

EXHIBIT A

RESOLUTION OF THE BOARD OF GOVERNORS OF CITIZENS PROPERTY INSURANCE CORPORATION

I, the undersigned, hereby certify that the following is a true and correct copy of the preambles and resolutions duly adopted at a meeting of the Board of Governors of Citizens Property Insurance Corporation (the "Corporation") on the 9th day of December, 2015, a majority of the members of the Board of Governors being present and constituting a quorum for the transaction of business:

WHEREAS, the Corporation sponsors various deferred compensation and defined contribution retirement plans (the "Plans") for the benefit of certain eligible employees; and

WHEREAS, the Board believes that it is in the best interest of the Plans that it delegate certain fiduciary duties to a single committee (the "Retirement Plan Committee") with authority administer and oversee the Plans, including the oversight of investment options within the Plans; and

WHEREAS, the Board desires to establish the composition of the Retirement Plan Committee, the right of the Retirement Plan Committee to make certain amendments to the Plans, and the right for employees of the Corporation to attend publicly noticed Retirement Plan Committee meetings;

NOW, THEREFORE, BE IT HEREBY RESOLVED, that the Board delegates to the Retirement Plan Committee the authority to administer and oversee the Plans, including the oversight of investment options within the Plans, and to take any and all actions necessary and proper to effectively administer and oversee the Plans; and

BE IT FURTHER RESOLVED, that the Retirement Plan Committee shall be composed of five (5) standing members, designated by the following job titles (or successor job titles):

- Chief Financial Officer;
- Vice President of Human Resources;
- Controller;
- Manager, Retirement Benefits and Payroll; and
- Manager, Treasury and Investment.

BE IT FURTHER RESOLVED, that the President of the Corporation shall have authority to appoint up to two (2) additional employees of the Corporation to serve as at-large members of the Retirement Plan Committee with the same voting rights as the standing members; and

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BE IT FURTHER RESOLVED, that the Retirement Plan Committee is authorized to amend the Plans to (i) conform to changes in law, or (ii) clarify existing Plan provisions; however, the Retirement Plan Committee is not authorized to make any material alterations to the Plans; and

BE IT FURTHER RESOLVED, that all amendments to the Plans other than those authorized in the immediately preceding resolution must be approved by this Board; and

BE IT FURTHER RESOLVED, that the Retirement Plan Committee will comply with the applicable provisions of Florida's Sunshine Laws, and all employees of the Corporation and other interested persons will have a reasonable opportunity to attend the Committee's meetings; and

BE IT FURTHER RESOLVED, that these resolutions shall supersede and replace the resolutions adopted by this Board on January 24, 2008 and all subsequent or prior resolutions and delegations relating thereto; and

BE IT FURTHER RESOLVED, that copies of all such documentation be placed with the permanent records of the Corporation.

IN WITNESS WHEREOF, I have hereunto affixed my name and caused the seal of the Corporation to be affixed hereto this 9th day of December, 2015.

BOARD OF GOVERNORS:


By: Christopher B Gardner, Chairman

ATTEST:

By: Barbara Walker

Its: _____