

**UNANIMOUS WRITTEN CONSENT IN LIEU OF SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
DOUGLAS COUNTY UNIFIED JUSTICE CENTER
DEVELOPMENT CORPORATION**

The undersigned, being all members of the Board of Directors of The Douglas County Unified Justice Center Development Corporation (the "Corporation"), a Nebraska nonprofit corporation, hereby consent, pursuant to the Nonprofit Corporation Act, to the taking of the following action in lieu of a special meeting of the Board of Directors, and hereby waive any notice pursuant to such Act.

BE IT RESOLVED, that the Project Management, namely the Master Agreement for Professional Services between the Corporation and Burlington Capital Construction Services, LLC, and Amendment 1 attached herewith as Exhibits A and B are hereby ratified and approved.

BE IT FURTHER RESOLVED, that the Corporation Chairperson, Mary Ann Borgeson, is hereby authorized to execute the attached Agreement and Amendment 1, including conforming changes and inserting the legal description of the project site as approved by legal counsel and including related documentation and authorizations of the same on behalf of the Corporation, and any actions undertaken in connection therewith including those prior and pursuant to this written consent are hereby ratified and approved.

BE IT FURTHER RESOLVED, that this Unanimous Consent may be signed in multiple counterparts which when executed by all of the Directors shall constitute a single document.

Dated this 24th day of May 2019.

Mary Ann Borgeson – Chair

Chris Rodgers

David Levy

John Christensen

Ben Gray

Secretary's Certificate

THE UNDERSIGNED, Diane M. Carlson, hereby certifies that she is the Secretary of The Douglas County Unified Justice Center Development Corporation (the "Corporation"), a Nebraska nonprofit corporation, and that the foregoing Resolution was duly adopted by the unanimous written consent of the Board of Directors of the Corporation, and that said Resolution has not been rescinded or amended, and such Resolution is recorded in the corporate books of the Corporation.

Dated this _____ day of _____ 2018.

Diane M. Carlson, Secretary

EXHIBIT A

MASTER AGREEMENT FOR PROFESSIONAL SERVICES