7.9.1

Quorum

A majority of Directors then in office (but no fewer than two Directors or one-fifth of the authorized number in Section 7.1.1, whichever is greater) shall constitute a quorum for the transaction of business, except to adjourn as provided in Section 7.11.

7.9.2

Minimum Vote Requirements for Valid Board Action

Every act taken or decision made by a vote of the majority of the Directors present at a meeting duly held at which a quorum is present is the act of the Board, unless a greater number is expressly required by California Nonprofit Corporation Law, the Articles of Incorporation or these Bylaws. A meeting at which a quorum is initially present may continue to transact business, notwithstanding the withdrawal of Directors from the meeting, if any action taken is approved by at least a majority of the required quorum for that meeting.

7.9.3

When a Greater Vote Is Required for Valid Board Action

The following actions shall require a vote by a majority of all Directors then in office in order to be effective:

- (a) Approval of contracts or transactions in which a Director has a direct or indirect material financial interest as described in Section 10.1 (provided that the vote of any interested Director(s) is not counted);
- (b) Creation of, and appointment to, Committees (but not advisory committees) as described in Section 8.1;
- (c) Removal of a Director without cause as described in Section 7.4.2; and

(d) Indemnification of Directors as described in ARTICLE 11.

Section 7.10

Waiver of Notice

The transactions of any meeting of the Board, however called and noticed or wherever held, shall be as valid as though taken at a meeting duly held after regular call and notice, if (i) a quorum is present, and (ii) either before or after the meeting, each of the Directors who is not present at the meeting signs a written waiver of notice, a consent to holding the meeting, or an approval of the minutes. The waiver of notice or consent does not need to specify the purpose of the meeting. All waivers, consents, and approvals shall be filed with the corporate records or made a part of the minutes of the meeting. Also, notice of a meeting is not required to be given to any Director who attends the meeting without protesting before or at its commencement about the lack of adequate notice. Directors can protest the lack of notice only by presenting a written protest to the Secretary either in person, by first-class mail addressed to the Secretary at the principal office of the Corporation as contained on the records of the Corporation as of the date of the protest, or by facsimile addressed to the facsimile number of the Corporation as contained on the records of the Corporation as of the date of the protest.

Section 7.11

Adjournment

A majority of the Directors present, whether or not constituting a quorum, may adjourn any meeting to another time and place.

Section 7.12

Notice of Adjournment

Notice of the time and place of holding an adjourned meeting need not be given, unless the meeting is adjourned for more than 24 hours, in which case personal notice of the time and place shall be given before the time of the adjourned meeting to the Directors who were not present at the time of the adjournment.

Section 7.13

Conduct of Meetings

Meetings of the Board shall be presided over by the Chairperson, or, if there is no Chairperson or the Chairperson is absent, the President or, if the President and Chairperson are both absent, by the Vice President (if any) or, in the absence of each of these persons, by a chairperson of the meeting, chosen by a majority of the Directors present at the meeting. The Secretary shall act as secretary of all meetings of the Board, provided that, if the Secretary is absent, the presiding officer shall appoint another person to act as secretary of the meeting. Meetings shall be governed by rules of procedure as may be determined by the Board from time to time, insofar as such rules are not inconsistent with or in conflict with these Bylaws, with the Articles, or with any provisions of law applicable to the Corporation.

Section 7.14

Action Without Meeting

Any action required or permitted to be taken by the Board may be taken without a meeting, if all members of the Board, individually or collectively, consent in writing to the action. For the purposes of this Section 7.14 only, "all members of the Board" shall not include any "interested Director" as defined in section 5233 of the California Nonprofit Corporation Law. Such written consent shall have the same force and effect as a unanimous vote of the Board taken at a meeting. Such written consent or consents shall be filed with the minutes of the proceedings of the Board.

Written consent may be transmitted by first-class mail, messenger, courier, facsimile, e-mail or any other reasonable method satisfactory to the Chairperson or the President.

**Section 7.15      Fees and Compensation of Directors**

The Corporation shall not pay any compensation to Directors for services rendered to the Corporation as Directors, except that Directors may be reimbursed for expenses incurred in the performance of their duties to the Corporation, in reasonable amounts as approved by the Board.

Also, Directors may not be compensated for rendering services to the Corporation in a capacity other than as Directors, unless such compensation is reasonable and further provided that not more than 49% of the persons serving as Directors may be "interested persons" which, for purposes of this Section 7.15 only, means:

- (a) any person currently being compensated by the Corporation for services rendered to it within the previous 12 months, whether as a full or part-time Officer or other employee, independent contractor, or otherwise, excluding any reasonable compensation paid to a Director as Director; or
- (b) any brother, sister, ancestor, descendant, spouse, brother-in-law, sister-in-law, son-in-law, daughter-in-law, mother-in-law, or father-in-law of any such person.

**Section 7.16      Non-Liability of Directors**

The Directors shall not be personally liable for the debts, liabilities, or other obligations of the Corporation.

**ARTICLE 8      COMMITTEES**

**Section 8.1      Committees of Directors**

The Board may, by resolution adopted by a majority of the Directors then in office, create one or more Board Committees ("Committees"), including an executive committee, each consisting of two or more Directors, to serve at the discretion of the Board. Any Committee, to the extent provided in the resolution of the Board, may be given the authority of the Board except that no Committee may:

- (a) approve any action for which the California Nonprofit Corporation Law also requires approval of the members or approval of a majority of all members;
- (b) fill vacancies on the Board or in any Committee which has the authority of the Board;
- (c) fix compensation of the Directors for serving on the Board or on any Committee;
- (d) amend or repeal Bylaws or adopt new Bylaws;
- (e) amend or repeal any resolution of the Board which by its express terms is not so amendable or repealable;
- (f) appoint any other Committees or the members of these Committees;
- (g) expend corporate funds to support a nominee for Director after more persons have been nominated than can be elected; or

- (h) approve any transaction (i) between the Corporation and one or more of its Directors or (ii) between the Corporation and any entity in which one or more of its Directors have a material financial interest.

Section 8.2

Meetings and Action of Board Committees

Meetings and action of Committees shall be governed by, and held and taken in accordance with, the provisions of ARTICLE 7 concerning meetings of Directors, with such changes in the context of ARTICLE 7 as are necessary to substitute the Committee and its members for the Board and its members, except that the time for regular meetings of Committees may be determined by resolution of the Board, and special meetings of Committees may also be called by resolution of the Board. Minutes shall be kept of each meeting of any Committee and shall be filed with the corporate records. The Committee shall report to the Board from time to time as the Board may require. The Board may adopt rules for the governance of any Committee not inconsistent with the provisions by these Bylaws. In the absence of rules adopted by the Board, the Committee may adopt such rules.

Section 8.3

Quorum Rules for Board Committees

A majority of the Committee members shall constitute a quorum for the transaction of Committee business, except to adjourn. A majority of the Committee members present, whether or not constituting a quorum, may adjourn any meeting to another time and place. Every act taken or decision made by a majority of the Committee members present at a meeting duly held at which a quorum is present shall be regarded as an act of the Committee, subject to the provisions of the California Nonprofit Corporation Law relating to actions that require a majority vote of the entire Board. A meeting at which a quorum is initially present may continue to transact business, notwithstanding the withdrawal of Committee members, if any action taken is approved by at least a majority of the required quorum for that meeting.

Section 8.4

Revocation of Delegated Authority

The Board may, at any time, revoke or modify any or all of the authority that the Board has delegated to a Committee, increase or decrease (but not below two) the number of members of a Committee, and fill vacancies in a Committee from the members of the Board.

Section 8.5

Nonprofit Integrity Act/Audit Committee

In any fiscal year in which the Corporation receives or accrues gross revenues of two million dollars or more (excluding grants from, and contracts for services with, governmental entities for which the governmental entity requires an accounting of the funds received), the Board shall (i) prepare annual financial statements using generally accepted accounting principles that are audited by an independent certified public accountant ("CPA") in conformity with generally accepted auditing standards; (ii) make the audit available to the Attorney General and to the public on the same basis that the Internal Revenue Service Form 990 is required to be made available; and (iii) appoint an Audit Committee.

The Audit Committee shall not include paid or unpaid staff or employees of the Corporation, including, if staff members or employees, the President or chief executive officer or the Treasurer or chief financial officer (if any). If there is a finance committee, members of the finance committee shall constitute less than 50% of the membership of the Audit Committee and the chairperson of the Audit Committee shall not be a member of the finance committee. Subject to the supervision of the Board, the Audit Committee shall:

- (a) make recommendations to the Board on the hiring and firing of the CPA;

- (b) confer with the CPA to satisfy Audit Committee members that the financial affairs of the Corporation are in order;
- (c) approve non-audit services by the CPA and ensure such services conform to standards in the Yellow Book issued by the United States Comptroller General; and
- (d) if requested by the Board, negotiate the CPA's compensation on behalf of the Board.

**Section 8.6      Advisory Committees**

The Board may create one or more advisory committees to serve at the pleasure of the Board. Appointments to such advisory committees need not, but may, be Directors. The Board shall appoint and discharge advisory committee members. All actions and recommendations of an advisory committee shall require ratification by the Board before being given effect.

**ARTICLE 9      OFFICERS**

**Section 9.1      Officers**

The officers of the Corporation ("Officers") shall be either a President or a Chairperson, or both, a Secretary, and a Treasurer or chief financial officer, or both. Other than the Chairperson, these persons may, but need not be, selected from among the Directors. The Board shall have the power to designate additional Officers, including a Vice President, who also need not be Directors, with such duties, powers, titles and privileges as the Board may fix, including such Officers as may be appointed in accordance with Section 9.6.6. Any number of offices may be held by the same person, except that the Secretary, the Treasurer and the chief financial officer (if any) may not serve concurrently as either the President or the Chairperson.

**Section 9.2      Election of Officers**

The Officers, except those appointed in accordance with Section 9.6.6, shall be elected by the Board at the annual meeting of the Corporation for a term of one year, and each shall serve at the discretion of the Board until his or her successor shall be elected, or his or her earlier resignation or removal. Officers may be elected for consecutive terms.

**Section 9.3      Removal of Officers**

Subject to the rights, if any, of an Officer under any contract of employment, any Officer may be removed, with or without cause, (i) by the Board, at any regular or special meeting of the Board, or at the annual meeting of the Corporation, or (ii) by an Officer on whom such power of removal may be conferred by the Board.

**Section 9.4      Resignation of Officers**

Any Officer may resign at any time by giving written notice 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.

- Section 9.5      Vacancies in Offices**
- A vacancy in any office because of death, resignation, removal, disqualification, or any other cause shall be filled in the manner prescribed in these Bylaws for regular appointments to that office, provided that such vacancies shall be filled as they occur and not on an annual basis. In the event of a vacancy in any office other than the President or one appointed in accordance with Section 9.6.6, such vacancy shall be filled temporarily by appointment by the President, or if none, by the Chairperson, and the appointee shall remain in office for 60 days, or until the next regular meeting of the Board, whichever comes first. Thereafter, the position can be filled only by action of the Board.
- Section 9.6      Responsibilities of Officers**
- 9.6.1      Chairperson of the Board**
- The chairperson of the Board (the “Chairperson”), if any, shall be a Director and shall preside at meetings of the Board and exercise and perform such other powers and duties as may from time to time be assigned to him by the Board or prescribed by these Bylaws. If the Board designates both a Chairperson and a President, the Board shall, by resolution, establish the specific duties carried by each position.
- 9.6.2      President**
- The president of the Corporation (the “President”) shall, if there is no Chairperson, or in the Chairperson’s absence, preside at meetings of the Board and exercise and perform such other powers and duties as may from time to time be assigned to him by the Board or prescribed by these Bylaws. If no other person is designated as the chief executive, the President shall, in addition, be the chief executive and shall have the powers and duties prescribed in Section 9.7.
- 9.6.3      Vice President**
- The vice president of the Corporation (the “Vice President”), if any, shall, in the absence or disability of the President, perform all the duties of the President and, when so acting, have all the powers of and be subject to all the restrictions upon, the President. The Vice President shall have such other powers and perform such other duties as may be prescribed by the Board.
- 9.6.4      Secretary**
- The secretary of the Corporation (the “Secretary”) shall attend to the following:
- 9.6.4.1      Bylaws**
- The Secretary shall certify and keep or cause to be kept at the principal office of the Corporation the original or a copy of these Bylaws as amended to date.
- 9.6.4.2      Minute Book**
- The Secretary shall keep or cause to be kept a minute book as described in Section 12.1.
- 9.6.4.3      Notices**
- The Secretary shall give, or cause to be given, notice of all meetings of the Board in accordance with these Bylaws.

**9.6.4.4      Corporate Records**

Upon request, the Secretary shall exhibit or cause to be exhibited at all reasonable times to any Director, or to his or her agent or attorney, these Bylaws and the minute book.

**9.6.4.5      Corporate Seal and Other Duties**

The Secretary shall keep or cause to be kept the seal of the Corporation, if any, in safe custody, and shall have such other powers and perform such other duties incident to the office of Secretary as may be prescribed by the Board or these Bylaws.

