

**RESOLUTION OF THE BOARD OF DIRECTORS OF  
TWIN CITIES GERMAN IMMERSION SCHOOL BUILDING COMPANY IN LIEU OF  
A MEETING**

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**Effective December 31, 2019**

The undersigned, constituting all of the Members of the Board of Directors of Twin Cities German Immersion School Building Company, a Minnesota non-profit corporation (the “**Company**”), hereby waive all the provisions of the Articles of Incorporation and Bylaws of said Company relating to notices and the holding of meetings of the Board of Directors of said Company and acting pursuant to the laws of the State of Minnesota, hereby adopt the following Resolution of the Board of Directors of this Company.

**RECITALS**

WHEREAS, the undersigned members of the Board of Directors (the “**Board**”) have reviewed and considered all of the activities of the Company, and actions by the Officers and Company staff since the last Annual Meeting.

WHEREAS, based on this review and consideration of the activities of the Company and the actions of the Officers and Company staff, the following resolution was unanimously adopted.

**RESOLUTION**

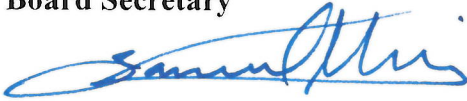
NOW, THEREFORE, BE IT RESOLVED, as follows:

Resolution 1. Ratification. All actions heretofore undertaken by the Officers and Company staff since the last Annual Meeting on behalf of the Company are hereby adopted, ratified and approved in all material respects. The Officers of this Company are authorized and directed to take any action necessary to effectuate the foregoing Resolution.

This Resolution may be executed by facsimile or counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same Resolution. The undersigned have executed this Resolution as of the respective dates set forth below.

*[Signatures on Following Page]*

**BOARD OF DIRECTORS**

<p>Date: _____ Board Chair</p>	<p>Date: <u>12/31/17</u> Board Secretary </p>
<p>Date: _____ Member</p>	<p>Date: _____ Member</p>
<p>Date: _____ Member</p>	<p>Date: _____ Member</p>