

MIDCOAST INTERNET DEVELOPMENT CORPORATION

**ACTIONS TAKEN BY UNANIMOUS WRITTEN CONSENT
OF THE BOARD OF DIRECTORS WITHOUT MEETING**

Pursuant to 13-B M.R.S.A. §707, the undersigned being all the Directors of Midcoast Internet Development Corporation, a Maine Nonprofit Corporation (the “Corporation”), hereby consent to the taking of and hereby take the following actions without holding a meeting, such actions being stated in the form of and to be as fully effective as if taken by unanimous resolution of the Board of Directors of the Corporation at a meeting thereof duly called and held on the date hereof at which they were present and acting throughout:

VOTED: That the actions of the incorporator contained in the Articles of Incorporation are hereby ratified and confirmed;

VOTED: That the Interim Bylaws in the form attached hereto are hereby adopted as the Interim Bylaws of the Corporation;

VOTED: That the Corporation hereby adopts the Conflicts of Interest Policy attached hereto;

VOTED: That the Corporation appoint Debra Hall as the Executive Director of the Corporation; pursuant to the Midcoast Internet Development Corporation Interlocal Agreement, dated June 15, 2021, she becomes a Director of the Corporation;

VOTED: That the following individuals are hereby appointed to the offices set forth opposite their names, to hold such offices until their successors are elected and qualify:

<u>Name</u>	<u>Office</u>
Debra Hall	President
Matthew Siegel	Vice President
Denise Munger	Treasurer
Matthew Siegel	Secretary

VOTED: That the officers of the Corporation are hereby authorized and instructed to pay all of the organizational expenses of the Corporation;

VOTED: That the fiscal year for the Corporation shall end on June 30 of each year;

VOTED: That the Corporation may open accounts with such banks, savings and loan associations, or brokerages as shall be determined from time to time by the President of the Corporation; and such persons shall be authorized to execute checks and other instruments drawn on any such accounts in person or by facsimile and to endorse instruments to be deposited therein as may be designated from time

to time by a written instrument signed by the President; and the standard forms of banking resolutions ordinarily used by each such bank, savings and loan association, or brokerage are hereby adopted and incorporated herein by reference, and any officer of the Corporation is hereby authorized to certify to the due adoption thereof;

VOTED: That the officers of the Corporation are hereby authorized and directed to execute and file all necessary applications and to do all things deemed by such officers necessary or desirable to secure for the Corporation appropriate exemptions from federal, state and local taxes;

VOTED: That the officers of the Corporation are authorized and directed to execute such other documents and take such further actions as may be necessary or advisable to carry out the purposes of the foregoing resolutions; and

VOTED: That all actions, agreements, and certificates taken or made by the Board of Directors and/or the Officers of the Corporation in connection with the foregoing resolutions are hereby ratified and confirmed.

[Space left blank; signature page follows]

Example

These resolutions may be executed in one or more counterparts, and by facsimile, and each copy, when so executed, shall be deemed to be an original. Notice of the meeting and all other formalities in connection with these consent resolutions and the matters addressed therein are hereby waived.

DATED: June 28, 2021

Debra Hall, Director

Denise Munger, Director

Matthew Siegel, Director

Example Only