



## New Jersey Schools Insurance Group

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[www.njsig.org](http://www.njsig.org)

### Board of Trustees Meeting of September 20, 2017 Action Item Wilmington Trust Resolutions

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In conjunction with the implementation of NJSIG's new investment banking services, Wilmington Trust has requested the adoption of several resolutions designating the officers of NJSIG that are authorized to transact on behalf of NJSIG and affirming that the Executive Director has the authority to conduct transactions. To this end, it is proposed that the Board adopt the two Wilmington Trust resolutions.

**Recommended Resolution:** to adopt the two Wilmington Trust resolutions that designate the officers of NJSIG that are authorized to transact on behalf of NJSIG and affirming that the Executive Director has the authority to conduct transactions.

*William Mayo*

William Mayo, CPCU, ARM  
Executive Director



**CERTIFICATE OF AUTHORITY**  
for  
**New Jersey Schools Insurance Group**

I, **Irene LeFebvre**, the duly appointed **NJSIG Trustee Chairperson** of Client (as defined below) authorized to certify the approved actions of a certain resolution adopted by the **New Jersey Schools Insurance Group (NJSIG)** (the "Client"), a  corporation  general partnership  limited partnership  limited liability company  sole proprietorship  **Self-insured Joint Insurance Fund/Pool** organized or operating under the laws of **New Jersey**, hereby certify that a meeting of Client's Board of Directors or other governing body (the "Board") duly called and held, or by unanimous written consent or other method provided by applicable law or governing document, the following resolutions were duly adopted and remain in full force and effect:

RESOLVED, that the Client hereby authorizes:

Title: **Executive Director**  
\_\_\_\_\_

Title:  
\_\_\_\_\_

Title:  
\_\_\_\_\_

Title:  
\_\_\_\_\_

Title:  
\_\_\_\_\_

(each an "Authorized Officer" and collectively, the "Authorized Officers"), or any one of them, in the name and on behalf of the Client, to complete, execute and deliver to the Global Capital Markets division of M&T Bank or any subsidiary or affiliate thereof, including, but not limited to, Wilmington Trust, National Association (collectively, "M&T Bank") agreements in a form acceptable to such Authorized Officer for the provision of custody, escrow, trust, funds transfer, investment management and investment advisory services, including any amendments and agreements or other documents related thereto and to execute or effect transactions under and give notices, certifications and instructions with respect to such agreements, as such Authorized Officer deems necessary or appropriate from time to time; and it is further

RESOLVED, that Client hereby ratifies and confirms all actions taken by it prior to the date hereof in connection with such agreements executed and delivered to M&T Bank; and it is further

RESOLVED, that the Authorized Officers are, and each of them is, hereby authorized to designate from time to time the accounts subject to such agreements, and designate from time to time the individuals who may execute or effect transactions under and give notices, certifications and instructions with respect to such agreements, such individuals designated as "Authorized Representatives;" and it is further

RESOLVED, that M&T Bank be and hereby is authorized to rely on the actual or purported signatures of any of Client's Authorized Officers and Authorized Representatives. Until M&T Bank has actually received and had a reasonable time to act on written notice from Client revoking such authority; M&T Bank shall be entitled to rely on the authority granted herein; and it is further

**RESOLVED, that Client shall defend, indemnify and hold M&T Bank harmless from and against all liabilities, costs, and expenses (including, but not limited to, attorneys' fees and disbursements) incurred by M&T Bank in connection with the honoring of any signature, instruction or action of any Authorized Officer or Authorized Representative, or the refusal to honor any signature, instruction or action of any person who is not an Authorized Officer or Authorized Representative of Client; and it is further**

RESOLVED, that these resolutions supercede all prior resolutions on the subject to which they pertain, and shall remain in full force and effect and binding upon Client until M&T Bank has actually received and had a reasonable time to act on any subsequent Certificate of Authority; provided, that these resolutions are limited in application to the services specified herein provided by the Global Capital Markets division of M&T Bank and do not supercede or affect in any way the continuing validity of other resolutions provided to M&T Bank in regard to accounts that are serviced or services that are provided by any other division or department of M&T Bank, including but not limited to accounts and services provided by Commercial Deposit Services and Treasury Management Services.

IN WITNESS WHEREOF, I have executed this Certificate of Authority this 20<sup>th</sup> day of September, 2017.

\_\_\_\_\_  
Signature:

**Irene LeFebvre**

\_\_\_\_\_  
Name:

**NJSIG Trustee Chairperson**

\_\_\_\_\_  
Title:

Wilmington Trust+ is a service mark encompassing the trust and investment business of M&T Bank and of some of M&T Bank's subsidiaries and affiliates, serving individual and institutional clients. The subsidiaries and affiliates include Wilmington Trust Company (operating only in Delaware), Wilmington Trust, N.A., Wilmington Trust Investment Advisors, Inc., and Wilmington Trust Investment Management LLC, as well as several other investment advisor affiliates. For additional information regarding the Wilmington Trust brand, underlying entities, or products and services offered, please visit our web site at [www.wilmingtontrust.com](http://www.wilmingtontrust.com).



CERTIFICATE OF INCUMBENCY

I hereby certify that I am the NJSIG Trustee Chairperson of New Jersey Schools Insurance Group (Client), and that in that capacity, I am authorized to execute and deliver this Certificate of Incumbency in the name and on behalf of Client. I further certify that each of the following individuals is the duly elected, qualified and acting incumbent of the office set forth opposite his or her name (each an Authorized Officer), and the specimen signature below is the genuine signature of such Authorized Officer:

Table with 5 columns: Name, Phone, Title, E-mail Address, Signature. Row 1: William Mayo, 609-386-6060 ext.3039, Executive Director, WMayo@njsig.org

I further certify that each of the following individuals has been duly designated by an Authorized Officer as an authorized representative (each an Authorized Representative) of the Client, and the specimen signature below is the genuine signature of such Authorized Representative:

Table with 5 columns: Name, Phone, Title, E-mail Address, Signature. (Empty rows)

IN WITNESS WHEREOF, I have executed this Certificate of Incumbency this 20th day of September, 2017.

Signature: Irene Le Febvre
Name: NJSIG Trustee Chairperson
Title:

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