

**F. M. KIRBY FOUNDATION, INC.**

**BOARD OF DIRECTORS**

**PROPOSED RESOLUTIONS**

**December 8, 2023**

- 1) **RESOLVED**, that Helen V. Benson be elected to the offices of Treasurer and Secretary of the Corporation, to serve until the next Annual Meeting of the Directors of the Corporation and until her successor shall have been qualified or as otherwise provided in the By-Laws of the Corporation.
- 2) **RESOLVED**, that Justin J. Kiczek, as Executive Director, shall have check-signing and wire transfer authority up to \$10,000. On dollar amounts over \$10,000, a second signature/wire approval by Helen V. Benson, newly-appointed Treasurer, shall be required.
- 3) **RESOLVED**, that, in the event that Helen V. Benson, Treasurer and Secretary, or Justin J. Kiczek, Executive Director, should become incapacitated, S. Dillard Kirby, as Director, shall have check-signing and wire transfer authority, continuing until the end of their absence or until a successor shall have been qualified or as otherwise provided in the By-Laws of the Corporation.
- 4) **RESOLVED**, that the following person be, and he hereby is, appointed to the Committee set before his respective name effective December 8, 2023, to serve until the next Annual Meeting of the Directors of the Corporation and until his respective successor shall have been qualified, or as otherwise provided in the By-Laws of the Corporation.

Investment Committee - as an Advisory Member, Walker J. Kirby