

**South High Foundation**  
**Minutes**  
Special Meeting of the Board of Directors

December 12, 2006

Directors attending: Dennis Fazio, George Dahl, Loyd Schanke, Rod Hemstreet, Brian Thomson, Harold Benson, Elmer Koch,

Directors absent: Jim Bloom, Nancy Rosenow, Marlys Schluck

Members attending: None

Others: None

Meeting opened by Mr. Schanke at 9:00pm.

Rod Hemstreet offered the following resolution seeking authorization to trade securities with three Investor's Trust accounts:

WHEREAS this Corporation is duly authorized and permitted by its Charter and Bylaws to:

- (1) Engage in cash and margin transactions in any and all forms of securities including, but not limited to, stocks, options, stock options, stock index options, foreign currency options and debt instrument options, bond debentures, notes, scrips, participation certificates, rights to subscribe, warrants, certificates of deposit, mortgages, chooses in action, evidences of indebtedness, commercial paper certificates or indebtedness, and certificates of interest of any and every kind and nature whatsoever, secured or unsecured, whether represented by trust, participating and/or other certificates or otherwise, and margin transactions, including short sales.
- (2) Receive on behalf of the Corporation or deliver to the Corporation or third parties monies, stocks, bonds, and other securities. To sell, assign, and endorse for transfer, certificates representing stocks, bonds, or other securities now registered or hereafter registered in the name of the Corporation.
- (3) Establish and maintain an asset management account with debit card, check writing, and margin privileges, from which account funds are directly spent, the responsibility for which is entirely that of the Corporation, such that checkwriting and debit card privileges will be limited to the following persons designated by the Corporation:

NOW THEREFORE BE IT RESOLVED that this Corporation open an account or accounts in its name with Investor's Capital Corporation and that Loyd Schanke, President, and Lyman Hemstreet, Treasurer, or any one of them or their successors in office, may, on behalf of this Corporation or any one of them acting individually, be and they are hereby authorized to (1) give orders in the said account or accounts for the purchase, sale, or other disposition of stocks, bonds, and other securities, (2) deliver to and receive from Pershing LLC (Pershing), on behalf of this Corporation monies, stocks, bonds, and other securities, (3) sign acknowledgements of the correctness of all statements of accounts, and (4) make, execute, and deliver under the corporate seal any and all written endorsements and documents necessary or proper to effectuate the authority hereby conferred; the within authorization to each of said officers to remain in full force and effect until written notice of the revocation thereof shall have been received by Investor's Capital Corp.

Motion by Harold Benson to approve the resolution. Carried.

Motion by Dennis Fazio to adjourn. Carried. The meeting adjourned at 9:05pm.