

**THEODORE ROOSEVELT COUNCIL, INC., BOY SCOUTS OF AMERICA  
EXECUTIVE BOARD RESOLUTIONS**

The Executive Board of Theodore Roosevelt Council, Inc., Boy Scouts of America (“TRC”), following a meeting on June 25, 2025 has approved and hereby adopts the following resolutions (the “Resolutions”), which are now presented to the members for approval.

WHEREAS, the Executive Board of TRC has determined that it is in the best interests of and consistent with the long-term mission of TRC to merge the Suffolk County Council, Inc., Boy Scouts of America (“SCC”) with and into TRC;

NOW, THEREFORE, BE IT RESOLVED, that SCC shall be merged with and into TRC, with TRC being the corporation surviving the merger; and it is

RESOLVED, that the plan of merger (the “Plan”) substantially in the form annexed hereto as Exhibit A is hereby adopted and approved in all respects; and it is

RESOLVED, that, in accordance with the terms of the Plan, TRC shall amend its name to Long Island Council, Inc., Boy Scouts of America; and it is

RESOLVED, that the Executive Board hereby authorizes and directs the officers of TRC signing alone, or together, to execute and deliver the Plan, a Certificate of Merger with the New York Department of State, and any and all other assignment or assumption agreements, instruments, certificates, and other documents, and to do any and all other acts and things that said officers shall deem necessary or desirable to carry out the foregoing resolutions and consummate the merger between TRC and SCC with such changes or amendments thereto as such officers executing same shall approve as necessary or advisable, the execution and delivery of the Agreement being conclusive evidence of such approval; and it is

RESOLVED, that any and all actions heretofore taken by the officers of TRC acting for and on behalf of TRC in connection with the transactions contemplated by the foregoing resolutions are hereby ratified, approved and confirmed in their entirety.

**SUFFOLK COUNTY COUNCIL, INC., BOY SCOUTS OF AMERICA  
EXECUTIVE BOARD RESOLUTIONS**

The Executive Board of Suffolk County Council, Inc., Boy Scouts of America (“SCC”), following a meeting on June 25, 2025 has approved and hereby adopts the following resolutions (the “Resolutions”), which are now presented to the members for approval.

WHEREAS, the Executive Board of SCC has determined that it is in the best interests of and consistent with the long-term mission of SCC to merge SCC with and into the Theodore Roosevelt Council, Inc., Boy Scouts of America (“TRC”);

NOW, THEREFORE, BE IT RESOLVED, that SCC shall be merged with and into TRC, with TRC being the corporation surviving the merger; and it is

RESOLVED, that the plan of merger (the “Plan”) substantially in the form annexed hereto as Exhibit A is hereby adopted and approved in all respects; and it is

RESOLVED, that, in accordance with the terms of the Plan, TRC shall amend its name to Long Island Council, Inc., Boy Scouts of America; and it is

RESOLVED, that the Executive Board hereby authorizes and directs the officers of SCC signing alone, or together, to execute and deliver the Plan, a Certificate of Merger with the New York Department of State, and any and all other assignment or assumption agreements, instruments, certificates, and other documents, and to do any and all other acts and things that said officers shall deem necessary or desirable to carry out the foregoing resolutions and consummate the merger between SCC and TRC with such changes or amendments thereto as such officers executing same shall approve as necessary or advisable, the execution and delivery of the Agreement being conclusive evidence of such approval; and it is

RESOLVED, that any and all actions heretofore taken by the officers of SCC acting for and on behalf of SCC in connection with the transactions contemplated by the foregoing resolutions are hereby ratified, approved and confirmed in their entirety.