**9.6.5      Treasurer**

The treasurer of the Corporation (the "Treasurer") shall attend to the following:

**9.6.5.1      Books of Account**

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 transactions of the Corporation, including accounts of its assets, liabilities, receipts, disbursements, gains, losses, capital, retained earnings, and other matters customarily included in financial statements. The books of account shall be open to inspection by any Director at all reasonable times.

**9.6.5.2      Financial Reports**

The Treasurer shall prepare, or cause to be prepared, and certify, or cause to be certified, the financial statements to be included in any required reports.

**9.6.5.3      Deposit and Disbursement of Money and Valuables**

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; shall disburse, or cause to be disbursed, the funds of the Corporation as may be ordered by the Board; shall render, or cause to be rendered to the President and Directors, whenever they request it, an account of all of his or her transactions as Treasurer and of the financial condition of the Corporation; and shall have other powers and perform such other duties incident to the office of Treasurer as may be prescribed by the Board or these Bylaws.

**9.6.5.4      Bond**

If required by the Board, the Treasurer shall give the Corporation a bond in the amount and with the surety or sureties specified by the Board for faithful performance of the duties of his office and for restoration to the Corporation of all its books, papers, vouchers, money, and other property of every kind in his possession or under his control on his death, resignation, retirement, or removal from office.

**9.6.6      Additional Officers**

The Board may empower the Chairperson, President, or chief executive, to appoint or remove such other Officers 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 from time to time may determine.

Section 9.7	<u>Chief Executive</u> Subject to such supervisory powers as may be given by the Board to the Chairperson or President, the Board may hire a chief executive who shall be the general manager of the Corporation, and subject to the control of the Board, shall supervise, direct and control the Corporation's day-to-day activities, business and affairs. The chief executive (who may be referred to as the "executive director") shall be empowered to hire, supervise and fire all of the employees of the Corporation, under such terms and having such job responsibilities as the chief executive shall determine in his or her sole discretion, subject to the rights, if any, of the employee under any contract of employment. The chief executive may delegate his or her responsibilities and powers subject to the control of the Board. He or she shall have such other powers and duties as may be prescribed by the Board or these Bylaws. Additionally, the Board may, by resolution, appoint the chief executive as an Officer.
Section 9.8	<u>Compensation of Officers</u>
9.8.1	<u>Salaries Fixed by Board</u> The salaries of Officers, if any, shall be fixed from time to time by resolution of the Board or by the person or Committee to whom the Board has delegated this function, and no Officer shall be prevented from receiving such salary by reason of the fact that he or she is also a Director, provided, however, that such compensation paid to a Director for serving as an Officer shall only be allowed if permitted under the provisions of Section 7.15. In all cases, any salaries received by Officers shall be reasonable and given in return for services actually rendered for the Corporation which relate to the performance of the public benefit purposes of the Corporation. No salaried Officer serving as a Director shall be permitted to vote on his or her own compensation as an Officer.
9.8.2	<u>Fairness of Compensation</u> The Board shall periodically review the fairness of compensation, including benefits, paid to every person, regardless of title, with powers, duties, or responsibilities comparable to the president, chief executive officer, treasurer, or chief financial officer (i) once such person is hired, (ii) upon any extension or renewal of such person's term of employment, and (iii) when such person's compensation is modified (unless all employees are subject to the same general modification of compensation).
<b>ARTICLE 10 TRANSACTIONS BETWEEN CORPORATION AND DIRECTORS OR OFFICERS</b>	
Section 10.1	<u>Transactions with Directors and Officers</u>
10.1.1	<u>Interested Party Transactions</u> Except as described in Section 10.1.2, the Corporation shall not be a party to any transaction: <ul style="list-style-type: none"><li>(a) in which one or more of its Directors or Officers has a material financial interest, or</li><li>(b) with any corporation, firm, association, or other entity in which one or more Directors or Officers has a material financial interest.</li></ul>
10.1.2	<u>Requirements to Authorize Interested Party Transactions</u> The Corporation shall not be a party to any transaction described in 10.1.1 unless:

- (a) the Corporation enters into the transaction for its own benefit;
- (b) the transaction is fair and reasonable to the Corporation at the time the transaction is entered into;
- (c) prior to consummating the transaction or any part thereof, the Board authorizes or approves the transaction in good faith, by a vote of a majority of Directors then in office (without counting the vote of the interested Directors), and with knowledge of the material facts concerning the transaction and the interested Director's or Officer's financial interest in the transaction;
- (d) prior to authorizing or approving the transaction, the Board considers and in good faith determines after reasonable investigation that the Corporation could not obtain a more advantageous arrangement with reasonable effort under the circumstances; and
- (e) the minutes of the Board meeting at which such action was taken reflect that the Board considered and made the findings described in paragraphs (a) through (d) of this Section 10.1.2.

10.1.3

Material Financial Interest

A Director or Officer shall not be deemed to have a "material financial interest" in a transaction:

- (a) that fixes the compensation of a Director as a Director or Officer;
- (b) if the contract or transaction is part of a public or charitable program of the Corporation and it (1) is approved or authorized by the Corporation in good faith and without unjustified favoritism, and (2) results in a benefit to one or more Directors or their families only because they are in the class of persons intended to be benefited by the program; or
- (c) where the interested Director has no actual knowledge of the transaction and it does not exceed the lesser of one percent of the gross receipts of the corporation for the preceding year or \$100,000.

Section 10.2

Loans to Directors and Officers

The Corporation shall not make any loan of money or property to or guarantee the obligation of any Director or Officer, unless approved by the Attorney General; except that, however, the Corporation may advance money to a Director or Officer for expenses reasonably anticipated to be incurred in the performance of duties of such Director or Officer, if in the absence of such advance, such Director or Officer would be entitled to be reimbursed for such expenses by the Corporation.

The limitation above does not apply if (i) the loan is necessary, in the judgment of the Board, to provide financing for the purchase of the principal residence of an Officer in order to secure the services of (or continued services of) the Officer and the loan is secured by real property located in California; or (ii) the loan is for the payment of premiums on a life insurance policy on the life of a Director or Officer and repayment to the Corporation of the amount paid by it is secured by the proceeds of the policy and its cash surrender value.

- Section 10.3 **Interlocking Directorates**  
No contract or other transaction between the Corporation and any corporation, firm or association of which one or more Directors are directors is either void or voidable because such Director(s) are present at the Board or Committee meeting that authorizes, approves or ratifies the contract or transaction, if (i) the material facts as to the transaction and as to such Director's other directorship are fully disclosed or known to the Board or Committee, and the Board or Committee authorizes, approves or ratifies the contract or transaction in good faith by a vote sufficient without counting the vote of the common Director(s) (subject to the quorum provisions of ARTICLE 7); or if (ii) the contract or transaction is just and reasonable as to the Corporation at the time it is authorized, approved or ratified.
- Section 10.4 **Duty of Loyalty; Construction with ARTICLE 11**  
Nothing in this ARTICLE shall be construed to derogate in any way from the absolute duty of loyalty that every Director and Officer owes to the Corporation. Furthermore, nothing in this ARTICLE shall be construed to override or amend the provisions of ARTICLE 11. All conflicts between the two articles shall be resolved in favor of ARTICLE 11.

## **ARTICLE 11 INDEMNIFICATION OF DIRECTORS, OFFICERS, EMPLOYEES AND AGENTS**

- Section 11.1 **Definitions**  
For purpose of this ARTICLE 11,
- 11.1.1 **"Agent"**  
means any person who is or was a Director, Officer, employee, or other agent of the Corporation, or is or was serving at the request of the Corporation as a Director, Officer, employee, or agent of another foreign or domestic corporation, partnership, joint venture, trust, or other enterprise, or was a Director, Officer, employee, or agent of a foreign or domestic corporation that was a predecessor corporation of the Corporation or of another enterprise at the request of the predecessor corporation;
- 11.1.2 **"Proceeding"**  
means any threatened, pending, or completed action or proceeding, whether civil, criminal, administrative, or investigative; and
- 11.1.3 **"Expenses"**  
includes, without limitation, all attorneys' fees, costs, and any other expenses reasonably incurred in the defense of any claims or proceedings against an Agent by reason of his or her position or relationship as Agent and all attorneys' fees, costs, and other expenses reasonably incurred in establishing a right to indemnification under this ARTICLE 11.
- Section 11.2 **Applicability of Indemnification Provisions**
- 11.2.1 **Successful Defense by Agent**  
To the extent that an Agent has been successful on the merits in the defense of any proceeding referred to in this ARTICLE 11, or in the defense of any claim, issue, or matter therein, the Agent shall be indemnified against expenses actually and reasonably incurred by the Agent in connection with the claim.

11.2.2 **Settlement or Unsuccessful Defense by Agent**

If an Agent either settles any proceeding referred to in this ARTICLE 11, or any claim, issue, or matter therein, or sustains a judgment rendered against him, then the provisions of Section 11.3 through Section 11.6 shall determine whether the Agent is entitled to indemnification.

Section 11.3

**Actions Brought by Persons Other than the Corporation**

This Section 11.3 applies to any proceeding other than an action "by or on behalf of the corporation" as defined in Section 11.4. Such proceedings that are not brought by or on behalf of the Corporation are referred to in this Section 11.3 as "Third Party proceedings."

11.3.1

**Scope of Indemnification in Third Party Proceedings**

Subject to the required findings to be made pursuant to Section 11.3.2, the Corporation *shall* indemnify any person who was or is a party, or is threatened to be made a party, to any Third Party proceeding, by reason of the fact that such person is or was an Agent, for all expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred in connection with the proceeding.

11.3.2

**Required Standard of Conduct for Indemnification in Third Party Proceedings**

Any indemnification granted to an Agent in Section 11.3.1 above is conditioned on the following. The Board must determine, in the manner provided in Section 11.5, that the Agent seeking reimbursement acted in good faith, in a manner he or she reasonably believed to be in the best interest of the Corporation, and, in the case of a criminal proceeding, he or she must have had no reasonable cause to believe that his or her conduct was unlawful. The termination of any proceeding by judgment, order, settlement, conviction, or on a plea of *nolo contendere* or its equivalent shall not, of itself, create a presumption that the person did not act in good faith or in a manner he or she reasonably believed to be in the best interest of the Corporation or that he or she had reasonable cause to believe that his or her conduct was unlawful.

Section 11.4

**Action Brought By or On Behalf Of the Corporation**

This Section 11.4 applies to any proceeding brought (i) by or in the right of the Corporation, or (ii) by an Officer, Director or person granted relator status by the Attorney General, or by the Attorney General, on the ground that the defendant Director was or is engaging in self-dealing within the meaning of section 5233 of the California Nonprofit Corporation Law, or (iii) by the Attorney General or person granted relator status by the Attorney General for any breach of duty relating to assets held in charitable trust (any such proceeding is referred to in these Bylaws as a proceeding "by or on behalf of the Corporation").

11.4.1

**Scope of Indemnification in Proceeding By or On Behalf Of the Corporation**

Subject to the required findings to be made pursuant to Section 11.4.2, and except as provided in Sections 11.4.3 and 11.4.4, the Corporation may indemnify any person who was or is a party, or is threatened to be made a party, to any proceeding by or on behalf of the Corporation, by reason of the fact that such person is or was an Agent, for all expenses actually and reasonably incurred in connection with the defense or settlement of such action.

11.4.2

**Required Standard of Conduct for Indemnification in Proceeding By or On Behalf Of the Corporation**

Any indemnification granted to an Agent in Section 11.3.1 is conditioned on the following. The Board must determine, in the manner provided in Section 11.5, that the Agent seeking reimbursement acted in good faith, in a manner he or she believed to be in the best interest of the

Corporation and with such care, including reasonable inquiry, as an ordinarily prudent person in a like position would use under similar circumstances.

11.4.3

Claims Settled Out of Court

If any Agent settles or otherwise disposes of a threatened or pending action brought by or on behalf of the Corporation, with or without court approval, the Agent shall receive no indemnification for amounts paid pursuant to the terms of the settlement or other disposition. Also, in cases settled or otherwise disposed of without court approval, the Agent shall receive no indemnification for expenses reasonably incurred in defending against the proceeding, unless the proceeding is settled with the approval of the Attorney General.

11.4.4

Claims and Suits Awarded Against Agent

If any Agent is adjudged to be liable to the Corporation in the performance of the Agent's duty to the Corporation, the Agent shall receive no indemnification for amounts paid pursuant to the judgment, and any indemnification of such Agent under Section 11.4.1 for expenses actually and reasonably incurred in connection with the defense of that action shall be made only if both of the following conditions are met:

- (a) The determination of good faith conduct required by Section 11.4.2 must be made in the manner provided for in Section 11.5; and
- (b) Upon application, the court in which the action was brought must determine that, in view of all of the circumstances of the case, the Agent is fairly and reasonably entitled to indemnity for the expenses incurred. If the Agent is found to be so entitled, the court shall determine the appropriate amount of expenses to be reimbursed.

