BEN FRANKLIN ACADEMY FOUNDATION BOARD RESOLUTION

The Ben Franklin Academy Foundation (the Corporation), a Colorado nonprofit corporation, is duly organized and existing under the Constitution and the laws of the state of Colorado.

It is:

RESOLVED that the number of directors of the Corporation shall be seven (7);

FURTHER RESOLVED that the director seats shall be labeled "Seat 1," "Seat 2," "Seat 3," "Seat 4," "Seat 5," "Seat 6" and "Seat 7;"

FURTHER RESOLVED that Seat 1 and 2 shall be Class A directors, Seats 3 and 4 shall be Class B directors and Seat 5, 6 and 7 shall be Class C directors;

FURTHER RESOLVED that the following persons be appointed to the Corporation Board of Directors for the term as set forth below:

- Seat 1, Class A, is currently occupied by Bill Castor until the regular meeting in May 2021.
- Seat 2, Class A, is currently occupied by Courtney Jurbala until the regular meeting in May 2021.
- Seat 3, Class B, is currently occupied by Bryan Molen until the regular meeting in May 2019.
- Seat 4, Class B, is currently occupied by Ann Citrin until the regular meeting in May 2019.
- Seat 5, Class C, is currently occupied by Burgandy Hodge until the regular meeting in May 2020.
- Seat 6, Class C, is currently occupied by Matt Keillor until the regular meeting in May 2020.
- Seat 7, Class C, is currently occupied by Steve Haas until the regular meeting in May 2020.

FURTHER RESOLVED that the following persons be selected to the offices set forth below opposite their respective names, each to serve in accordance with and to have the

powers and duties described in the bylaws of the Corporation until a successor is selected and qualified or until resignation or removal:

| Name | Office |
|------------------|---------------------------|
| Courtney Jurbala | President/Chair |
| Bill Castor | Vice President/Vice Chair |
| Bryan Molen | Secretary |
| Steve Haas | Treasurer |

IN WITNESS THEREOF, this resolution is adopted as of October 16, 2018.

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BOARD OF DIRECTORS: