



RELIABILITY FIRST

RESOLUTION NO. 2021-1

Resolution to Add One Additional Independent Director to the Board of Directors

WHEREAS, the Corporations Bylaws Section 7.4 requires the Board Composition to have three Independent Directors for a 14 member Board and four Independent Directors for a 15 member board;

WHEREAS, one Independent Director recently resigned and another is concluding his final term in December 2022 and a Board Task Force recently completed an Independent Director search with a private firm;

WHEREAS, the Board believes it is prudent to add an additional Independent Director at this time to harness the resources expended on the search and to create further continuity in Board composition;

NOW, THEREFORE, BE IT RESOLVED, that ReliabilityFirst Corporation approves the addition of an Independent Director position to the Board bringing the total composition to 15 members with four Independent Director positions in accordance with the Corporate Bylaws Section 7.4.

BE IT FURTHER RESOLVED, that the Corporations Bylaws state the independent directorship created may be filled by resolution of the Board and any Independent Director so chosen shall hold office until the next Annual Meeting of Members, at which time a permanent successor shall be elected by the Industry Sectors.

As adopted on this 19th day of May, 2021 by
the Board of Directors,

Niki Schaefer

Vice President, General Counsel and Corporate Secretary