Section 11.5

Determination of Agent's Good Faith Conduct

The indemnification granted to an Agent in Section 11.3 and Section 11.4 is conditioned on the findings required by those Sections being made by:

- (a) the Board by a majority vote of a quorum consisting of Directors who are not parties to the proceeding; or
- (b) the court in which the proceeding is or was pending. Such determination may be made on application brought by the Corporation or the Agent or the attorney or other person rendering a defense to the Agent, whether or not the application by the Agent, attorney, or other person is opposed by the Corporation.

Section 11.6

Limitations

No indemnification or advance shall be made under this ARTICLE 11, except as provided in Section 11.2.1 or Section 11.5(b), in any circumstances when it appears:

- (a) that the indemnification or advance would be inconsistent with a provision of the Articles of Incorporation, as amended, or an agreement in effect at the time of the accrual of the alleged cause of action asserted in the proceeding in which the expenses were incurred or other amounts were paid, which prohibits or otherwise limits indemnification; or
- (b) that the indemnification would be inconsistent with any condition expressly imposed by a court in approving a settlement.

- Section 11.7 Advance of Expenses  
Expenses incurred in defending any proceeding may be advanced by the Corporation before the final disposition of the proceeding on receipt of an undertaking by or on behalf of the Agent to repay the amount of the advance unless it is determined ultimately that the Agent is entitled to be indemnified as authorized in this ARTICLE 11.
- Section 11.8 Contractual Rights of Non-Directors and Non-Officers  
Nothing contained in this ARTICLE 11 shall affect any right to indemnification to which persons other than Directors and Officers of the Corporation, or any of its subsidiaries, may be entitled by contract or otherwise.
- Section 11.9 Insurance  
The Board may adopt a resolution authorizing the purchase and maintenance of insurance on behalf of any Agent, as defined in this ARTICLE 11, against any liability asserted against or incurred by any Agent in such capacity or arising out of the Agent's status as such, whether or not the Corporation would have the power to indemnify the Agent against the liability under the provisions of this ARTICLE 11.

## **ARTICLE 12 CORPORATE RECORDS, REPORTS AND SEAL**

- Section 12.1 Minute Book  
The Corporation shall keep a minute book in written form which shall contain a record of all actions by the Board or any committee including (i) the time, date and place of each meeting; (ii) whether a meeting is regular or special and, if special, how called; (iii) the manner of giving notice of each meeting and a copy thereof; (iv) the names of those present at each meeting of the Board or any Committee thereof; (v) the minutes of all meetings; (vi) any written waivers of notice, consents to the holding of a meeting or approvals of the minutes thereof; (vii) all written consents for action without a meeting; (viii) all protests concerning lack of notice; and (ix) formal dissents from Board actions.
- Section 12.2 Books and Records of Account  
The Corporation shall keep adequate and correct books and records of account. "Correct books and records" includes, but is not necessarily limited to: accounts of properties and transactions, its assets, liabilities, receipts, disbursements, gains, and losses.
- Section 12.3 Articles of Incorporation and Bylaws  
The Corporation shall keep at its principal office, the original or a copy of the Articles of Incorporation and Bylaws as amended to date.
- Section 12.4 Maintenance and Inspection of Federal Tax Exemption Application and Annual Information Returns  
The Corporation shall at all times keep at its principal office a copy of its federal tax exemption application and, for three years from their date of filing, its annual information returns. These documents shall be open to public inspection and copying to the extent required by the Code.
- Section 12.5 Annual Report; Statement of Certain Transactions  
The Board shall cause an annual report to be sent to each Director within 120 days after the close of the Corporation's fiscal year containing the following information:

- (a) The assets and liabilities of the Corporation as of the end of the fiscal year;
- (b) The principal changes in assets and liabilities, including trust funds, during the fiscal year;
- (c) The revenue or receipts of the Corporation, both unrestricted and restricted to particular purposes, for this fiscal year;
- (d) The expenses or disbursements of the Corporation for both general and restricted purposes during the fiscal year;
- (e) A statement of any transaction (i) to which the Corporation, its parent, or its subsidiary was a party, (ii) which involved more than \$50,000 or which was one of a number of such transactions with the same person involving, in the aggregate, more than \$50,000, and (iii) in which either of the following interested persons had a direct or indirect material financial interest (a mere common directorship is not a financial interest):
  - (1) Any Director or Officer of the Corporation, its parent, or its subsidiary;
  - (2) Any holder of more than 10% of the voting power of the Corporation, its parent, or its subsidiary.

The statement shall include: (i) a brief description of the transaction; (ii) the names of interested persons involved; (iii) their relationship to the Corporation; (iv) the nature of their interest in the transaction, and; (v) when practicable, the amount of that interest, provided that, in the case of a partnership in which such person is a partner, only the interest of the partnership need be stated.

- (f) A brief description of the amounts and circumstances of any loans, guaranties, indemnifications, or advances aggregating more than \$10,000 paid during the fiscal year to any Officer or Director under ARTICLE 10 or ARTICLE 11.

#### Section 12.6

##### Directors' Rights of Inspection

Every Director shall have the absolute right at any reasonable time to inspect the books, records, documents of every kind, and physical properties of the Corporation and each of its subsidiaries. The inspection may be made in person or by the Director's agent or attorney. The right of inspection includes the right to copy and make extracts of documents.

#### Section 12.7

##### Corporate Seal

The corporate seal, if any, shall be in such form as may be approved from time to time by the Board. Failure to affix the seal to corporate instruments, however, shall not affect the validity of any such instrument.

### **ARTICLE 13**

### **EXECUTION OF INSTRUMENTS, DEPOSITS AND FUNDS**

#### Section 13.1

##### Execution of Instruments

The Board, except as otherwise provided in these Bylaws, may by resolution authorize any Officer or agent of the Corporation to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or confined to specific instances. Unless so authorized, 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 monetarily for any purpose or in any amount.

Section 13.2

Checks and Notes

Except as otherwise specifically determined by resolution of the Board, or as otherwise required by law, checks, drafts, promissory notes, orders for the payment of money, and other evidence of indebtedness of the Corporation shall be signed by the Treasurer and countersigned by the President.

Section 13.3

Deposits

All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks, trust companies, or other depositories as the Board may select.

Section 13.4

Gifts

The Board may accept on behalf of the Corporation any contribution, gift, bequest, or devise for the charitable or public purposes of the Corporation.

**ARTICLE 14 CONSTRUCTION AND DEFINITIONS**

Unless the context requires otherwise, the general provisions, rules of construction, and definitions of California Nonprofit Corporation Law shall govern the construction of these Bylaws. Without limiting the generality of the above, the masculine gender includes the feminine and neuter, the singular number includes the plural, the plural number includes the singular, and the term "person" includes both the Corporation and a natural person. All references to statutes, regulations and laws shall include any future statutes, regulations and laws that replace those referenced.

**ARTICLE 15 AMENDMENTS**

Section 15.1

Amendment by Directors

The Board may adopt, amend or repeal bylaws. Such power is subject to the following limitations:

- (a) Where any provision of these Bylaws requires the vote of a larger proportion of the Directors than otherwise is required by law, such provision may not be altered, amended or repealed except by the vote of such greater number.
- (b) No amendment may extend the term of a Director beyond that for which such Director was elected.
- (c) If bylaws are adopted, amended or repealed at a meeting of the Board, such action is authorized only at a duly called and held meeting for which written notice of such meeting, setting forth the proposed bylaw revisions with explanations therefor, is given in accordance with these Bylaws, unless such notice is waived in accordance with these Bylaws.

**[END OF BYLAWS]**



**CERTIFICATE OF SECRETARY**

I certify that I am the duly elected and acting Secretary of **Free Law Project**, a California nonprofit public benefit corporation; that these Bylaws, consisting of 20 pages, are the Bylaws of this Corporation as adopted by the Board of Directors on August 7, 2013; and that these Bylaws have not been amended or modified since that date.

Executed on August 7, 2013 at Emeryville California.



Brian W. Carver  
Brian W. Carver  
Secretary

## 4. Supplemental Answers to IRS Form 1023

### Part IV – Narrative description of your activities

Free Law Project's activities are broken down into three categories:

1. The primary activity of Free Law Project is to provide free public access to legal documents such as opinions, briefs and oral testimony. We operate the largest such free database of these documents on the Internet, including more than 2.5 million court opinions in our CourtListener archive and more than 1 million more at <http://archive.recapthelaw.org>. In the future, we seek to put the entirety of U.S. case law onto the Internet for free so that the public can read the law.
2. The second activity of Free Law Project is to develop free legal research tools. Most of these tools are provided through <https://www.courtlistener.com>, where we host:
  - a) A free search interface to our archives
  - b) A free alert tool to keep journalists and the public aware of new legal opinions
  - c) A free citator which shows the public the opinions have cited any given opinion
  - d) A free table of authorities for each court opinion that shows what opinions it cites
  - e) A free application programming interface (API) that other organizations can use to access our repository with their software

We also develop additional software to support these activities such as JurisScraper, which gathers court opinions from court websites, and the suite of free RECAP browser extensions, which enable users of our software to freely contribute public domain court records to our collection. These browser extensions have been downloaded thousands of times, for free, by the public.

In the future we anticipate developing new free legal research tools such as a legal research assistant to aid inexperienced users to locate relevant documents with greater ease.

3. The third activity of Free Law Project is to support academic research on legal corpora. So far, these efforts have included:
  - a) A Computer Science doctoral dissertation at the University of California, Santa Cruz included empirical research done on our CourtListener platform to develop and test a legal research assistant, with the assistance of volunteer subjects from the University of California, Berkeley School of Law (Boalt Hall).
  - b) We have provided assistance to academic researchers at the University of Southern California, University of Baltimore School of Law, among others, as they have sought to conduct academic research utilizing our bulk downloads of public documents.

- c) Our co-founder, board member, and President, Michael Lissner, spoke at the Law via the Internet conference in 2012 at Cornell University, and has conducted two free public workshops at the University of California, Berkeley School of Information about Free Law Project's work. Video of one of these presentations is available at <http://people.ischool.berkeley.edu/~bcarver/juriscraper.html>.
- d) Professor Carver, our co-founder, Board member, and Secretary/Treasurer, routinely speaks at academic conferences and other venues about the work of Free Law Project. These talks include:
  - i. How the Courts Can Enable an Era of Big Data, Law and Judicial Systems in the Era of Big Data, symposium sponsored by the Santa Fe Institute, The MITRE Corporation, and the Northern Virginia Technology Council, McLean, Virginia, June 2, 2014.
  - ii. Forging an Open Legal Document Ecosystem, CodeX FutureLaw 2014 (panel with Thomas Bruce, Cornell Legal Information Institute; Paul Sawaya, Restatement; Julio Avalos, GitHub; and Monica Bay, Law Technology News), Stanford Law School, May 2, 2014.
  - iii. It is Long Past Time for Free Online Access to the Law: Free Law Project. CodeX Speaker Series, Stanford Law School, January 16, 2014.
  - iv. Open Data and the Courts, Guest Lecture: Working With Open Data, UC Berkeley, February 14, 2013.
  - v. Putting the Law Online: Balancing Litigant Privacy and Access to the Law, Law Via the Internet Conference, Ithaca, NY, October 7-9, 2012.
  - vi. Building a Citator for a Free Law Site, with Rowyn McDonald, Law Via the Internet Conference, Ithaca, NY, October 7-9, 2012.
  - vii. Collecting and Distributing Legal Corpora and their Citation Graphs, Linguistic Data Consortium 20th Anniversary Workshop, Philadelphia, PA, September 7, 2012.

In the future, we anticipate continuing and extending these efforts to support scientific and educational efforts.

These activities further Free Law Project's exempt purposes by correlating on a one-to-one basis with the purposes described in Article II, Section A of our Articles of Incorporation.

Free Law Project has been well received by the press, as indicated by several dozen items on our press page at <http://freelawproject.org/press-coverage/>. Four highlights that we have included as attachment 5 include:

1. "Free Law Project Is Now Even Bigger, Ergo Better" Advocate's Studio (Jan. 15, 2014, available at: <http://advocatesstudio.com/2014/01/15/free-law-project-is-now-even-bigger-ergo-better/>).
2. "CourtListener API is Sharing the Potential of Open Data" Programmable Web (Dec. 12, 2013, available at: <http://blog.programmableweb.com/2013/12/12/courtlistener-api-is-sharing-the-potential-of-open-data/>).
3. "The State Decoded, CourtListener Team Up to Share Legal Data" PBS Idea Lab (Nov. 25, 2013, available at: <http://www.pbs.org/ideabab/2013/11/the-state-decoded-courtlistener-team-up-to-share-legal-data/>).

4. "What's New in the Legal Web?" Oregon State Bar Bulletin (May 2011, available at: <http://www.osbar.org/publications/bulletin/11may/legalonline.html>).

Free Law Project's activities are conducted full-time by our lead developer, Michael Lissner, and part-time by about a dozen volunteers. New versions and features of our websites go live to the public on an ongoing basis. Developers are volunteer contributors and are located in the United States, with our sole full-time volunteer developer in Berkeley, CA. We are soliciting donations and grants so that we can fund these activities, but thus far all of our activities have been conducted solely on a volunteer basis.

Approximately 90% of our total time is dedicated to the activities described above with the balance going to operations, training of new developers, and the other activities already mentioned in the purpose of our organization.

