

ACTION BY UNANIMOUS WRITTEN CONSENT  
OF THE BOARD OF DIRECTORS OF  
SALT LAKE COUNTY FOUNDATION

December \_\_\_\_, 2023

In accordance with the Utah Code and the Articles of Incorporation and Bylaws of Salt Lake County Foundation (the “Corporation”), the undersigned, as the current sole directors of the Corporation, hereby take the following actions and adopt the following resolutions by written consent without a meeting, to be effective as of the date set forth above (the “Effective Date”):

WHEREAS, the Corporation was formed as a Utah nonprofit corporation under Utah Code § 16-6a-101 et seq. and has been recognized as a charitable organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended;

WHEREAS, the Company desires to be known as a governmental nonprofit corporation pursuant to Utah Code § 11-13a-101 et seq.; and

WHEREAS, the sole directors are adopting these resolutions as set forth herein.

RESOLVED, that the Corporation hereby shall be considered a governmental nonprofit corporation pursuant to Utah Code § 11-13a-101 et seq.;

RESOLVED, that the Corporation and all officers and directors are authorized and directed to do and cause to be done, from time to time, all things which may be necessary or proper in order to carry out the terms of the foregoing resolution, or to cause the performance by the Corporation of its obligations as a governmental nonprofit corporation pursuant to Utah Code § 11-13a-101 et seq.;

RESOLVED that the resolutions set forth herein are effective as of the Effective Date and all actions taken by the directors or officers of the Corporation in furtherance of or in connection with the foregoing are hereby ratified in all respects.

This Action by Unanimous Written Consent may be executed and delivered by facsimile or by electronic mail in portable document format (.pdf) or similar means and delivery of the signature page by such method will be deemed to have the same effect as if the original signature had been delivered to the Corporation.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned have executed this Action by Unanimous Written Consent as of the first date set forth above.

Directors:

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Jennifer Wilson, Salt Lake County Mayor

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K. Wayne Cushing, Salt Lake County Treasurer

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Suzanne Harrison, Salt Lake County Council  
Member