

**CHARTER and BYLAWS for the
INTEL RETIREE ORGANIZATION**

Effective 8/20/2008

Revision 2.0 11/16/2011

Revision 2.1 02/25/2015

Revision 2.2 02/15/2019

Revision 2.3 08/18/2020

Revision 2.4 09/24/2020

ARTICLE NAMING

I:

Section 1: Name

This organization shall be known as the INTEL RETIREE ORGANIZATION and shall be referred to in the Charter and Bylaws as “the Organization.” Intel Corporation shall be referred to as “the Company.”

Section 2: Classification

The Organization is not organized for and does not contemplate gain for profit to the members thereof. No part of earnings of this Organization shall ever go to the benefit of any member or individual, and none of the assets of this Organization shall ever be distributed to its members, except to compensate members for out-of-pocket expenses.

ARTICLE CHARTER STATEMENT

II:

Section 1: Vision

Be a valued part of the Intel Family.

Section 2: Mission

To make a meaningful and positive difference for Intel Retirees, our local communities, and current employees planning for retirement.

Section 3: Objectives

The Organization is a volunteer group of dedicated Intel Retirees (henceforth the "Retirees") who recognize the cultural value of their years at Intel. As a group, we want to stay connected, work toward the common goal of experiencing a productive and fulfilling retirement, share knowledge and experiences, and come together to help in our local communities.

We work closely with Intel to ensure that we are aware of benefit changes and that we are consulted on company direction affecting Retirees and/or Retiree benefits, as deemed appropriate by Intel and its representatives.

Section 4: Value Proposition

Value to Retirees:

- Serve as official Intel Retiree Organization and single point of contact between Retirees and the Company
- Keep Retirees informed of important issues and benefit changes in a timely manner
- Provide group feedback to the Company on Retiree needs, issues, and programs
- Help Retirees stay in touch with previous co-workers through communications, networking, and a variety of volunteer and social activities
- Be a community and resource bank for each other
- Help retirees to better understand & utilize their Intel Benefits
- Membership in IRO member-only Facebook website

Value to Intel:

- Serve as official Intel Retiree Organization and single point of contact between the Company and Retirees
- Act as Company ambassadors and advocates
- Provide communication expertise, messaging, and channels
- Provide information to educate Company employees considering retirement
- Support Company products and program evaluation as requested
- Retirees better understand their benefits and how to access them

Value to Communities:

- Identify and provide opportunities for volunteerism and charitable contributions
- Educate the Organization on how to maximize participation in the Company's Corporate Social Responsibility programs

ARTICLE RELATIONSHIP & MEMBERSHIP

III:

Section 1: Intel Relationship

The Intel Retiree Organization is recognized by Intel under their employee groups program and has an executive sponsor who shares the vision that Retirees are part of the Intel family. See attachment 1 for comparison to Intel Chartered Employee Group.

Section 2: General Membership

Any former Intel employee who separated from the Company under one of their formal retirement programs is eligible for Organization membership. This includes Intel Employees who so separated from a non-US based operation of the Company. In the event of the death of the Retiree, their surviving spouse or significant other may retain their membership in the Organization. Otherwise memberships are nontransferable and not assignable.

ARTICLE AMENDMENTS

IV:

Section 1: Charter

Charter amendments can be proposed by any member and must be addressed by the IRO Leadership Team at its next scheduled meeting.

Section 2: Bylaws

Bylaw amendments can be proposed by any member and must be addressed by the IRO Leadership Team at its next scheduled meeting.

ARTICLE DISSOLUTION

V:

Upon dissolution of the Organization, the IRO Leadership Team, after paying or making provision for the payment of all liabilities of the Organization shall distribute the remaining assets of the Organization to one or more charitable or educational organizations supported by the Intel Foundation.

BYLAWS OF THE INTEL RETIREE ORGANIZATION

ARTICLE 1 – ORGANIZATION OPERATION AND STRUCTURE

SECTION 1: AUTHORITIES AND RESPONSIBILITY. The governing body of the Organization shall be the approved members at Large and the approved Committee Chairpersons. It will be known as the IRO Leadership Team. The Leadership Team shall have general charge, management and control of the affairs, funds and properties of the Organization, and subject to the provisions of these Bylaws, shall have the authority to take such actions in matters of policy and procedures as, in its judgment, will best promote the interest and welfare of the Organization.

SECTION 2: COMMITTEES CHAIRPERSONS. The Leadership Team may appoint Committee Chairpersons as are necessary. The areas of responsibility of each committee are described below.