Free Law Project does not have any DBA or AKA names.

### **Part V, 3a – Name, Qualifications, Hours Worked and Duties**

**Name:** Michael Lissner

**Average Hours:** 40/week

**Qualifications:** Michael has been developing the software for Free Law Project in his free time for the past four years, beginning with the initial prototype. He has a graduate degree from the University of California, Berkeley School of Information with a certificate from University of California, Berkeley Business School. He has been developing software for 14 years, and has extensive experience in the enterprise search and legal fields. The compensation listed in Part V, Question 1a, is a proposed compensation. To date, Michael has not been paid.

**Duties:** Lead the development of the Free Law Project software; Guide the direction of the organization; Teach developers and the public how to build software and how to use any software products created at Free Law Project; Seek donations and grants to support the mission of Free Law Project; Write, publish and publicize news and blog posts about the efforts of Free Law Project.

**Name:** Brian Carver

**Average Hours:** 20/week

**Qualifications:** Brian is an Assistant Professor with the University of California, Berkeley School of Information. He has an extensive legal background and has been guiding the development of Free Law Project since 2009. He is an attorney, licensed to practice law in California, and has practiced law with Fenwick & West LLP in Silicon Valley and San Francisco. He will not be compensated for his work with Free Law Project.

**Duties:** Provide legal guidance in the development of Free Law Project software; Guide the direction of the organization; Teach developers and the public how to build software and how to use any software products created at Free Law Project; Seek donations and grants to support the mission of Free Law Project; Write, publish and publicize news and blog posts about the efforts of Free Law Project; perform the duties of the Secretary and Treasurer.



## **Part VI, 1a – Description of goods, services or funds provided to individuals**

We operate publicly-available websites which provide free access to primary legal materials, legal research tools, and support academic research on legal corpora. Individuals are able to register for an account at no charge or use the services provided on the websites without registering. As of June 2014 CourtListener has more than 1400 registered users and receives approximately 8,000 visits per weekday from the public.

## **Part VI, 1b – Description of goods, services or funds provided to organizations**

We operate publicly-available websites which provide free access to primary legal materials, legal research tools, and support academic research on legal corpora. Organizations are able to register for an account at no charge or use the services provided on the websites without registering. As of June 2014 CourtListener has more than 1400 registered users and receives approximately 8,000 visits per weekday from the public. Organizations are entitled to make use of our free and publicly-available services on the same basis as individuals.

## **Part VIII, 4a – Description of fundraising activities**

Free Law Project conducts the following types of fundraising:

1. Through emails that we send our users and through our newsletter, we solicit donations on our websites. From time to time we may also use email to correspond directly with our donors or potential donors.
2. Through in person interactions, we may make personal solicitations.
3. Foundations provide grants that we may apply for to fund our initiatives.
4. Our website accepts donations and we link to our donate page from several locations on the website.
5. In the event that the American government, a state, or local entity offers a grant that fits our mission, we may apply for it.

## **Part VIII, 4d – List of locations where FLP conducts fundraising**

We conduct fundraising in the following states and local jurisdictions:

1. Emeryville, CA
2. Berkeley, CA
3. The Internet

## **Part VIII, 10 – Intellectual property**

Free Law Project does not currently own any copyrights, patents, or trademarks. In the future, Free Law Project expects to own copyrights in the software it develops. Free Law Project may also seek trademark protection for its name or the names of its software. At such time as Free Law Project does own any copyrights in software, it expects to license such software to the public at no charge.

### **Part VIII, 15 – Close connection with any organization**

Free Law Project has formed a partnership with the Center for Information Technology Policy (CITP) at Princeton University. Through this partnership we develop and promote legal technologies in line with the mission of Free Law Project, but begun at CITP. This relationship does not affect voting and is a financial relationship exclusively to the extent it supports the efforts begun by CITP. The details of this partnership were agreed to by directors of CITP and Free Law Project in an email dated May 15, 2014, a copy of which is enclosed.

### **Part IX, A, 23 – Itemized list of expenses not otherwise classified**

Other expenses incurred during 2013 are itemized as follows:

1. \$438 for computer hardware on November 18, 2013
2. \$35 for California non-profit incorporation filing fees on August 1st, 2013

## CONFLICT OF INTEREST AND ETHICS POLICY

OF

### **Free Law Project**

A California Nonprofit Public Benefit Corporation

#### **ARTICLE I. INTRODUCTION AND PURPOSE**

**Free Law Project** (the “Corporation”) requires its directors, officers, employees and volunteers to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. The Board of Directors (the “Board”) of the Corporation, recognizing that it is entrusted with resources devoted to charitable purposes, has adopted this Conflict of Interest and Ethics Policy (the “Policy”). The purpose of this Policy is to protect the Corporation’s interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of a director, officer or other person in a position of authority within the Corporation. The Corporation strives to avoid conflicts of interest to ensure that it continues to operate in accordance with its tax-exempt purpose. This Policy is intended to supplement but not replace any state and federal laws governing conflicts of interest applicable to nonprofit and charitable organizations.

#### **ARTICLE II. DEFINITIONS**

**Section 1. Duty of Loyalty of Interested Persons.** Conflicts of interest can place personal interests at odds with the fiduciary “duty of loyalty” owed to the Corporation. The duty of loyalty requires that a director, manager, principal, officer, or member of a committee with governing board-delegated powers (each, an “Interested Person”), refrain from using his or her position for personal gain, and avoid acting on issues in which his or her personal or financial interests could conflict with the interests of the Corporation.

**Section 2. Direct and Indirect Conflicts of Interest.** Conflicts of interest arise from personal relationships or from a financial interest. Conflicts can arise either directly or indirectly. A direct conflict can arise where an Interested Person has a personal or financial interest in any matter involving the Corporation or has a financial or agency relationship (i.e., is a director, officer, manager, partner, associate, trustee or has a similar agency relationship) with an entity involved in a transaction or other business with the Corporation. An indirect conflict can arise where someone related to an Interested Person by business affiliation, or a “Family Member” (spouse, parents-in-law, ancestors, brothers and sisters (whether whole or half blood), children (whether natural or adopted), grandchildren, great-grandchildren, and

spouses of brothers, sisters, children, grandchildren, and great-grandchildren) of the Interested Person has dealings with the Corporation. By way of example, an Interested Person has a financial interest if such person has, directly or indirectly, through business, investment or a Family Member:

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

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

**Section 3. Potential and Actual Conflicts of Interest.** Acts that mix the personal or financial interests of an Interested Person with the interests of the Corporation are indicative of a conflict of interest. Not every potential conflict is an actual conflict, however. An Interested Person who has a financial interest in a matter involving the Corporation may have a conflict of interest requiring application of the mitigating procedures described in this Policy only if the appropriate party designated in Article III, Section 3 decides that such a potential conflict of interest is actual or material. However, acts that even have the appearance of a conflict of interest can be damaging to the reputation of the Corporation. Consequently, the Corporation seeks to avoid potential and actual conflicts of interest, as well as the appearance of conflicts.

**Section 4. Activities that May Present a Conflict of Interest.** The following is a non-exclusive list of the types of activities that may present a conflict of interest and should be disclosed in accordance with Article III.

- (a) **Adverse Interest.** Participation by an Interested Person in decisions or negotiations related to a contract, transaction or other matter between the Corporation and: (i) the Interested Person; (ii) an entity in which the Interested Person or a Family Member of such person has financial interest; or (iii) an entity with which the Interested Person has an agency relationship.
- (b) **Competing Interests.** Competition by an Interested Person, either directly or indirectly, with the Corporation in the purchase or sale of property or property rights, interests, or services, or, in some instances, competition directly for the same donor or external resources.

- (c) **Use of Resources.** Use of the Corporation's resources (for example, staff, contracts, donor lists, or name) for personal purposes of the Interested Person or a Family Member of such person.
- (d) **Inside Information.** Disclosure or exploitation by an Interested Person of information pertaining to the Corporation's business for the personal profit or advantage of such person or a Family Member of such person or a person/entity with whom the Interested Person has an agency relationship.

**Section 5. Disclosure.** The primary obligation of any person subject to this Policy who may be involved in a conflict of interest situation is to bring it to the attention of those designated under the disclosure procedures in Article III so that the potential conflict can be evaluated and addressed. An Interested Person should not make the decision about whether a conflict of interest exists unilaterally.

## **ARTICLE III. PROCEDURES TO DISCLOSE AND RESOLVE CONFLICTS**

### **Section 1. Duty to Self-Disclose.**

- (a) An Interested Person shall make an appropriate disclosure of all material facts, including the existence of any financial interest, at any time that any actual or potential conflict of interest or ethical question arises. This disclosure obligation includes instances in which an Interested Person who is a director knows of the potential for a self dealing transaction as described in Section 4, or a transaction involving common directorship as described in Section 7, related to his or her interests. It also includes instances in which the Interested Person plans not to attend a meeting of the Board or a Board committee with governing board-delegated powers (a "Committee") at which he or she has reason to believe that the Board or Committee will act regarding a matter about which he or she may have a conflict. Depending on the circumstances, this disclosure may be made to the Chairperson of the Board, the President, or the Secretary, or, if the potential conflict of interest first arises in the context of a Board or Committee meeting, the entire Board or the members of the Committee considering the proposed transaction or arrangement that relates to the actual or possible conflict of interest or ethical question.
- (b) In addition, Interested Persons shall, in accordance with Article VI, make an annual disclosure of on-going relationships and interests that may present a conflict of interest.

**Section 2. Disclosure of Conflicts of Others.** If an Interested Person becomes aware of any potential self dealing or common directorship transaction or other conflict of interest involving another Interested Person, he or she should report it in accordance with the requirements of this Article III.

**Section 3. Evaluation of Potential Conflict.**

- (a) After disclosure of all material facts and any follow-up discussion with the Interested Person with a potential conflict of interest, a determination must be made about whether a material financial interest, self dealing transaction or other kind of actual conflict exists. If the potential conflict is first disclosed during a Board or Committee meeting at which the Interested Person with the potential conflict is in attendance, the Interested Person shall leave the meeting while the determination of whether a conflict of interest exists is either discussed and voted upon or referred to Committee for further consideration. In either event, the decision-making body will evaluate the disclosures by the Interested Person, and will determine on a case-by-case basis whether the disclosed activities constitute an actual conflict of interest. If the disclosure is made outside of the context of a meeting, then the determination of whether a conflict exists will be referred to the Board of Directors for decision and action. Factors the decision-making body may consider when determining whether an actual conflict exists include (i) the proximity of the Interested Person to the decision-making authority of the other entity involved in the transaction, (ii) whether the amount of the financial interest or investment is *de minimis* relative to the overall financial situation of the Corporation, and (iii) the degree to which the Interested Person might benefit personally if a particular transaction were approved.
- (b) If it is determined that an actual conflict of interest exists which also constitutes a "self dealing" transaction as described in Section 4, then the transaction or matter in question can only be authorized if approved by the vote described in Section 6(a) after the Corporation has followed the procedures set forth in Section 5.
- (c) If it is determined that an actual conflict of interest exists which is not a "self dealing" transaction, but involves participation by the Interested Person in decisions or negotiations related to a material contract, transaction or other matter between the Corporation on the one hand and (i) the Interested Person, (ii) an entity in which the Interested Person or a Family Member of such person has financial interest, or (iii) an entity with which the Interested Person has an agency relationship on the other hand, then the matter in question can only be authorized if approved by the vote described in Section 6(b) after the Corporation has followed the procedures set forth in Section 5.

- (d) In all other circumstances where it is determined that an actual conflict of interest exists, the decision-making body will recommend an appropriate course of action to protect the interests of the Corporation. All disclosures and the outcome of the deliberation about whether a conflict of interest exists will be recorded in the minutes of the appropriate deliberative meeting.

**Section 4. “Self Dealing” Transactions of Directors.**

- (a) Section 5233 of the California Corporations Code requires that certain procedures be followed in order for the Board to approve any specific transaction that involves “self dealing” on the part of a director. Section 5233 defines self dealing as a transaction in which a director has a material financial interest (an “interested director”). Section 5233 requires that self dealing transactions be approved by a greater vote than other Board actions, as described in Section 6(a).
- (b) The following are exempt from the approval requirements of section 5233 (and therefore the Corporation need not obtain the vote described in Section 6(a)): (i) approval of an action fixing the compensation of a director as a director or officer; (ii) good faith approval, without unjustified favoritism, of a charitable program of which a director or a director’s Family Member(s) are among the intended beneficiaries; and (iii) a transaction about which an interested director had no actual knowledge involving an amount that does not exceed the lesser of one percent of the gross receipts of the Corporation for the preceding fiscal year or \$100,000.

**Section 5. Procedures for Addressing a Conflict of Interest.** Prior to voting on a contract, transaction or matter in which an actual conflict of interest is found to exist, the Board or Committee will follow the procedures described in this Section 5.

