STATEMENT OF

RESOLUTIONS AND ACTION TAKEN BY THE DIRECTORS

OF

THE GRANDE INNOVATION ACADEMY

an Arizona nonprofit corporation

The Board of Directors named in the Articles of Incorporation of THE GRANDE INNOVATION ACADEMY, an Arizona nonprofit corporation ("Corporation"), acting by unanimous written consent of all Directors in lieu of an organizational meeting, as authorized by Arizona Revised Statutes Section 10-1095, hereby adopt the following resolutions, effective as of February 3, 2015, as signified by all their signatures to this Statement of Resolutions and Action Taken by the Board of Directors.

Bylaws

RESOLVED, that the form of Bylaws attached hereto be adopted as the Bylaws of the Corporation and that a copy be placed in the minute book of the Corporation.

Directors

RESOLVED, that the following named persons are hereby elected as directors of the Corporation:

Patricia Messer
Kristin Boatright
Mark Weber
Leah Bowers

Officers

RESOLVED, that the following named persons are hereby elected to serve as officers of the Corporation:

Patricia Messer	- President
Leah Bowers	- Vice President
Mark Weber	- Treasurer

Kristin Boatright - Secretary

Banking Depository

RESOLVED, that the President is hereby authorized to designate one or more banks or other institutions as the official depositories of the Corporation; and

RESOLVED FURTHER, that the officers of the corporation are hereby authorized to execute any and all signature cards and resolution forms required by the official depositories, and the resolution form of the official depositories are hereby adopted.

Fiscal Date

RESOLVED, that the fiscal date of the Corporation shall be June 30 of each year.

Conflict of Interest Policy

RESOLVED, that the attached Conflict of Interest Policy is hereby adopted for and on behalf of the Corporation.

Records Retention Policy

RESOLVED, that the attached Records Retention Policy is hereby adopted for and on behalf of the Corporation.

Whistleblower Policy

RESOLVED, that the attached Whistleblower Policy is hereby adopted for and on behalf of the Corporation.

Counterparts

RESOLVED, that this Statement of Resolutions and Action Taken may be executed in one or more counterparts.

IN WITNESS WHEREOF, this Statement of Resolutions and Action taken is adopted and this consent is executed, by all of the members of the Board of Directors of the Corporation.

Patricia Messer

Leah Bowers

Kristin Boatright

Mark Weber