It is expected that all committee chairs have a co-chair trained and ready to assume responsibility for the committee, for purposes of temporary coverage, or rotation of a chairperson through the Leadership Coordinator position. Co-chairs may attend Leadership Team meetings with the committee chairperson or not, but the committee will have one vote in Leadership team meetings.

i. Communications: Responsible for creating and implementing communication strategies, content and channels, including Newsflash and Facebook for the Organization. Provides inputs to and reviews the work of the website, News Flash and other publications.

ii. Website: Responsible for website design and development, documentation that includes requirements, design documents and user documents, development of site content, and website administration.

iii. Volunteer and Donation: Works with the Intel Foundation and the Intel Public Affairs group to link and include Retirees in all Intel Foundation matching programs. May recruit local site retirees to work with Intel site community engagement managers to encourage retiree participation in these matching programs. Responsible for promoting, encouraging and educating the retiree community on the value and reward of participating in these programs.

iv. Healthcare Benefits: Serves as a liaison between Retirees and the Intel Health and Benefits team to ensure that the Organization has a forum to communicate its concerns to Intel and can consult with Intel on specific issues such as Retiree benefits when appropriate and as permitted by Intel at its discretion. The development and establishment of company policies relating to retirement benefits remain solely within Intel's control and Intel reserves the right to refuse to discuss any aspect of the company's business at any time. Under no circumstances shall the Organization advocate or negotiate on behalf of an individual Organization member with respect to the individual's retirement compensation and/or benefits.

v. Discounts: Works with Intel and Intel's vendors to provide access to employee discounts for official retirees. Maintains detailed web pages on how to successfully access those discounts, communicates changes to retiree discounts and alert retirees to time based discount offers.

vi. Intel Benefits: This area covers all retiree benefits that NOT covered by Healthcare Benefits, Volunteer matching and Discount focus areas. These retiree benefits include: Stock, SERP / Intel 401(k) Savings Plan and Profit Sharing, the Retirement Service award as well as maintaining information on how retirees can accomplish business with Intel (Address changes, verification of employment etc).

vi. Site Coordinators: Responsible for social activities at their respective sites.

vii. Members-at-Large: Members-at-Large will be chosen by the Intel Retiree Organization Leadership Team, to improve the performance of the organization. Members-at-Large will be chosen by the team via two separate criteria.

The first criteria is:

the candidate is a long-time member of the Leadership Team (in order to retain knowledge and experience).

The second criteria is:

The candidate is an IRO committee member with a unique background or skills that would improve the performance of the Leadership Team (they have skills or background experience that is lacking in the Leadership Team).

ARTICLE 2 – MEMBERSHIP BENEFITS

SECTION 1: Benefits of Membership

The benefits of membership in the Organization are to:

- Receive assistance in navigating through Intel and other basic retiree information that retirees need, so that the retiree experience is made easier.
- Receive timely email communications about important changes in or about new Intel retiree benefits
- Volunteer for IRO committees &/or as Site Coordinators
- Receive invitations from the Intel Retiree Organization about local social events with fellow retirees

ARTICLE 3 – MEETINGS

SECTION 1: LEADERSHIP TEAM MEETINGS. The Leadership Team will meet as business requires, normally quarterly. The Leadership Team will select a Coordinator, for a year term. That Leadership Team Coordinator will be responsible for scheduling meetings, creation of agendas and minutes, facilitating discussions and important decisions through using the IRO management information system. Special meetings may be called at any time by the LT Coordinator upon request of any member of the LT.

SECTION 2: SITE COORDINATOR MEETINGS. Site coordinator meetings shall be held at the discretion of the Site Coordinators and the Members at Large.

SECTION 3: COMMITTEE MEETINGS. Committee meetings shall be held at the discretion of the committee chairperson and as business requires.

Attachment I: Intel Retiree Organization Compared to Intel Chartered Employee Group

Intel Chartered Employee Group	Intel Chartered Retiree Organization
Organized around a common identity	Organized around common identity as Intel Retirees
Blue Badge members only	Open only to those who left Intel under one of the company's formal retirement plans
Administered by the Corporate Diversity Group	Administered by HR Group
May receive funding upon successful application for grants	Provide attendance at/sponsorship by HR/PA in low cost annual events at major sites to help grow membership Work together to offer other synergistic ways to add value to Intel and the Retirees e.g. volunteer activities, Intel ambassadorship
Leveraged visibility via the Corporate Diversity intranet site	Link to organization's website from Intel's Retiree website
Facilitated access to local Circuit coverage for activities/events	Activities and events are communicated through the IRO website, email, and Intel Retiree mailings
Co-marketed in general diversity communications as well as Employee Group and site diversity fairs	Involvement of Retirees in education of those planning for retirement, e.g. "About Us" in collateral/classes
Other communications and support from Intel	Continue to provide employee-like support to the Intel Retiree Organization: <ul style="list-style-type: none"> • Home email list management • Retiree involvement in Volunteer Matching Grant Program (Intel Involved Matching Grant Program), Donation and Disaster Relief, Matching program, and Discount programs • Quarterly meetings on health benefits