

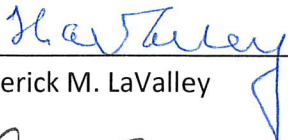
IRREVOCABLE RESOLUTION

OF THE TRUSTEES OF THE GRUNDY FOUNDATION

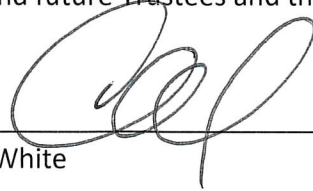
RESOLVED, that it is desirable and in the best interests of The Grundy Foundation (the "Foundation") that funds raised for the benefit of The Grundy Museum (the "Museum"), including but not limited to educational programs, grounds, benches, urns, collection conservation and development, and exhibitions, shall be invested in an endowment (the "Endowment"); that trustees of the Foundation (collectively, the "Trustees") are legally recognized and empowered to create the Endowment, invest Foundation assets, and place restrictions upon Foundation assets in accordance with Sections Fifteenth and Seventeenth of the Last Will and Testament of Joseph R. Grundy (the "Will"); that such restrictions require that expenditures of funds for the benefit of the Museum include but are not limited to educational programs, grounds, benches, urns, collection conservation and development, and exhibitions; that such restrictions shall apply to current and future funds raised for the benefit of the Museum; that such restrictions shall be in writing signed by the Trustees in accordance with Section Seventeenth of the Will which states, *inter alia*, that the Trustees are vested to perform any and all such acts to invest funds subject to such restrictions; that the Trustees are required to include such restrictions in a document that comports with the applicable fiduciary investments statutes of the Commonwealth of Pennsylvania, including irrevocable consents; and that the written irrevocable investment document pertinent to the Endowment shall conclusively establish the Trustees' authority to approve, ratify, and effectuate all matters necessary to bind forever such restrictions.

CERTIFICATE

RESOLVED, that the undersigned Trustees did execute on October 30, 2024 the foregoing Irrevocable Resolution (the "Resolution") at a board meeting of the Trustees; that at such meeting a quorum was at all times present and participatory in the process leading to the passage of the Resolution; that such process was in all respects legal; and that the Resolution is in full force, in effect, and forever shall be binding upon both the current and future Trustees and the Foundation.



Frederick M. LaValley



Carl White



Christina M. Fournaris



Thomas Praiss

The Philadelphia Trust Company

By: 

Michael G. Crofton, Chief Executive Officer