



International Institute of Rural Reconstruction

Minutes of the Annual Meeting of the Members on December 12, 2012

The Annual Meeting of the Members of the International Institute of Rural Reconstruction (“IIRR”) was held in the offices of Cleary Gottlieb Steen & Hamilton LLP, 450 Park Avenue, 28th Floor, New York, New York, starting at 9:25 a.m. on December 12, 2012.

James F. Kelly, Chair of the Board of Trustees of IIRR (the “Board”), presided. The following members were also present in person, constituting a quorum: Isaac Bekalo, Paul Marquardt, Mary Racelis, David S. Bassiouni and James C. Diao. Also present were Lara Crampe, US Development Officer, Alden Secretario, Chief Accountant, Lisa Milton, Victoria Melendez and Matthew Carpenter-Dennis of Cleary Gottlieb Steen & Hamilton.

Mr. Kelly stated that the purpose of the meeting was to elect members of the Board of Trustees for the succeeding year. Mr. Kelly announced that Jane K. Boorstein informed him that she did not wish to continue as Trustee; that G.N. Reddi would not be asked to continue as a Trustee; and that it was proposed that Lisa Milton and Victoria Melendez be elected to succeed Ms. Boorstein and Dr. Reddi, respectively.

Upon motion duly made, seconded and adopted, the following were elected as Trustees of the IIRR for 2013:

David S. Bassiouni

Isaac Bekalo, President of IIRR

James C. Diao

Alan S. Dunning

Donald L. Holley

James F. Kelly

Paul Marquardt

Victoria Melendez

Lisa Milton

Mary Racelis

Francis Ssekandi

George SyCip

Isagani Serrano

It was noted that upon their departure from the Board, Ms. Boorstein and Dr. Reddi would cease to be members of the IIRR.

There being no further business, the meeting was adjourned at 9:50 a.m.