- (a) The Interested Person may make a presentation at the Board or Committee meeting at which such transaction is being considered, but after the presentation, he or she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- (b) The Chairperson of the Board or Committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- (c) After exercising due diligence, the Board or Committee shall determine whether the Corporation could obtain with reasonable efforts a more advantageous

transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

- (d) If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Board or Committee shall determine whether the transaction or arrangement is in the Corporation's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, the Board shall make its decision as to whether to enter into the transaction or arrangement by the vote described in Section 6.

**Section 6. Vote Required for Approval of Conflict Transaction.**

- (a) A self dealing transaction must receive prior approval by a vote of a majority of the directors in office, without counting the vote of any interested director, and with knowledge of the material facts of the transaction and the involved director's interest.
- (b) A transaction in which an actual conflict of interest exists but is not a self dealing transaction must receive prior approval by a majority vote of the disinterested directors or Committee members present at a meeting at which a quorum is present.

**Section 7. Interlocking Directorships.**

Section 5234 of the California Corporations Code permits transactions between corporations having common directors so long as all material facts regarding the transaction and the relevant directorships are known to the respective boards of directors, and the matters are approved in good faith by a vote sufficient without counting the vote of the common director(s). Such transactions are not self dealing transactions subject to Section 4.

**Section 8. Violations of the Conflict of Interest Policy.**

- (a) If the Board has reasonable cause to believe that an Interested Person has failed to disclose actual or possible conflicts of interest, it shall inform the Interested Person of the basis for such belief and afford the Interested Person an opportunity to explain the alleged failure to disclose.
- (b) If, after hearing the Interested Person's response and after making further investigation as warranted by the circumstances, the Board determines the

Interested Person has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

#### **ARTICLE IV. RECORDS OF PROCEEDINGS**

The minutes of the Board or Committee meeting convened to consider a transaction subject to the mitigating procedures described in Article III shall contain:

- (a) The names of the Interested Persons who disclosed or whom otherwise were found to have a financial or other interest in connection with an actual or possible conflict of interest, the nature of the financial or other interest, any action taken to determine whether a conflict of interest was present, and the Board's or Committee's decision as to whether a conflict of interest in fact existed.
- (b) The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

#### **ARTICLE V. COMPENSATION**

**Section 1.** A voting member of the Board who receives compensation, directly or indirectly, from the Corporation for services is precluded from voting on matters pertaining to that member's compensation.

**Section 2.** A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Corporation for services is precluded from voting on matters pertaining to that member's compensation.

**Section 3.** No voting member of the Board or any Committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly from the Corporation, either individually or collectively, is prohibited from providing information to any Committee regarding compensation.

#### **ARTICLE VI. ANNUAL STATEMENTS**

Each person subject to this Policy shall annually sign a statement on the conflict of interest disclosure form ("Conflict of Interest Disclosure Form," attached as **Schedule 1**) or such other form as the Board adopts, which at a minimum affirms that such person:

- (a) has received a copy of the Policy;

- (b) has read and understands the Policy;
- (c) has agreed to comply with the Policy; and
- (d) understands the Corporation is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

In addition, Interested Persons shall make an annual disclosure of on-going relationships and interests that may present a conflict of interest. Disclosures should address current affiliations, as well as past affiliations for the prior two years. Conflict of interest disclosure forms will be submitted to the Chairperson of the Board annually, and when appropriate, at or prior to action on relevant business transactions.

## **ARTICLE VII. PERIODIC REVIEWS**

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

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

This periodic compensation review shall be in addition to the Board's statutory obligation to periodically review the fairness of compensation, including benefits, paid to the President and Chief Financial Officer of the Corporation (i) once such officer is hired; (ii) upon any extension or renewal of the officer's term of employment; and (iii) when the officer's compensation is modified (unless all employees are subject to the same general modification of compensation).

## **ARTICLE VIII. USE OF OUTSIDE EXPERTS**

When conducting the periodic reviews as provided for in Article VII, the Corporation may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the Board of the responsibilities for ensuring periodic reviews are conducted.

## ARTICLE IX. CODE OF ETHICS

**Section 1. Code of Ethics.** In conducting business and activities which are connected with the Corporation, an Interested Person shall follow these guidelines:

- (a) **Ethical Conduct.** Be honest and ethical in his or her conduct, including ethical handling of actual or apparent conflicts of interest between personal and professional relationships. An Interested Person should not engage in activities which have or may have the appearance of impropriety or conflict of interest, or that may call into question the actions or integrity of the Corporation, or of the Interested Person as he or she relates to the Corporation.
- (b) **Legal Compliance.** Comply with applicable laws and regulations, including the California Nonprofit Integrity Act of 2004, and report his or her concerns to the appropriate person listed in Article III if it appears that any other director, officer, employee or contractor of the Corporation is not complying with applicable laws or regulations with respect to the Corporation's business.
- (c) **Confidentiality.** Maintain the confidentiality of all internal information about the Corporation, including its donors, clients and beneficiaries, except when authorized or otherwise legally obligated to disclose such information.
- (d) **Fair Dealing.** Deal fairly with the Corporation's staff, donors, volunteers, beneficiaries and suppliers.
- (e) **Protect Assets.** Protect and ensure the proper use of the Corporation's assets, including, its name, goodwill, donor community and reputation.
- (f) **Personal Influence.** Be mindful of the interaction between his or her relationships inside and outside of the Corporation, and not allow inappropriate personal influence over the affairs of the Corporation.
- (g) **Commitments.** Do not "speak for" the Corporation or make or imply commitments by the Corporation without proper internal authorization and communication.
- (h) **Loans.** The Corporation should not make loans to Interested Persons except to induce persons who have been offered a position to join the Corporation, as approved by the Board.]

## CONFLICT OF INTEREST AND ETHICS POLICY

### SCHEDULE 1: CONFLICT OF INTEREST DISCLOSURE FORM

The undersigned, as a director, manager, principal, officer, or member of a committee with governing board-delegated powers, of **Free Law Project** (the “Corporation”), acknowledges that:

1. he or she has received a copy of the Corporation’s Conflict of Interest Policy (the “Policy”);
2. he or she has read and understands the Policy;
3. he or she has agreed to comply with the Policy;
4. he or she understands the Corporation is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes; and
5. the following on-going relationships and interests may present a conflict of interest: (*disclosures should address current affiliations, as well as past affiliations for the prior two years, and should include all of the following: the undersigned’s employer, all corporations (nonprofit and for-profit) of which the undersigned is a board member or officer, and the names of such of the undersigned’s Family Members or business affiliates or any other relationships the undersigned has which the undersigned believes may present a potential conflict*)

Name: Brian Canor

Title: Secretary/Treasurer

Signature: Brian Z. Canor

Date: 8.1.2013

**MINUTES OF FIRST MEETING OF BOARD OF DIRECTORS  
OF  
Free Law Project,  
a California Nonprofit Public Benefit Corporation**

The Board of Directors of Free Law Project (the "Corporation") held its first meeting on August 1, 2013 at Berkeley, California. Written waiver of notice was signed by all of the directors.

The following directors, constituting a quorum of the full board, were present at the meeting:

Brian W. Carver

Michael Lissner

No directors were absent:

On motion and by unanimous vote, Michael Lissner was elected temporary Chairperson and then presided over the meeting. Brian W. Carver was elected temporary Secretary of the meeting.

The Chairperson announced that the meeting was held pursuant to written waiver of notice signed by each of the directors. Upon a motion duly made, seconded and unanimously carried, the waiver was made a part of the records of the meeting; it now precedes the minutes of this meeting in the Corporation's minute book.

There were then presented to the meeting the following resolutions, each of which were considered and discussed and, on motion duly made and seconded, unanimously approved:

**INCORPORATION**

WHEREAS, the original articles of incorporation of the Corporation were sent by United States mail to the office of the California Secretary of State on the 1st day of August, 2013, and

WHEREAS, the Incorporators of the Corporation have elected the undersigned as the initial directors,

NOW, THEREFORE, BE IT RESOLVED, that all actions heretofore taken on behalf of the Corporation by the Incorporators be, and they hereby are, ratified and affirmed; and

RESOLVED FURTHER, that a certified copy of the articles of incorporation be inserted by the Secretary of the Corporation in the minute book of the Corporation and kept at the principal office for the transaction of business of the Corporation.

**AGENT FOR SERVICE OF PROCESS**

RESOLVED, that **Brian W. Carver**, named as the initial agent for service of process in the Articles of Incorporation of the Corporation is named as the Corporation's agent for service of process.

**ADOPTION OF BYLAWS**

WHEREAS, it is deemed to be in the best interest of the Corporation that bylaws be adopted.

NOW, THEREFORE, BE IT RESOLVED, that the form of Bylaws attached hereto as Exhibit A be, and they hereby are, adopted as the Bylaws of the Corporation.

RESOLVED FURTHER, that the Secretary of the Corporation be, and hereby is, authorized and directed to execute a certificate as to the adoption of the Bylaws by these resolutions, to affix such certificate immediately following the last page thereof and to cause said Bylaws, together with such certificate, to be placed in the minute book of the Corporation; and

RESOLVED FURTHER, that the Secretary of the Corporation be, and hereby is, authorized and directed to cause a true and complete copy of said Bylaws, as amended

from time to time, as now or hereafter in effect, similarly certified, to be kept at the principal office of the Corporation in California.

**AUTHORIZED NUMBER OF DIRECTORS**

WHEREAS, Article 7, Section 7.1.1 of the Bylaws states that the number of authorized directors of the Corporation shall be fixed from time to time by the Board.

NOW, THEREFORE, BE IT RESOLVED, that the number of authorized directors, pursuant to Article 7, Section 7.1.1 of the Bylaws of the Corporation, is 2.

**ELECTION OF OFFICERS**

The following persons are hereby elected to the following offices until such persons resign or are terminated or replace by a duly authorized action of the Board:

President: Michael Lissner

Secretary: Brian W. Carver

Treasurer: Brian W. Carver

**PAYMENT OF INCORPORATION EXPENSES**

RESOLVED, that each of the officers of the Corporation is authorized and directed to cause the Corporation to pay the expenses of its incorporation and organization.

**ESTABLISHMENT OF BANK ACCOUNTS**

RESOLVED, that any two officers of the Corporation, acting together, are authorized to:

- a) Designate one or more banks, credit unions, trust companies or other similar institutions as a depository of the funds, including, without limitation, cash and cash equivalents, of the Corporation;

- b) Open, keep, and close general and special bank accounts, including general deposit accounts, payroll accounts, and working fund accounts, with any such depository;
- c) Cause to be deposited in accounts with any such depository, such funds, including, without limitation, cash and cash equivalents, of the Corporation as such officers deem necessary or advisable, and to designate or change the designation of the officer or officers and agent or agents of the Corporation who will be authorized to make such deposits and to endorse checks, drafts, or other instruments for such deposits;
- d) From time to time designate or change the designation of the officer or officers and agent or agents of the Corporation who will be authorized to sign or countersign checks, drafts or other orders for the payment of money issued in the name of the Corporation against any funds deposited in any of such accounts, and to revoke any such designation;
- e) Authorize the use of facsimile signatures for the signing or countersigning of checks, drafts, or other orders for the payment of money, and to enter into such agreements as banks, credit unions, and trust companies customarily require as a condition for permitting the use of facsimile signatures;
- f) Make such general and special rules and regulations with respect to such accounts as they may deem necessary or advisable; and
- g) Complete, execute and/or certify any customary printed signature card forms to exercise the authority granted by this resolution.

RESOLVED FURTHER, that any form resolutions required by any such depository, which relate to the establishment of such accounts and the authorization of signatories with respect thereto and substantially incorporate the authorizations contained in these resolutions, are adopted and approved; and

RESOLVED FURTHER, that any such depository is entitled to rely on these resolutions, if they are certified by an officer of the Corporation, for all purposes until it shall have received written notice of the revocation or amendment of these resolutions by the Board.

**DIRECTORS' CONSENT TO ELECTRONIC TRANSMISSION**

WHEREAS, Article 7, Section 7.7.1 of the Bylaws states that notice may be given to each director via fax or e-mail.

WHEREAS, Section 20 of the California Corporations Code requires each director to provide an unrevoked consent to the use of those means of transmission prior to receiving notice via fax or e-mail.

NOW, THEREFORE, BE IT RESOLVED, that the Secretary of the Corporation is directed to collect signed consents in the form attached as Exhibit B from each director and keep them with the minute book.

RESOLVED FURTHER, that meeting notices may not be sent via electronic transmission (fax or email) to any director that has not signed the consent.

#### **EXEMPTIONS FROM FEDERAL AND STATE TAXES**

RESOLVED, that each of the officers of the Corporation is authorized to consult with legal counsel to ascertain the availability of exemptions from taxation under federal and state tax codes and, if such exemptions are available, the officers of the Corporation are, and each hereby is, authorized and directed to execute and file all necessary applications for exemptions from such taxes with the appropriate state and federal tax authorities, and to pay the necessary filing fees.

#### **FILINGS WITH STATE ATTORNEY GENERAL**

RESOLVED, that the officers of the Corporation are authorized and directed to make periodic filings as required by the California Attorney General describing the financial activity of the Corporation and the distribution of the assets held for charitable purposes.

