**BOARD RESOLUTION OF [YOUR COMPANY NAME]**

**TO APPOINT AN ATTORNEY**

**DATE PASSED:**

# ATTORNEY APPOINTMENT

WHEREAS [NAME OF YOUR COMPANY] requires the services of an attorney for its general legal affairs, be it:

RESOLVED that [YOUR COMPANY NAME], for its general legal needs, appoints the law firm of [NAME] as its general counsel; such appointment being further upon those terms as set forth in the proposed terms of engagement appended hereto or upon such generally prevailing rates as are customarily charged by said attorney/firm.

RESOLVED that the officers of this company are, and each acting alone is, hereby authorised to do and perform any and all such acts, including execution of any and all documents and certificates, as such officers shall deem essential or advisable, to carry out the purposes and intent of the foregoing resolutions.

RESOLVED FURTHER that any actions taken by such officers prior to the date of the foregoing resolutions adopted hereby that are within the authority conferred thereby are hereby ratified, confirmed and approved as the acts and deeds of [YOUR COMPANY NAME].

It is hereby certified by the undersigned that the foregoing resolution was duly passed by the Board of Directors of the above-named Company on the [DAY] day of [MONTH, YEAR], in accordance with the Memorandum or By-Laws and Articles of Incorporation of the Company and the laws and by-laws governing the Company and that the said resolution has been duly recorded in the Minute Book and is in full force and effect.

[DIRECTOR]

[DIRECTOR]

[DIRECTOR]