

BOARD OF DIRECTORS RESOLUTION TO ESTABLISH A PLAN

WHEREAS, the Board of Directors of United Way of Pennsylvania (the Employer) has assembled in a meeting;

WHEREAS, the Employer wishes to adopt a 403(b) Thrift Plan (the Plan) to provide retirement benefits for employees of the Employer;

WHEREAS, the retirement benefits provided by this Plan would be funded through contributions by the Employer and/or covered participants;

WHEREAS, assets of the Plan (comprised of Employer and Employee contributions, and earnings thereon) will be held in trust for the exclusive benefit of the Plan's participants and beneficiaries;

WHEREAS, Mutual of America Life Insurance Company (the Company) has offered to provide administrative and investment services pursuant to an Exclusive Services arrangement which are to be detailed in a Service Agreement;

WHEREAS, the Company will be compensated for any administrative and investment services rendered in connection with the Plan, which compensation has been disclosed and has been reviewed.

NOW, THEREFORE, BE IT RESOLVED THAT:

- The attached Plan is hereby approved;
- The Employer hereby accepts the Company's offer to provide administrative and investment services to the Plan pursuant to the Exclusive Services arrangement which are detailed in a Service Agreement between the Employer and the Company;
- The Employer has reviewed the Company's Plan Sponsor Fee Disclosure and make the determination that the compensation earned by the Company for the services it will perform is reasonable;
- The Employer hereby approves the establishment of the Trust and will enter into a Custodial Trustee Agreement with Mid-Atlantic Trust Company, which will serve as the Plan's Custodial Trustee;
- An authorized representative as designated by the Employer shall, on behalf of the Employer, take such further action as may be necessary, appropriate or advisable to effectuate the foregoing resolutions and to execute any and all aforementioned documents and agreements as may be required.

The undersigned hereby certifies that the foregoing resolutions were duly adopted by the Board of Directors, and that the documents attached are the true copies of the documents referenced in those resolutions.

Secretary of the Board / Board President

Date