

**WEST VIRGINIA HOUSING DEVELOPMENT FUND
QUALIFIED MORTGAGE BOND PROGRAM**

**Certificate of Resolution
(Revised 3-11)**

CERTIFICATE OF RESOLUTION

The undersigned does HEREBY CERTIFY that he holds the office indicated under his signature below and that at a meeting of the Board of Directors of _____ on _____, 20____, at which meeting a quorum of the Board of Directors was present and acting throughout, the following resolutions were duly and unanimously adopted:

WHEREAS, _____ (Name of Lender) (“the Participating Lender”) has applied to participate in the Qualified Mortgage Bond Program (the “Program”) of the West Virginia Housing Development Fund (the “Housing Development Fund”) under which it will sell to the Housing Development Fund single-family mortgage loans meeting the requirements of the Program (“Program Loans”), pursuant to the provisions of the Program Standards and this Procedural Guide promulgated for the Program by the West Virginia Housing Development Fund; and

WHEREAS, in order to participate in the Program, the Participating Lender is required to enter into a Program Loan Purchase Agreement, and if the Participating Lender will service Program Loans, a Program Loan Servicing Agreement, incorporated by reference the aforesaid Program Standards and Procedural Guide, both of which being subject to amendment from time to time by the Housing Development Fund.

NOW THEREFORE, BE IT

RESOLVED, that the participation in the Program by the Participating Lender, in accordance with the requirements, terms and conditions of the aforesaid Program Standards and Procedural Guide, is hereby approved, and the application to the Housing Development Fund to participate in the Program and all other actions previously taken on behalf of the Participating Lender with respect to participation in the Program, are hereby ratified, confirmed and approved; and

FURTHER RESOLVED, that the form and substance of the Program Purchase Loan Agreement are hereby in all respects approved; and

FURTHER RESOLVED, that the President or any Vice President of the Participating Lender be and hereby is authorized, empowered and directed to execute and deliver, with or without the seal of the Participating Lender attached or affixed thereto, and is so attached or affixed, attested or unattested by the Secretary or any Assistant Secretary of the Participating Lender, for and in the name and on behalf of the Participating Lender, to the Housing Development Fund, the Program Loan Purchase Agreement and any and all other agreements, documents, instruments, certificates and other papers and to do all such acts and things as may be necessary or desirable to consummate the transactions authorized herein the otherwise to carry out the purpose and intent of these Resolutions all with such change or

changes as the officer or officers executing the same may approve, such approval and the propriety and necessity thereof to be conclusively evidenced by the execution thereof by such officer or officers; and

FURTHER RESOLVED, that the Secretary or Assistant Secretary of the Participating Lender be and hereby is authorized and directed to certify and deliver to the Housing Development Fund copies of these Resolutions.

The undersigned does **HEREBY FURTHER CERTIFY** that the foregoing resolutions do not contravene any provisions of the bylaws of the charter, articles of incorporation or other governing instrument of the Participating Lender and that the foregoing resolutions have not been amended, rescinded or modified but are now in full force and effect.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and affixed the seal of the Participating Lender on _____, 20_____.

Secretary

(Corporate Seal)