



RESOLUTION OF THE BOARD OF DIRECTORS
OF MARION SENIOR SERVICES, INC.

A meeting of the Board of Directors of **Marion Senior Services, Inc.**, a Florida not-for-profit corporation (“Corporation”), was duly called and held on the 13th day of May, 2026, at which a quorum was present and acting throughout, and the following resolution was adopted:

RECITALS

WHEREAS, the Corporation currently provides and administers certain transportation related services under a Memorandum of Agreement with the Florida Department of Transportation as the “Designated Provider of Transportation for Elderly and Handicapped for Marion County” (the “Transit Services”); and

WHEREAS, the Board of Directors recognizes that the provision of such Transit Services has become increasingly complex due to, among other things, increased liability events and litigation exposure, rising operational and insurance costs, regulatory and administrative burdens, and the continued growth and expansion of the surrounding region and community; and

WHEREAS, the Board of Directors believes it is appropriate and in the best interests of the Corporation to evaluate whether the future operation and administration of Transit Services may be more effectively provided by another entity, governmental body, or municipality; and

WHEREAS, the Board of Directors further believes that exploring such opportunities may allow the Corporation to devote additional resources and focus toward other charitable and community service objectives that are more directly aligned with the Corporation’s mission and long-term strategic goals.

NOW, THEREFORE, BE IT RESOLVED:

Authorization to Announce Discontinuation of Services.

The Board of Directors hereby authorizes the Executive Director to communicate and publicly state, as reasonably necessary and appropriate, that the Corporation intends to cease providing Transit Service by December 31, 2026, subject to any necessary operational wind-down, contractual obligations, funding requirements, and further direction of the Board.

The Executive Director is further authorized to engage in communications and transition discussions with governmental entities, funding agencies, community stakeholders, partner

organizations, and service recipients relating to the anticipated discontinuation and transition of such Transit Services.

Notwithstanding the foregoing, nothing herein shall authorize the Executive Director to execute any binding agreement for the transfer, assignment, or disposition of any assets, operations, contracts, personnel, or programs relating to Transit Services without further approval and ratification by the Board of Directors.

Authorization to Explore Transition Opportunities.

The Board of Directors hereby authorizes the Executive Director of the Corporation to take reasonable and appropriate steps to explore potential opportunities relating to the possible transition, transfer, assumption, outsourcing, or other restructuring of the Corporation's Transit Services operations to another entity, governmental body, or municipality.

Authority to Conduct Discussions and Due Diligence.

In furtherance thereof, the Executive Director is authorized to engage in preliminary discussions, meetings, negotiations, information sharing, due diligence activities, and other exploratory communications with prospective entities, municipalities, governmental agencies, consultants, legal counsel, and other relevant parties as the Executive Director reasonably deems appropriate.

Board Updates.

The Executive Director shall keep the Board of Directors reasonably apprised of material developments, discussions, and negotiations relating to the foregoing and shall provide updates to the Board as reasonably requested or as material developments occur.

No Authority to Bind Corporation.

Notwithstanding anything herein to the contrary, nothing in this Resolution shall authorize the Executive Director to:

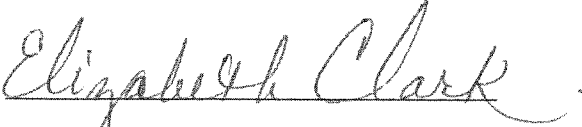
- enter into any binding definitive agreement;
- transfer, assign, sell, convey, or otherwise dispose of any assets, equipment, contracts, personnel, operations, or property of the Corporation; or
- otherwise obligate the Corporation in connection with any such transition, unless and until such action is separately reviewed, approved, and ratified by the Board of Directors.

Reservation of Rights.

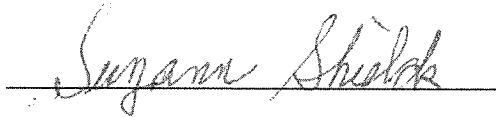
The Board of Directors expressly reserves the right to approve, reject, modify, suspend, or terminate any proposed transaction, restructuring, transition, or agreement relating to the Corporation's Transit Services in its sole discretion.

The undersigned hereby certifies that the foregoing is a true and correct copy of a resolution duly adopted by the Board of Directors of Marion Senior Services, Inc. and that such resolution remains in full force and effect as of the date set forth below.

DATED this 13th day of May, 2026.

A handwritten signature in cursive script that reads "Elizabeth Clark". The signature is written in black ink and is positioned above a horizontal line.

Elizabeth Clark
As: Board Chair

A handwritten signature in cursive script that reads "Suzanne Shields". The signature is written in black ink and is positioned above a horizontal line.

Suzanne Shields
As: Secretary