



**RESOLUTION OF THE SOLE INCORPORATOR OF THE WAC CLEARINGHOUSE
(a Colorado Nonprofit Corporation)**

Pursuant to Colorado Revised Statutes §7-122-105(a) of the Colorado Revised Nonprofit Corporation Act (the “Act”), the undersigned, being the sole Incorporator of The WAC Clearinghouse, a Colorado nonprofit corporation (the “Corporation”), hereby adopts the following resolution by written consent.

Election of Initial Board of Directors

WHEREAS, pursuant to §7-122-105 of the Act, the sole Incorporator is authorized to elect the initial directors of the Corporation.

RESOLVED, that the following persons are hereby elected as the initial directors of the Corporation to serve for the succeeding year, until they resign, are removed, or until their successors are duly elected and qualified:

Michael E. Palmquist

Heather M. Falconer

Ann M. Blakeslee

Christopher Basgier

Sue Doe

Lindsey M. Harding

Yndalecio Isaac Hinojosa

Rebecca Hallman Martini

Susan Wolff Murphy

Lee Nickoson

Karen P. Peirce

Michael A. Pemberton

Kristen Welch

The undersigned, being the sole Incorporator of the Corporation, has executed this Consent on the date set forth below, to be effective as of June 22, 2024, and agrees that digital or .pdf copy signatures shall be deemed original signatures.

INCORPORATOR:

TIERNEY LAWRENCE STILES LLC

Signature Redacted

Date Signed: June 22, 2024.

Cara Lawrence, Partner