

**WILLOWSFORD CONSERVANCY, INC.**

**RESOLUTION OF THE  
BOARD OF TRUSTEES**

The undersigned, being all of the members of the Board of Trustees ("Board") of Willowsford Conservancy, Inc., ("Conservancy") a Virginia nonstock corporation, pursuant to Section 13.1-865 of the Virginia Nonstock Corporation Act hereby adopts the following resolution as the actions of the Board and hereby direct that this written consent to such actions be filed with the records of the Conservancy Board effective November 6, 2025.

**1. ELECTION OF OFFICERS**

**WHEREAS**, pursuant to Sections 5.2 and 5.3 of the Conservancy ByLaws, as amended, the Board of Trustees may remove and elect officers of the Corporation.

**NOW THEREFORE BE IT RESOLVED**, that the Corporation's Board of Trustees elects the following individual to the office set opposite their name, to serve until their successors are duly elected and qualified:

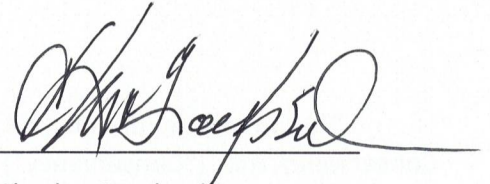
Leah Macchiarolo

Vice President or Vice Chair

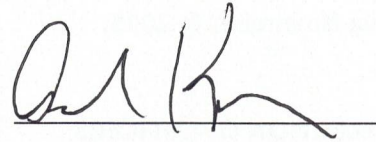
**AND IT BE FURTHER RESOLVED**, that any of the Corporation's trustees or officers, in addition to those powers identified in Section 5.4 of the Bylaws and those granted under Virginia law, are authorized, empowered, and directed to take such further action and to execute, make oath to, acknowledge and deliver, from time to time in the Corporation's name and on its behalf, such other agreements, instruments, certificates, posting of bonds, documents, deeds or other instruments and to do or to cause to be done any and all such other acts and things as the trustees or officers, in their discretion, may deem necessary, proper, appropriate, or advisable to carry out the intent and purposes of the foregoing resolution.

Any trustee may execute this resolution by electronic transmission and the evidence of such signature will be deemed to be an original signature of that trustee.

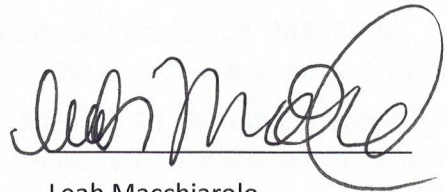
**IN WITNESS WHEREOF**, the undersigned have executed this Resolution to be effective as of the day and year first above written.



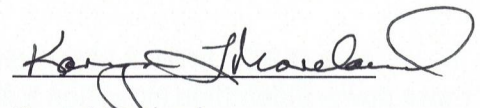
Charles Graybeal



Ashish Kapoor



Leah Macchiarolo



Karyn Moreland



Jack Nash

\_\_\_\_\_ Absent

Avi Sareen



Harry Pugh