**SHAREHOLDERS RESOLUTION**

**OF  
*(BANK NAME)*  
*(BANK CITY)*, IOWA**

We, ***(name of chairperson)***, Chairperson, and ***(name of secretary),*** Secretary, at the ***(annual/special)*** meeting of the shareholders held on ***(date)***, hereby certify that the following resolution was adopted by said shareholders at such meeting:

RESOLVED, that in accordance with the provisions of Iowa Code Section 524.601(2), the affairs of this corporation shall be managed by a board of ***(number)*** directors and that this resolution be filed with the Superintendent of Banking.

|  |  |  |  |
| --- | --- | --- | --- |
| Number of shares present in person and by proxy |  | |  |
|  | |  |  |
| Number of shares voting in affirmative | |  |  |

|  |  |  |  |
| --- | --- | --- | --- |
| |  |  |  | | --- | --- | --- | | Chairperson Signature |  | Secretary Signature | |
|  |