

## RESOLUTION

A RESOLUTION AUTHORIZING THE EXECUTION AND FILING OF THE ARTICLES OF MERGER BETWEEN FRANCONIA MENNONITE CONFERENCE ("FMC") AND EASTERN DISTRICT CONFERENCE ("EDC") WITH SUCH MERGER TO BE EFFECTIVE AS OF FEBRUARY 1, 2020 AND FOR THE FMC TO TAKE ALL ACTION NECESSARY TO COMPLETE THE MERGER.

NOW THEREFORE, be it RESOLVED by the Delegates of Franconia Mennonite Conference, as follows:

1. The contingencies noted in the Plan of Merger having been satisfied or been deemed unnecessary or waived, the Moderator of the Conference Board is authorized to execute the Articles of Merger in such form as attached hereto with the merger to be effective as of February 1, 2020.

2. Until February 1, 2020, FMC shall continue to operate as an entity separate from EDC according to its current bylaws and under the direction of its current Conference Board. On February 1, 2020, the bylaws shall be deemed amended as set forth in the Plan of Merger and the Conference Board shall be those persons set forth in the Plan of Merger.

3. The officers of the present Conference Board and the staff of FMC with the assistance of hired professionals selected by the staff of FMC are authorized to take all other action necessary to carry out the intent of this Resolution and complete the merger, including but not limited to the execution of all documentation or agreements as shall be necessary.

4. All prior actions taken by FMC's officers and other persons on its behalf in connection with the matters authorized by this Resolution are hereby ratified and approved.