#### **OTHER FILINGS**

RESOLVED, that each of the officers of the Corporation is authorized and directed to make such filings and applications, including, without limitation, the statement required by Section 1502 of the California Corporations Code, to execute and deliver such documents and instruments and to do such acts and things as such officer deems necessary in order to obtain such licenses, authorizations and permits as are necessary or desirable for the Corporation's business, to fulfill such legal requirements as are applicable to the Corporation or its business or to complete the organization of the Corporation.

**PRINCIPAL OFFICE**

RESOLVED, that the principal office for the transaction of business of the corporation shall be at 4115 Adeline St., in Emeryville, California.

**ADOPTION OF ACCOUNTING YEAR**

WHEREAS, the adoption of an accounting year for the Corporation is deemed advisable.

NOW, THEREFORE, BE IT RESOLVED, that the first accounting year of the Corporation be, and it hereby is, fixed from the date of incorporation to December 31, 2013, and thereafter the accounting year of the Corporation is to end on December 31st of each year.

**EMPLOYER IDENTIFICATION NUMBER APPLICATION**

WHEREAS, it is deemed to be in the best interests of the Corporation that the Corporation apply for and obtain any necessary employer identification number with the Internal Revenue Service ("IRS") and any other identification numbers, permits or licenses required by law or deemed necessary or advisable.

NOW, THEREFORE, BE IT RESOLVED, that the officers of the Corporation be, and each of them hereby is, authorized, directed and empowered to prepare and file, or cause to be prepared and filed, appropriate applications to obtain an employer identification number with the IRS and any other identification numbers, permits or licenses required by law or deemed necessary or advisable for the conduct of the business of the Corporation; and

RESOLVED FURTHER, that such specific resolutions as may be required to have been adopted by the Board in connection with any of the actions authorized or permitted by the foregoing resolutions by any of the jurisdictions in which such actions are taken or applications filed be and the same hereby are adopted, and the Secretary or Assistant Secretary of the Corporation is hereby authorized to certify as to the adoption of any and all such resolutions.

**ADOPTION OF CONFLICT OF INTEREST AND ETHICS POLICY**

WHEREAS, it is deemed to be in the best interest of the Corporation that a conflict of interest and ethics policy be adopted.

NOW, THEREFORE, BE IT RESOLVED, that the conflict of interest and ethics policy attached hereto as Exhibit C be, and they hereby are, adopted as the conflict of interest and ethics policy of the Corporation.

**RATIFICATION**

RESOLVED, that any and all acts taken and any and all agreements or other instruments executed on behalf of the Corporation by any officer or officers of the Corporation prior to the execution hereof with regard to any of the transactions or agreements authorized or approved by any or all of the foregoing resolutions are ratified, confirmed, adopted and approved.

**GENERAL**

RESOLVED FURTHER, that the officers of the Corporation be, and hereby are, authorized and directed to execute all documents and to take such action as they may deem necessary or advisable in order to carry out the purposes of these resolutions.

There being no further business to come before the meeting, on motion duly made and seconded, the meeting was adjourned.

Dated: 8-1-2013



Brian W. Carver, Secretary

**Partnership Agreement Between the Center for Information Technology Policy (CITP) at Princeton and Free Law Project (FLP)**

15 May 2014

1. Free Law Project (FLP) and the Center for Information Technology Policy (CITP) will describe our work on RECAP as a "partnership." Both parties intend to play a continuing role in RECAP.
2. FLP will manage and be responsible for day-to-day operations and development of the RECAP plugins and server. CITP has provided FLP with the necessary credentials to access RECAP servers. If fundamental changes to the essential nature of the platform are contemplated, then both parties will be invited to discuss them prior to implementation.
3. FLP will be responsible for responding to document removal requests and other inquiries that may arrive via @recapthelaw.org email addresses. The parties expect to move towards a consistent policy with respect to document removal requests where, upon request, FLP will attempt to block Google from indexing the document(s) at issue while preserving public access to the document elsewhere. However, if the requester provides sufficient proof that the documents at issue have been redacted, sealed, or destroyed by court order, FLP will attempt to remove any public access to those documents that is counter to the intent of that court order.
4. CITP expects to maintain its current level of annual funding for RECAP. As of 2014, CITP's RECAP-related costs are approximately \$1500/yr to Rackspace for backup, \$100/yr to PACER for document fees, and \$60/yr to cover for domains.
5. CITP will be responsible for timely renewing the registrations of the domain names recapthelaw.org and recapextension.org and paying for such renewal expenses and will assist FLP in managing the associated WHOIS and DNS entries with the domain registrar, if needed. (FLP is willing to handle this, if CITP indicates a preference not to do so and gives FLP needed credentials to do so.)
6. CITP believes that all RECAP-related code is licensed under terms of free or open source licenses that give FLP the right to develop and distribute derivatives subject to those license terms. If any RECAP-related code is not so-licensed, then CITP grants FLP a perpetual, worldwide, non-exclusive, no-charge, royalty-free, irrevocable copyright license to reproduce, prepare derivative works of, publicly display, publicly perform, sublicense, and distribute such RECAP-related code and such derivative works, and CITP grants FLP equally broad trademark, patent or other intellectual property licenses to the extent such rights exist with respect to "RECAP" or such RECAP-related code.
7. The parties intend to publicize this partnership and grant each other the right to engage in reasonable efforts to do so. If either party receives press inquiries about RECAP then each party may give interviews and each party will refer the journalist to the other party and give the other party notice of such possible press coverage.
8. CITP will give FLP necessary credentials to maintain and update the website/blog at <https://www.recapthelaw.org/>.
9. If necessary, the parties will update the RECAP privacy policy, copyright infringement policy, and terms of use found at www.recapthelaw.org to be consistent with FLP's similar policies, as long as such updates are permitted under 1) the terms of RECAP's current privacy policy, copyright infringement policy, and terms of use and 2) any relevant Princeton policy.

## 8. A Selection of Press Coverage of Free Law Project

### 8.1. "Free Law Project Is Now Even Bigger, Ergo Better" Advocate's Studio (Jan. 15, 2014)

**Advocate's Studio**

The Advocate's Studio is a blog about Technology in the Law, Research and Writing.

Follow Like Reblog

About The Advocate The Advocate's Disclaimer

**JAN 15 2014**

## Free Law Project Is Now Even Bigger, Ergo Better



I wrote about the Free Law Project here in the Studio back a few months ago. Why wouldn't I? The Project is all about making public information freely available to the public. You can research and download material from state and federal courts for zip, nada, zilch.

More recently, I got an email from Michael Lissner, one of Free Law Project's founders. He tipped me off to a massive influx of new material at the Project — LawBox made a huge data donation of 1.5 million opinions, opening up 350 new jurisdictions. You can grab it from FLP's bulk download page, and see what is available from their coverage page.

They have also added a bunch of features — star pagination, improved citation "cross walk", judge information, a database of all known reporters, and a database of American jurisdictions.

Well done, guys. I, for one, am rooting for you!

## 8.2. “CourtListener API is Sharing the Potential of Open Data” Programmable Web (Dec. 12, 2013)

News, API, Government, Law, API Management, Open Data

### COURTLISTENER API IS SHARING THE POTENTIAL OF OPEN DATA

Mark Boyd

Dec. 12 2013, 09:00AM EST



Open data—from both government and private sources—has great potential for creating new products, reducing the costs of doing business, and improving people's lives. But for open data to truly benefit both business and local communities, there are still some questions that will need to be answered.

Two central sticking points at present are how to ensure ongoing supply to government open data sources when this may be affected by outside politics or internal inertia, and how to define a viable business model when open data is the key raw material. By providing a reliable, up-to-date API for monitoring U.S. Court decisions, the CourtListener API team are forging a path that is helping resolve these two major barriers to seizing the open data opportunity.

The CourtListener website is a not-for-profit project managed by the Free Law Project. It collates data from court websites and other sources, aiming to provide a comprehensive database of all court law opinions made in the United States. So far, the database covers all Federal Appeals Courts decisions and is increasingly adding state courts decisions. (Some financial barriers prevent full data extraction, for example, the Federal District Court charges 10 cents a page, preventing the not-for-profit from extracting decisions from this court via web-scraping.) CourtListener started with the Bulk Data API that provides downloadable access to the full database in XML format, while the newly released CourtListener REST API includes seven endpoints to be able to query court decision data.

## COURT LISTENER

About Coverage Sign In / Register

### APIs and Bulk Data

We currently have two free APIs available to developers using our platform. If you are interested in obtaining large quantities of our data, we recommend using our bulk API, which provides compressed XML files of our entire collection. If you wish to query our data programmatically, we recommend using our REST APIs.

© Check out our Bulk Data API

© Check out our REST APIs

### We're Proud of our Data

Over the past several years, we have made a significant investment in making our data the best on the open Web. Among the minor improvements we make on a regular basis, we've made significant improvements to our data that you won't find in other sources:

1. We've added exact dates from the Library of Congress to our collection of older Supreme Court cases, enhancing thousands of cases beyond what's available anywhere else.
2. When we imported the [Fleschauer.org](#) data, we manually corrected more than ten thousand typos or errors in the data, ensuring that it's complete and accurate.
3. Our data has the citation network, showing which cases reference each other, saving you the effort of building and using a citation finding and matching algorithm yourself. Currently, we're working with researchers at USC to complete an audit of the citation network, the results of which will be folded back into our corpus.
4. We've completed complicated cleanup routines on the data, eliminating and fixing absent abbreviations like "et al.", "U.S.A.", and the like.
5. The data on CourtListener is a combination of many partial sources such as court websites, [Justia.org](#), and a dataset from Lawbox

### Privacy Concerns

As is explained in our removal policy, we have blocked public search engines from indexing many of the cases available in our data (though they remain in our search engine). As you work with this data, please be cognizant of the privacy and security issues involved with public-facing legal documents. This impacts real people with privacy issues such as informants in jail, people with stalkers, and foreign citizens with contested asylum requests.

If you wish to respect the privacy wishes of the parties involved, there is a field for each case, "blocked," which describes whether or not we have blocked search engines from indexing the case. The simple thing for you to do is to continue blocking such cases.

For our approach to blocking, please see our removal policy. For our technical approach, please see the blog entries below. If you believe Robots.txt prevents a URL from appearing in search results, please be sure to check these out (it might not be what you expect):

- Accessing privacy while providing hundreds of thousands of public documents
- Support for accessibility and robots.txt removal

"With our bulk API, it is a giant XML file that people have been using for a couple of years now. It's used a lot in research, and we track the number of downloads to get a feel for its use," the CourtListener co-founders, Mike Lissner and Brian Carver, told *ProgrammableWeb*.

"With the new REST API, we did a soft release a few weeks ago and we've had 3 or 4 [early adopters] working on it. One used it as part of his Y-Combinator pitch for example, it's been used in conjunction with the State Decoded Project to pull in relevant data, and a developer with the Sunlight Foundation is using our data. In general, the trend for using our data is up, our traffic goes up every week."

Originally, CourtListener was focused on providing a daily update type-service to alert subscribers to new Federal Court decisions, but as the project built a clearer understanding of its potential audience, it realized historical data would be just as important. Lissner and Carver explain: "One of the end user groups we thought of was journalists, you can do a search on a topic within your beat, for example, or you can set up alerts to receive details of particular court decisions. But for the daily alerting feature, that meant we only had court opinions from the date we started going forward, but for trend analysis needed in journalism, for example, we really needed to get the back catalog, so the project became about putting all the historical data online as well. Our hope is that it makes the law more accessible, and more accessible to analyze amongst not-for-profits."

In this way, CourtListener is data mining available government open data sources and making them more accessible for end users. By building an independent database from the source material, the CourtListener team are also ensuring more reliable access to the data outside of depending on government support - financial or political.

## Technical considerations

**On data scraping:** CourtListener uses some web-scraping tools to collate court decision and opinions, but has also used a network of volunteers to help clean the data. As with other web-scraping projects, a key barrier can be the lack of scalability in collating and cleaning data. "We use our own CourtListener web-scraping tool, called Juriscraper that will dish out python code via a custom library. There aren't really readymade tools for this type of web-scraping; there are some general problems, but way more specific problems. Sometimes other people have done the heavy-lifting in scraping the data, but when we looked at it we had to do things like correct the spelling of the word 'September', which for some reason, people tend to spell incorrectly. So there's a certain point where you can spend an hour coding a solution, or 45 minutes to go through the data and correct each line."

### Related Searches From ProgrammableWeb's

[Directory of More Than 10,000 APIs](#)

[/ 470 Database APIs](#)

[/ 28 Law APIs](#)

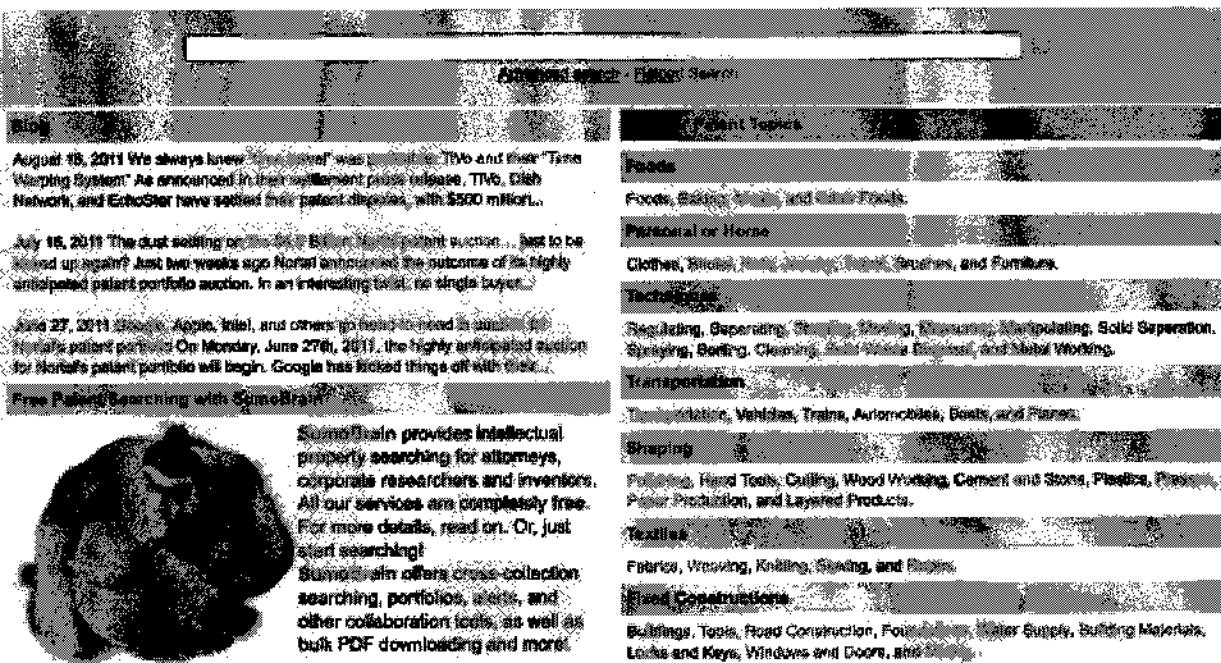
[/ Browse The Full Directory](#)

**On analytics:** For now, the CourtListener team is not heavily invested in monitoring data around how the CourtListener API is being used: "We know there's a big push towards analytics but from our perspective, we don't really do much," Lissner and Carver said. "We throttle at 1,000 hits on an endpoint in an hour, and we monitor general usage patterns. That's probably where we will let it sit for now."

**On creating the REST API:** Lissner and Carver said: "We used the TastyPie toolkit to create the API. It helps you split your data into models and schemas. TastyPie is an extension of Django that can help you create an API in about 20 minutes work. It also lets us include a search-powered endpoint."

## Current use

Some of CourtListener's current users include private businesses that mine the data for specific industry verticals. SumoBrain, for example, use the APIs to enhance their search products used by patent attorneys, corporate researchers and inventors.



The screenshot shows the SumoBrain homepage. At the top, there is a navigation bar with links for Home, Search, and Search Tutorial. Below the navigation is a large search bar. To the left of the search bar is a logo featuring a stylized 'S' and the text 'SUMOBRAND'. Below the logo, the tagline 'Big, powerful, smart search.' is visible. The main content area has a dark background with white text. On the left, there is a sidebar with a large image of a person's head in profile. The main content includes several news articles and a sidebar with various industry categories.

**Articles**

- August 16, 2011 We always knew "Time Warping" was possible. TVG and their "Time Warping System" As announced in their recent press release, TVG, Dish Network, and EchoStar have settled their patent dispute, with \$500 million.
- July 15, 2011 The dust settling on the \$1.5 billion Novartis patent auction... has to be kicked up again? Just two weeks ago Novartis announced the outcome of the highly anticipated patent portfolio auction. In an interesting twist, no single buyer...
- June 27, 2011 Google, Apple, Intel, and others go head-to-head in auction for Novartis patent portfolio. On Monday, June 27th, 2011, the highly anticipated auction for Novartis' patent portfolio will begin. Google has kicked things off with bids.

**Free Patent Searching with SumoBrain**

SumoBrain provides intellectual property searching for attorneys, corporate researchers and inventors. All our services are completely free. For more details, read on. Or, just start searching!

SumoBrain offers cross-collection searching, portfolios, alerts, and other collaboration tools, as well as bulk PDF downloading and more.

**Recent Topics**

- Foods
- Patent or Horse
- Clothes, Shoes, Toys, Books, Games, Jewelry, and Furniture
- Technologies
- Transportation
- Shipping
- Textiles
- Steel Construction

*Above: The SumoBrain service for patent attorneys and associated industries makes use of the CourtListener API*

The State Decoded project - aimed at making legal documents across the States more accessible in API format - also draws on CourtListener.

"We use CourtListener's API to show site visitors the most prominent court decisions that have cited a given law," State Decoded Founder Waldo Jaquith told *ProgrammableWeb*. "When somebody comes to a State Decoded site, and looks up a law, this will provide them with the context that they need in order to understand how that law is actually interpreted by courts. Some laws have even been struck down by courts, but remain on the books because legislators are unwilling to remove them. For these sorts of laws, it's enormously important to be able to give people immediate access to the relevant court opinion."

"Implementing their API was very easy, and it's extremely lightweight for folks using The State Decoded—just a few lines of code. CourtListener's bulk download of court decisions is, necessarily, an enormous file, and some non-trivial computing power would be required to provide the same information that their API provides in a fraction of a second.

"As far as folks visiting State Decoded sites know, there is no API. It's completely seamless. CourtListener's API allows people to get all relevant legal information about a single law in one place, without having to pay LexisNexis a subscription fee. That's very powerful. Nothing like this has been done before."

## After unlocking the data, unlocking the potential

"CourtListener is making legal opinions more accessible on a number of fronts," Raymond Yee, visiting scholar/lecturer in the School of Information at the University of California at Berkeley, told *ProgrammableWeb*. Yee runs an annual course in open data where students are encouraged to design commercially viable products built off open data sources.

"First, CourtListener provides a single point of access so someone can come to this one site to find decisions for many decisions without having to personally hunt them down on myriad web sites.

"Second, by providing a single point of access, CourtListener lets users see a larger, unifying context in which individual decisions and courts can fit (getting a feel for the overall structure of the legal system is especially important to the non-specialist public).

"Finally, CourtListener is making all this data available for bulk download as well as through its new API to accommodate a range of data analysis scenarios.

"Everyone in a free society should be able to know and understand the laws that govern that society. CourtListener lowers some of the barriers for that access: financial, intellectual, and computational."

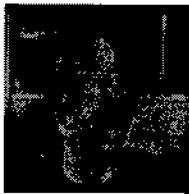
Yee also believes that access to this legal data via API can go beyond fostering a more aware, participatory civic society.

"I have naive understandings about the American legal system, but given how court decisions (especially at the Supreme Court level) can fundamentally restructure our country and its economic/business life, there must be a lot of money riding on understanding, predicting, and influencing how the courts make decisions. What an opportunity to computationally compare legal decisions across jurisdictions with the CourtListener aggregated data, which is actually also near-real time! I imagine someone would want to put in some seed investments to develop machine learning algorithms based on the CourtListener dataset to uncover latent patterns in the history of Supreme Court decisions. (I wouldn't be surprised if this has been attempted already, but CourtListener opens that game to many more people.) Concretely, as I've heard from Brian Carver, we should even be able to compute something from this data to help us win at FantasySCOTUS!"

"On a more prosaic level, there might be business opportunities around building tools to assist jurists to find relevant decisions in their own decision making. For journalists monitoring legal decisions around the country, the alert system could come in handy. Entrepreneurs familiar with the legal system should look immediately at the CourtListener data and API and start daydreaming."

**Waldo Jaquith agrees.** He believes the impact CourtListener will have on how future open data projects are approached is enormous: "The open data movement need less talk and more action. Combining legal codes and court decisions is a patently obvious thing to do. Surely people have envisioned this for decades. What's different about CourtListener and The State Decoded is that we actually did it. It's not perfect, it's not comprehensive, but it exists, and that's better than anything else that anybody else has done. That's how we make people aware of the power of tools like the CourtListener API: by implementing those tools, and telling everybody about it. In 24 months, it will seem quaint that this was considered interesting in 2013," Jaquith said.

The recent release of the CourtListener API demonstrates how APIs are instrumental in unlocking key data sources. From its value in enhancing civil liberties, to providing a powerful resource for journalists and business, to its potential in helping entrepreneurs create new commercial products, the CourtListener API is a good example of what we can expect from open data projects providing access to source materials via API.



**About the author:** *Mark Boyd is a ProgrammableWeb writer covering breaking news, API business strategies and models, open data, and smart cities. I can be contacted via email, on Twitter, or on Google+.*

[Follow on Twitter](#)

### 8.3. "The State Decoded, CourtListener Team Up to Share Legal Data" PBS Idea Lab (Nov. 25, 2013).

PBS | KQED      PBS.org      Video      Programs      TV Schedules      Shop

## The State Decoded, CourtListener Team Up to Share Legal Data



By Michael Lissner  
November 25, 2013

     14     49     2    

If computers were preschoolers, they wouldn't be very popular students. They don't like to share their data, they don't usually talk to anybody, and they can be a little bit obnoxious if you don't give them what they want. Computers with government data on them would likely be even less popular. Those computers really don't like to share what they've got.

The State Decoded is creating a platform to put state and municipal laws online, and in doing so they're working to make computers better at sharing government data. With the addition of an API back in February, they created a way for their computers to be very popular among the other computers. Their computers can share data with others in a granular and specific manner, whenever another computer asks.

At Free Law Project, Brian Carver and I have been working toward solving a similar problem for the past several years. Instead of putting the law online as The State Decoded does, we have been putting the *interpretation* of laws online with the CourtListener search engine. We are collectors of all the big and little judgments that courts make across the country, whether it's a Supreme Court opinion in *Citizens United* or a small case in Hawaii about laser guns being used in traffic citations.

Until recently, our computers weren't very good at sharing. Though we provided a 12GB bulk data file with all of our data, we didn't have an Application Programming Interface (API) — the ability for other computers to talk to our computers — and so we couldn't share our data with other great projects, like The State Decoded.

#### AN API FOR LEGAL OPINIONS

All that changed last week, when we announced our RESTful API. Now, without too much trouble at all, other projects can get our data and use it however they want. We are making 2.5 million legal judgments available, with all their associated metadata.

You can do all kinds of interesting things with our API, like:

- Make a list of recent judgments for your blog or website;
- Create a Twitter stream of the new opinions of the day;
- Track the citations within an opinion (its "authorities") or the citations to an opinion you are interested in (some cases are cited thousands of times);
- Keep track of changes to our database of American jurisdictions or simply get a list of jurisdictions;
- Show the most relevant opinions for a controversial topic, like abortion.

And that's just the beginning. We're very excited to see the kinds of things people build with the tools that we've created for them.

We provided The State Decoded with early access to the API, and they have already proven the value of sharing with others. For any law on their site, as you are looking at it, you will soon see the relevant cases interpreting that law. Knowing what a law says is very important, but with more complicated laws, it is only the beginning. Without knowing the ways that the law has been interpreted by judges over the past year, decade or century, you won't know how it is understood, nor how it is enforced.

It is said that ignorance of the law is no excuse for breaking a law, but it is often the case that knowing the law is not enough and you need to know how the law works. The State Decoded does a great job of teaching the law, and with our new ability to share the data on CourtListener, they are able to guide you to the important cases interpreting it.

For more information, contact info@freelawproject.org.

*Michael Lissner is the co-founder and lead developer of CourtListener, a project that works to make the law more accessible to all. He graduated from UC Berkeley's School of Information. Michael is passionate about bringing greater access to our primary legal materials, about how technology can replace old legal models, and about open source, community-driven approaches to legal research.*

#### 8.4. "What's New in the Legal Web?" Oregon State Bar Bulletin (May 2011)

The screenshot shows the homepage of the Oregon State Bar. At the top, there is a large banner featuring a landscape photograph of snow-capped mountains. Below the banner, the text "Oregon State Bar" is displayed. A navigation bar contains links for "Home", "Statutes", "Forms", "Codes", "Public Info", "Member Directory", "Member Login", and a search bar. Below the navigation bar, another row of links includes "For The Public", "For Lawyers", "CLE", "Bar Programs", "Member Groups", "About The Bar", and "Licensing/Compliance". At the bottom of the page, a header reads "Oregon State Bar Bulletin - MAY 2011".

##### Legal. Online

A Round-up:

What's New in the Legal Web?

By Robert J. Ambrogi

## Free Law Project, Attachment 8

The major commercial legal research services allow you to create alerts that notify you by email when a new case matches your search. Now, a new website offers the same sort of service, but entirely for free. It is one of several recently launched legal websites and blogs covered in this month's column.

Court monitoring is useful for any number of reasons, from keeping on top of a particular field of law to keeping up with the latest developments in specific litigation. The new website, **CourtListener**, <http://courtlisener.com>, offers a no-cost alternative to commercial services, providing a free alert tool covering the federal circuit courts and the Supreme Court.

