**RECORD OF ACTION TAKEN BY CONSENT**

**OF THE MEMBERS OF**

**\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, LLC**

The undersigned, being all of the members of \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, LLC, a South Dakota limited liability company, (the “Company”) hereby adopt the following recitals and resolutions without a meeting in accordance with South Dakota law.

# RECITALS

**WHEREAS**, The Company has applied for financial assistance from South Dakota Housing through the Housing Infrastructure Financing Program; and

**WHEREAS**, the Company has reviewed the State of South Dakota’s Internal Control Policies and Procedures found at the following website link: [Microsoft Word - State of South Dakota\_Internal Control Framework\_Oct 2018\_v7.1.2.docx (sd.gov)](https://bfm.sd.gov/sbic/docs/State%20of%20South%20Dakota_Internal%20Control%20Framework.pdf?utm_campaign=IMPORTANT%20NOTICE&utm_medium=email&_hsmi=291261664&_hsenc=p2ANqtz-9JkTmLt55S6LU-G0lhtvPj0ap3RkilArxsR3v6PxVRcVAcRUfF6YbymIEyP36nbutxA7eQVDuOlpjAgNdD5hBSOng5Pg&utm_content=291261664&utm_source=hs_email) and the State of South Dakota’s Conflict of Interest Policy found at the following website link: [Code\_of\_Conduct\_CoI\_Policy.pdf (sd.gov)](https://bfm.sd.gov/sbic/docs/Code_of_Conduct_CoI_Policy.pdf?utm_campaign=IMPORTANT%20NOTICE&utm_medium=email&_hsmi=291261664&_hsenc=p2ANqtz-_dnhp-7AoDbccLw3F7DvOycrY9xoWYd94lp32Q8I1nMHPhlbrqadw45QB7gO2ZSlRpgfRX2lZL_jtRCgYPhewYXZK80Q&utm_content=291261664&utm_source=hs_email) which is in effect as of (*insert date of resolution*).

**RESOLUTION**

**NOW, THEREFORE**, It is hereby:

**RESOLVED**, that the Company acknowledges review and understanding of the State of South Dakota Internal Control Policies and Procedures (“Policies and Procedures”) and agrees to comply with these Policies and Procedures to the extent applicable to the Company;

**RESOLVED**, that the Company acknowledges review and understanding of the State of South Dakota Code of Conduct and Conflict of Interest Policy (“Conflict of Interest Policy”) for use by State Authority, Board, Commission and Committee Members and agrees to comply with the Conflict of Interest Policy to the extent applicable to the Company;

**RESOLVED**, that the Company will not utilize any contractor listed by the General Services Administration as debarred, suspended or otherwise excluded from doing business with the United States Government on any project funded in any part by proceeds made available through the Housing Infrastructure Financing Program; and

**RESOLVED**, that Company shall inform all General Contractors performing any work on any project funded by proceeds made available through the Housing Infrastructure Financing Program that no subcontractor may be utilized that is listed by the General Services Administration as debarred, suspended or otherwise excluded from doing business with the United States Government.

Dated this \_\_\_\_\_\_ day of \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, 2024.

**MEMBERS:**

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_