VORTEX GRID SYSTEMS INC.

Board Project Resolution: Meridian Service Reliability Program

Document control	Value
Record ID	FR-002
Resolution number	BPR-2026-04
Meeting date	2026-04-14
Recording secretary	Dana Ortiz, Corporate Secretary
Status	Adopted
Revision	Final board record

Resolution

The Board of Directors of Vortex Grid Systems Inc. adopts the Meridian Service Reliability Program ("Meridian") as a twelve-month cross-functional program to improve the traceability, recoverability, and operational review of customer-facing service changes. Meridian is a program name, not the name of a product, legal entity, or customer account. The Board directs management to organize the work as a coordinated set of engineering, field operations, customer communications, and supplier-assurance activities. The program begins on 2026-05-01 and is scheduled for board review on 2027-04-30.

The Board recognizes that recent service reviews have shown a recurring operational problem: a field observation, a technical hypothesis, a customer update, and a final executive conclusion can be made at different times by different people. Those statements may be compatible, may be incomplete, or may conflict. Meridian shall not force early agreement. It shall establish a disciplined way to preserve the source of each statement, identify the applicable time, and record the decision that changes a working assessment into an approved operational conclusion.

Program objectives

Management shall deliver the following outcomes. First, every material service event will have a stable incident reference, an attributed chronology, and a named coordinator. Second, maintenance plans will state their UTC time as well as local operating times when more than one region is involved. Third, customer-status updates will distinguish reported symptoms, verified facts, planned actions, and unresolved questions. Fourth, supplier and component records will preserve legal vendor identity and purchase references even where commercial names appear similar. Fifth, corrections and retractions will retain the earlier record and describe the exact change in conclusion or scope.

These objectives are operational controls, not performance guarantees. The Board does not direct management to represent that all incidents will be prevented or that any particular technical explanation will prove correct. Program measures must therefore separate completion of a control from the truth of a technical claim. For example, a completed review may show that evidence remains insufficient to select one explanation over another. That result is acceptable when it is clearly documented and communicated without speculation.

Governance and named responsibilities

The Chief Operations Officer is the executive sponsor and may delegate day-to-day administration to a program director. The Vice President of Engineering owns software and platform workstreams. The Director of Field Services owns field-record and maintenance-handoff workstreams. The General Counsel owns formal retractions, customer-remedy language, and supplier dispute review. The Chief Financial Officer owns supplier reconciliation controls. The Board Audit Committee receives a quarterly summary of progress, significant exceptions, and material corrections.

The following role titles are used in this resolution as roles rather than personal names. A person signing a Meridian approval must identify both the role and the directory identity used by the company. A title alone is insufficient where two people could reasonably act for the same function. A project team may use an informal channel or working nickname, but a decision affecting a customer, supplier, budget, or personnel record must be published under the Meridian reference and the applicable formal record identifier.

Workstreams and sequencing

The first workstream, Incident Chronicle, starts 2026-05-01 and establishes the required chronology fields for reports, assessments, decisions, and corrections. The second, Regional Change Windows, starts 2026-05-15 and produces templates for cross-region maintenance notices, calendar changes, and handoffs. The third, Supplier Identity and Reconciliation, starts 2026-06-01 and reviews supplier records that use shared short names, related brand names, or overlapping component descriptions. The fourth, Customer Narrative Discipline, starts 2026-06-15 and defines review steps for customer updates issued during an unresolved investigation.

The program director may adjust an internal milestone when staffing or a customer emergency requires it. A change that removes a workstream, materially expands the approved budget, or changes the final board-review date requires sponsor approval and notice to the Audit Committee. A change in a technical hypothesis, by contrast, is not itself a program-scope change; it belongs in the associated incident or engineering record with its own evidence and date.

Budget and composition

The Board authorizes an initial program budget of $1,240,000 for training, record design, field-service workflow improvements, supplier review, and independent operational assurance. This amount is a program ceiling, not a purchase authorization for any specific supplier. Expenditures follow existing procurement rules. The program director shall provide a quarterly composition report showing the portion of work performed by engineering, field services, customer operations, finance, legal, and external service providers. The report must preserve each constituent workstream; it must not present an aggregate percentage as though it identifies the work that produced it.

Reporting, correction, and closure

Management will provide a quarterly written report with completed controls, open risks, material incident lessons, and exceptions. A report may contain competing assessments when their authors, evidence references, and status are clear. If an earlier board update requires correction, the sponsor shall issue a dated correction that cites the prior update and states whether the correction changes a budget, schedule, responsibility, or factual conclusion. The original update remains part of the corporate record.

At program closure, management shall submit a final report describing completed controls, deferred work, unresolved risks, and recommendations. Closure requires no claim that the company has complete knowledge of all service failures. It requires an honest account of the program’s declared scope and the records supporting its findings.

Adopted by the Board of Directors on the meeting date above.