

**ACTION OF THE
PERALTA COMMUNITY COLLEGE DISTRICT**

The undersigned Secretary certifies that the following actions were unanimously accepted by the Peralta Community College District the 15th day of December, 2009 and have not been modified or rescinded as of the date this certificate is executed.

WHEREAS, Peralta Community College District ("PCCD") presently maintains for the benefit of its employees a retirement plan described in Internal Revenue Code Section 457(b) (the "457(b) Plan"); and

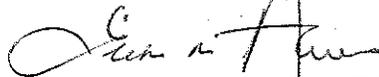
WHEREAS, PCCD believes that it is in the best interests of the employees of PCCD to add Fidelity as an additional deferred compensation plan and the investment options available thereunder will provide a benefit to our employees; and

NOW, THEREFORE, BE IT RESOLVED, that effective on December 15, 2009, PCCD hereby approves and adopts the Governmental 457(b) Plan Document, Custodial Account Agreement and Services Agreement provided by Fidelity Investments; and

FURTHER RESOLVED, that the appropriate employees of PCCD are authorized and directed to execute and implement any and all agreements and documents reasonably required to add Fidelity Investments as an additional 457(b) Plan option; and

FURTHER RESOLVED, that the appropriate employees of PCCD be, and they are hereby, authorized to take any and all further action, and to execute any and all further documents, that in their discretion they deem necessary or appropriate for the purpose of carrying into effect the foregoing resolutions.

Passed and unanimously accepted at the Peralta Community College District Board Meeting held on December 15, 2009.


_____ (Board Secretary)

1/8/10 (Date)