

RESOLVED that the Board of Directors of PVACD hereby take the following action:

1. The terms and provisions of the Term Sheet dated February 10, 2003 for settlement of the issues in the CID phase of the *L. T. Lewis* suit are hereby approved.
2. The technical model identified in the Term Sheet is hereby approved as a reasonable basis for concluding that the assumptions in the settlement terms are valid and reliable.
3. The President and Secretary are hereby authorized to execute on behalf of and in the name of PVACD the final Settlement Agreement incorporating the terms of the Term Sheet with whatever minor revisions as may be approved by counsel for PVACD.
4. Counsel for PVACD is hereby authorized to approve the form of the Partial Final Decree and the Joint Motion in accordance with the terms and provisions contained in the Term Sheet and otherwise in form approved by counsel.