

FIRST RESPONDER NETWORK AUTHORITY  
**BOARD RESOLUTION 20**  
Process for Voting by Unanimous Written Consent  
February 12, 2013

WHEREAS, Congress enacted the Middle Class Tax Relief and Job Creation Act of 2012 (Act) which mandates the creation of a nationwide interoperable wireless broadband network that will enable law enforcement, firefighters, emergency medical service professionals, and other public safety officials to more effectively communicate and perform their missions;

WHEREAS, the Act creates the First Responder Network Authority (FirstNet), an independent authority within the Department of Commerce's National Telecommunications and Information Administration, charged to take "all actions necessary" to build, deploy, and operate the network, in consultation with State, local, tribal, and territorial entities;

WHEREAS Section 6206 of the Act gives FirstNet the authority to exercise through the actions of the Board, all powers granted by the Act, and such incidental powers as necessary.

WHEREAS Section 6206 of the Act further directs the FirstNet Board to take such actions as it may determine necessary to accomplish the purposes stated in the Act.

WHEREAS Section 4.11 of the FirstNet's Bylaws states that "[a]ny action required (including amendment of these Bylaws) which may be taken by the Board of Directors or by a committee thereof, may be taken without a meeting if all of the directors or all of the members of a committee sign a consent in writing, setting forth the action so taken. Such consent shall have the same force and effect as a unanimous vote of the Board or the Committee."

WHEREAS, a unanimous written consent process will help ensure that certain administrative matters move swiftly rather than tabling such actions for the next Board meeting or requiring that the Chair call a special board meeting.

NOW THEREFORE BE IT RESOLVED that the FirstNet Board will adopt a process by which the Board will take actions by unanimous written consent.

BE IT FURTHER RESOLVED that I, the undersigned, Secretary of the First Responder Network Authority, do hereby certify that the above is a true and correct copy of a resolution adopted at the meeting of the Board of Directors of the First Responder Network Authority on February 12, 2013, at which a quorum was present and voted.



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Uzoma Onyeije, Secretary