To create an alert, simply enter a search query. The results page lists the matching cases and includes the option, "Save this as an alert." Give the alert a name and specify how often you wish to receive it — daily, weekly or monthly — and you are done. Once you set up an alert, you can also receive it as an RSS feed.

The search interface includes filters that allow you to narrow searches to specific courts and to search only the case name or case number. You can also use search operators to exclude words, search alternative versions of words, create wildcard searches, create proximity searches, and search phrases.

The site is the creation of Michael Lissner as part of a master's thesis at the University of California, Berkeley School of Information. His goal was to create a free and competitive real-time alert tool for the U.S. judicial system.

At present, the site covers all precedential and nonprecedential opinions issued by the 13 federal circuit courts and the Supreme Court (except for nonprecedential opinions from the D.C. Circuit). The database is updated by 5:10 p.m. PST each day, with the alerts sent out shortly thereafter. The site plans to add other courts in the future.

### ABOUT THE AUTHOR

*Robert Ambrogi, who practices law in Rockport, Mass., is the former editor of National Law Journal and Lawyers Weekly USA. He is internationally known for his writing about the Internet and technology. He is the author of three blogs, which can be read at [www.legaline.com](http://www.legaline.com).*

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## 9. Homepage of our Projects

### 9.1. Free Law Project (<http://freelawproject.org>)

#### Free Law Project

Providing free access to primary legal materials, developing legal research tools, and supporting academic research on legal corpora.

About | Press Coverage | Non-Profit Documents

#### New Homepage and a CourtListener Revamp

Posted in Announcements | CourtListener Design | 2 June 2014 | No comment

We're happy to share today that we've completed a revamp of the CourtListener website to make it more polished, easier to use and easier to learn. There are a handful of changes we're really happy about and that we've wanted to do for a long time.

First, of course, is our new homepage. The new homepage is designed to showcase our latest material, to make new opinions easy to find, and to better introduce CourtListener to new users. The most striking change in the homepage is that at its center it now has a huge search box where you can place queries, and if you're an advanced user, you can press the "Advanced" button, and it will show you all of the search facets that we support, from Case Name to Citation Count.

The homepage also ushers in a change that's been in the works for some time - we're finally ordering our results by "Relevance" instead of "Newest First". This change was made possible by the improvements we've made to our relevance engine over the past year, and is one we're really excited about. We expect that as you use the new homepage, you'll find the relevance engine to surprise and delight you.

The next major change that has come with the revamp is a new tour of the website that you can take to learn more about its features. In the footer there's a link to kick off the tour and we'll be experimenting with different ways to promote it to new users over the next couple of weeks. We are also working on a video that we expect will help people learn how to use the site.

The final change that we're rolling out (aside from our new FAQ and About pages) are social links at the bottom of every page. We know people use different tools to stay up to date, so in addition to this blog, we also want to make sure that you can follow us on LinkedIn, Facebook, Twitter and Google+.

Search this site...

## Free Law Project



### Donate

to  
Support our work

#### @CourtListener Tweets

Tweets

 **Free Law Project** @FreeLawProject 3 Jun We're launching a new homepage and a revamped design on @CourtListener: [ow.ly/xyckD](http://ow.ly/xyckD) Retweeted by CourtListener

 **ashkan soltani** @ashk4n 3 Jun Amazing collaboration btw friends old and new @courtlistener @RECAPintheLaw [freelawproject.org/2014/05/19/tiform\\_like\\_legal\\_voltron](http://freelawproject.org/2014/05/19/tiform_like_legal_voltron) Retweeted by CourtListener

 **Joshua Taubener** @JoshData 9 May I'm using @CourtListener to research bribery. Retweeted by CourtListener

## Our RECAP partnership with Princeton University's CITP

Posted in Announcements, Court Data, PACER • 18 May 2014 • 3 comment

Today Free Law Project announced that it is partnering with Princeton University's Center for Information Technology Policy to manage the operation and development of the RECAP platform. Most readers here will know that the RECAP platform utilizes free browser extensions to improve the experience of using PACER, the electronic public access system for U.S. federal courts, and crowdsources the creation of a free and open archive of public court records.

I have been frustrated with PACER for a long time: as a member of the public, as a law student, as a litigator, as an academic, and as one trying to build systems for public access to court documents. I've been frustrated by the price per page, by the price for searches with no results, by the shocking price for inadvertent searches with thousands of results, by the occasional price for judicial opinions that are supposed to be free, by the price in light of the fact that Congress made clear that the Judicial Conference "may, only to the extent necessary, prescribe reasonable fees... for access to information available through automatic data processing equipment" when it has been demonstrated time and again that PACER revenues grossly exceed the "extent necessary," and by the 2011 increase in those prices. I've been frustrated by the search interface or lack thereof. I've wanted, for a very long time, to be able to conduct free full-text searches across the entirety of the PACER database. The research questions I could ask and answer with such a system. Sigh... But most of all, I've been frustrated with PACER for a long time because it creates a wall between the public and the law.

So when CITP announced the launch of RECAP in August 2009 I was overjoyed and I became an early adopter. I reported bugs and suggested enhancements on RECAP's now-defunct "getsatfication" community. I told anyone that would listen what a brilliant idea it was to involve everyone in the effort to create a free public archive of these public court records. I felt empowered by the idea that my own browser could become a tool in the effort for greater public access to the law. I got something approximating a crush (techno-crush?) on Steve Schmitze, Harlan Yu, Timothy Lee, and Ed Felten, for the brilliance behind this creation. (Please go install the browser extensions if you haven't already! For Firefox; For Chrome.)

Free Law Project 18 May  
@FreeLawProject

Tweet to @courtlistener

## @FreeLawProject Tweets

**Tweets** 

Free Law Project 3 Jun  
@FreeLawProject  
We're launching a new homepage and a revamped design on @CourtListener: ow.ly/xyckD  
Expand

Robot Robot & Hwang 20 May  
@RobotandHwang  
Great to hear news that friends @FreeLawProject @PrincetonCITP have partnered on developing out the RECAP project: frelawproject.org/2014/05/19/  
13 Retweeted by Free Law Project  
Expand

Free Law Project 19 May  
@FreeLawProject  
Thoughts from @brianwc about @RECAPTheLaw partnership between @FreeLawProject & @PrincetonCITP: bit.ly/FLPCITP  
Expand

Tweet to @FreeLawProject

## @RECAPTheLaw Tweets

## 9.2. CourtListener (<https://www.courtlistener.com>)

**COURT LISTENER**

Profile Sign Out

Search millions of opinions by case name, topic, or citation.  
347 Jurisdictions. Sponsored by the Non-Profit Free Law Project.

- OR -

Advanced Search

**About CourtListener**

CourtListener is a free legal research website containing millions of legal opinions from federal and state courts. With CourtListener, lawyers, journalists, academics, and the public can research an important case, stay up to date with new opinions as they are filed, or do deep analysis using our raw data.

**About Free Law Project**

Free Law Project seeks to provide free access to primary legal materials, develop legal research tools, and support academic research on legal corpora. We work diligently with volunteers to expand our efforts at building an open source, open access, legal research ecosystem. Currently Free Law Project sponsors the development of CourtListener, JurisScraper, and RECAP.

**The Numbers**

2,222,745 Number of precedential opinions in CourtListener.  
1,757 Opinions added in last ten days.  
12,388 Number of queries made in last ten days.  
1,113 Number of alerts sent in last ten days.  
128 Times the bulk data has been downloaded in the last ten days.  
137,005 API calls made against our system in last ten days.

**Latest Cases**

We download opinions from many jurisdictions on an ongoing basis. Here are the most recent ones.

**Richard v. Richard (Vt. 2014)**  
Date Filed: June 6th, 2014 Status: Precedential  
Docket Number: 2012-449

**In re Hale Mountain Fish & Game Club (Vt. 2014)**  
Date Filed: June 6th, 2014 Status: Precedential  
Docket Number: 2012-412

**In re Spear (Vt. 2014)**  
Date Filed: June 6th, 2014 Status: Precedential  
Docket Number: 2013-051

**Dale Edward Guthrie v. Marvin Plumley, Warden (W. Va. 2014)**  
Date Filed: June 6th, 2014 Status: Precedential  
Docket Number: 13-1201  
Nature of suit: Civil-Other

**Jane Lou Shaw v. Cutting Edge Construction (W. Va. 2014)**  
Date Filed: June 6th, 2014 Status: Precedential  
Docket Number: 13-1218  
Nature of suit: Civil-Other

See all recent opinions...

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Support our work

CourtListener is sponsored by the non-profit Free Law Project

Social media icons: YouTube, Facebook, Twitter, LinkedIn, Google+, and a magnifying glass icon.

**Free Law Project Attachment 10**

**IRS DEPARTMENT OF THE TREASURY  
INTERNAL REVENUE SERVICE  
CINCINNATI OH 45999-0023**

Date of this notice: 08-05-2013

Employer Identification Number:  
[REDACTED]

Form: SS-4

Number of this notice: CP 575 A

FREE LAW PROJECT  
BY BRIAN CARVER

For assistance you may call us at:  
1-800-829-4933

IF YOU WRITE, ATTACH THE  
STUB AT THE END OF THIS NOTICE.

**WE ASSIGNED YOU AN EMPLOYER IDENTIFICATION NUMBER**

Thank you for applying for an Employer Identification Number (EIN). We assigned you EIN 46-3342480. This EIN will identify you, your business accounts, tax returns, and documents, even if you have no employees. Please keep this notice in your permanent records.

When filing tax documents, payments, and related correspondence, it is very important that you use your EIN and complete name and address exactly as shown above. Any variation may cause a delay in processing, result in incorrect information in your account, or even cause you to be assigned more than one EIN. If the information is not correct as shown above, please make the correction using the attached tear off stub and return it to us.

Based on the information received from you or your representative, you must file the following form(s) by the date(s) shown.

Form 941	07/31/2014
Form 940	01/31/2015

If you have questions about the form(s) or the due date(s) shown, you can call us at the phone number or write to us at the address shown at the top of this notice. If you need help in determining your annual accounting period (tax year), see Publication 538, *Accounting Periods and Methods*.

We assigned you a tax classification based on information obtained from you or your representative. It is not a legal determination of your tax classification, and is not binding on the IRS. If you want a legal determination of your tax classification, you may request a private letter ruling from the IRS under the guidelines in Revenue Procedure 2004-1, 2004-1 I.R.B. 1 (or superseding Revenue Procedure for the year at issue). Note: Certain tax classification elections can be requested by filing Form 8832, *Entity Classification Election*. See Form 8832 and its instructions for additional information.

If you are required to deposit for employment taxes (Forms 941, 943, 940, 944, 945, CT-1, or 1042), excise taxes (Form 720), or income taxes (Form 1120), you will receive a Welcome Package shortly, which includes instructions for making your deposits electronically through the Electronic Federal Tax Payment System (EFTPS). A Personal Identification Number (PIN) for EFTPS will also be sent to you under separate cover. Please activate the PIN once you receive it, even if you have requested the services of a tax professional or representative. For more information about EFTPS, refer to Publication 966, *Electronic Choices to Pay All Your Federal Taxes*. If you need to make a deposit immediately, you will need to make arrangements with your Financial Institution to complete a wire transfer.

The IRS is committed to helping all taxpayers comply with their tax filing obligations. If you need help completing your returns or meeting your tax obligations, Authorized e-file Providers, such as Reporting Agents (payroll service providers) are available to assist you. Visit the IRS Web site at [www.irs.gov](http://www.irs.gov) for a list of companies that offer IRS e-file for business products and services. The list provides addresses, telephone numbers, and links to their Web sites.

To obtain tax forms and publications, including those referenced in this notice, visit our Web site at [www.irs.gov](http://www.irs.gov). If you do not have access to the Internet, call 1-800-829-3676 (TTY/TDD 1-800-829-4059) or visit your local IRS office.

**IMPORTANT REMINDERS:**

- \* Keep a copy of this notice in your permanent records. **This notice is issued only one time and the IRS will not be able to generate a duplicate copy for you.** You may give a copy of this document to anyone asking for proof of your EIN.
- \* Use this EIN and your name exactly as they appear at the top of this notice on all your federal tax forms.
- \* Refer to this EIN on your tax-related correspondence and documents.

If you have questions about your EIN, you can call us at the phone number or write to us at the address shown at the top of this notice. If you write, please tear off the stub at the bottom of this notice and send it along with your letter. If you do not need to write us, do not complete and return the stub.

Your name control associated with this EIN is FREE. You will need to provide this information, along with your EIN, if you file your returns electronically.

Thank you for your cooperation.

Keep this part for your records.

CP 575 A (Rev. 7-2007)

Return this part with any correspondence  
so we may identify your account. Please  
correct any errors in your name or address.

CP 575 A

9999999999

Your Telephone Number Best Time to Call DATE OF THIS NOTICE: 08-05-2013  
(      ) - EMPLOYER IDENTIFICATION NUMBER: [REDACTED]  
FORM: SS-4 NOBOD

INTERNAL REVENUE SERVICE  
CINCINNATI OH 45999-0023  
[REDACTED]

FREE LAW PROJECT  
% BRIAN CARVER  
[REDACTED]