[ORGANIZATION 1 NAME]

RESOLUTION BY THE BOARD OF DIRECTORS

Adopted at a Meeting held on [DATE]

WHEREAS, [ORGANIZATION 1] is a Pennsylvania nonprofit corporation formed under the Pennsylvania Nonprofit Corporation Law; and

WHEREAS by vote at the Meeting on [DATE], the Board of Directors (“Board”) authorized the Board to commit the organization to engage in a shared process with [ORGANIZATION 2], the outcome of which was to include a motion on whether, and if a recommendation is made, how to proceed with a formal alignment of the two organizations;

WHEREAS, the potential for mutual benefit in connection with a transaction with [ORGANIZATION 2], whether through a merger or other alignment, has been identified; and

WHEREAS, [ORGANIZATION 1] and [ORGANIZATION 2] desire to enter into a permanent alignment; and

WHEREAS, the Board wishes to approve a permanent alignment with [ORGANIZATION 2];

BE IT RESOLVED THAT:

The Board approves [ORGANIZATION 1’S] negotiation of an alignment Agreement with [ORGANIZATION 2]; and

FURTHER RESOLVED, upon the satisfactory completion of due diligence and negotiations, the Board will vote on whether to approve the Agreement and, if approved, the Agreement will be presented to all appropriate legal authorities for all requisite approvals.

BOARD OFFICER SIGNATURE