

**UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS  
OF WEST VIRGINIA FIRST FOUNDATION, INC.**

This Unanimous Written Consent shall be preserved in the corporate records to evidence the actions of the Board of the Foundation (the "Board"). This Unanimous Written Consent is made pursuant to W. Va. Code § 31E-8-821 and Section 4.7 of the Foundation's bylaws. The actions taken herein shall have the same effect as actions taken at a meeting.

WHEREAS, the undersigned are all the members of the Board.

WHEREAS, the Foundation is tasked with contracting with investment advisors and managers to manage the Foundation's assets.

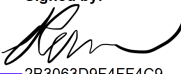
NOW THEREFORE, BE IT RESOLVED, the Board does hereby take the following actions by the unanimous written consent of the members of the Board:


1. That the Chief Financial Officer is authorized to negotiate terms and execute and sign an agreement on behalf of the Foundation to obtain investment advisory and management services from Huntington Bancshares, Incorporated.
2. That the Chief Financial Officer is authorized to negotiate terms and execute and sign an agreement on behalf of the Foundation to obtain investment advisory and management services from Rockefeller Global Family Office.

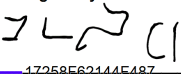
*[This is the end of the Unanimous Written Consent; Signature page follows]*

[Signature page for Unanimous Written Consent]

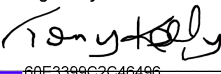
WITNESS, the following signatures made as of the date first written above.

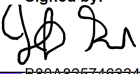
Signed by:  
  
2B3063D9F4FF4C9...  
DR. STEVEN CORDER

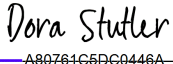
Signed by:  
  
9C83253BE6C74DD...  
TIM CZAJA

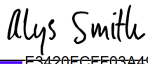
Signed by:  
  
17258F62144F487...  
TOM JOYCE

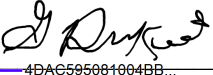
Signed by:  
  
6F03E45566104C8...  
DR. MATTHEW CHRISTIANSEN


Signed by:  
  
60E3399C2C46496...  
TONY KELLY

Signed by:  
  
B80A825746324FF...  
JEFF SANDY

Signed by:  
  
A80761C6DC0446A...  
DORA STUTLER

Signed by:  
  
E3420FCFF03A496...  
ALYS SMITH

Signed by:  
  
4DAC595881004BB...  
GREG DUCKWORTH

Signed by:  
  
9C838ABF52DC498...  
JONATHAN DOWER