

GIRL SCOUTS OF WESTERN OHIO
CORPORATE RESOLUTION
COUNCIL APPROVAL TO APPLY FOR SMALL BUSINESS ADMINISTRATION LOANS
FOR COVID-19 RELIEF

WHEREAS, the Girl Scouts of Western Ohio Board of Directors (the “Board”) has a fiduciary responsibility to oversee the finances of the Council and desires to ensure sufficient cash flows to maintain Council operations negatively impacted during and as a result of the COVID-19 global pandemic; and

WHEREAS, the Board and believes it is advisable and in the best interest of the Council to apply for a loan and to borrow under the Small Business Administration’s Paycheck Protection Program (the “Program”):

NOW, THEREFORE, BE IT RESOLVED THAT:

1. The Board authorizes Girl Scouts of Western Ohio to apply for and to borrow loans of up to \$1.315 million for which it is eligible under the Program.
2. The loan or loans secured through the aforementioned Program will be used only for the eligible purposes set forth in the Program.
3. The Chief Executive Officer and Chief Financial Officer are authorized and directed on behalf of the Council to administer and repay from Council funds any loan monies received as required by the loan programs and under the oversight of the Board of Directors.
4. The Chief Executive Officer and Chief Financial Officer, acting singly, are hereby authorized, directed and empowered to take such actions and to negotiate, execute, file and deliver, for and on behalf of the Council, any and all agreements, promissory notes, pledge and security interests, grants, or other documents, certificates or instruments, as may be necessary or appropriate to effectuate the foregoing resolutions.

I, the undersigned do hereby certify that the above is a complete, true and correct copy of a certain resolutions of the Board of Directors of Girl Scouts of Western Ohio, a 501(c)3 nonprofit corporation duly organized and existing under the laws of the State of Ohio, the address of which is 4930 Cornell Road, Cincinnati, Ohio 45242, which resolutions were duly adopted at a duly called meeting of the Board held on April 28, 2020, a quorum being present, and are set forth in the minutes of said meeting; that I am the keeper of the Corporate minutes and records of the Corporation; and that the said resolutions have not been rescinded or modified; the individuals representing the above-names offices have been duly elected/appointed and that they continue to hold these offices at the present time; and that the institution is entitled to rely on the certification until otherwise advised in writing by an officer of the Corporation.

Girl Scouts of Western Ohio Corporate Resolution

Attested by:

Victoria Nilles, Board Chair

Date

Patrice Borders, Secretary

Date

28 April 2020