# Agenda Resolution in lieu of an AGM

We do hereby consent to the adoption of the following as if it was adopted at a regularly called Annual General Meeting of this corporation. Due to Covid restrictions, in accordance with Corporations Canada and the bylaws of this corporation, by unanimous consent, the board of directors decided that:

An agenda resolution will be signed in lieu of an AGM, in order to remain compliant under the Canada Business Corporations Act and the Canada Not-for-profit Corporations Act.

# **Board of Directors Agenda Resolutions**

We, the undersigned, being all of the directors of this corporation consent and agree that the following corporate resolutions were made and resolved subsequent to the last Annual General Meeting of February 7, 2020.

# 1. Considering the corporation's financial statements

#### 1.1 Approval of financial statements

a. We do hereby consent to the adoption of the following as if it was adopted at a regularly called Annual General Meeting of this corporation. In accordance with Corporations Canada and the bylaws of this corporation, by unanimous consent, the board of directors decided that:

The revised financial statements of the corporation for the financial year ended August 31, 2019 as presented by the treasurer and reviewed by an external reviewer are hereby approved."

b. We do hereby consent to the adoption of the following as if it was adopted at a regularly called Annual General Meeting of this corporation. In accordance with Corporations Canada and the bylaws of this corporation, by unanimous consent, the board of directors decided that:

The financial statements of the corporation for the financial year ended August 31, 2020 as presented by the treasurer and reviewed by an external reviewer are hereby approved.

# 2. Appointing the corporation's auditor or public accountant, or deciding to waive the appointment of an auditor or public accountant

# 2.1 Waive the appointment of a public accountant

We do hereby consent to the adoption of the following as if it was adopted at a regularly called Annual General Meeting of this corporation.In

accordance with Corporations Canada and the bylaws of this corporation, by unanimous consent, the board of directors decided that:

The corporation will waive the appointment of a public accountant, for the period of one year (as per Canada Not for Profit Corporations Act Part 12 182(1))

# 3. Electing directors

#### 3.1 Resignation of Directors

a. We do hereby consent to the adoption of the following as if it was adopted at a regularly called Annual General Meeting of this corporation. In accordance with Corporations Canada and the bylaws of this corporation, by unanimous consent, the board of directors decided that:

The corporation will accept the resignation of Monique van Bergen who resigned as director and Secretary of the corporation, effective on July 1, 2020.

#### 3.2 Filling Vacancies

We do hereby consent to the adoption of the following as if it was adopted at a regularly called Annual General Meeting of this corporation. In accordance with Corporations Canada and the bylaws of this corporation, by unanimous consent, the board of directors decided that:

it is unnecessary to fill the vacancy left on the board of directors following the resignation of Monique van Bergen as a director of the corporation. (the term is up for election in 2021)

#### 3.3 Reduction in the number of directors

We do hereby consent to the adoption of the following as if it was adopted at a regularly called Annual General Meeting of this corporation. In accordance with Corporations Canada and the bylaws of this corporation, by unanimous consent, the board of directors decided that:

the minimum number of directors of the corporation be reduced from 7 to 5 as of January 10 2021.

# 3.4 Election of officers by Acclamation

We do hereby consent to the adoption of the following as if it was adopted at a regularly called Annual General Meeting of this corporation. In accordance with Corporations Canada and the bylaws of this corporation, by unanimous consent, the board of directors decided that:

The following persons are hereby elected officers of the corporation; by acclamation; for the next ensuing term of three

years or until their successor is elected (as per Canada Not for Profit Corporations Act Part 9 128 (6))

Jennifer Tweddell - as Secretary Don Lee - Director at Large Dave Wilkinson - Director at Large

#### 3.5 Appointment of officers

We do hereby consent to the adoption of the following as if it was adopted at a regularly called Annual General Meeting of this corporation. In accordance with Corporations Canada and the bylaws of this corporation, by unanimous consent, the board of directors decided that:

The following person is hereby an appointed officer of the corporation; to complete the remaining year of the vacant 3 year term ending in 2022.

Tracy Mousseau

#### 4. Other Business

#### 4.1 Acceptance of Policies

We do hereby consent to the adoption of the following as if it was adopted at a regularly called Annual General Meeting of this corporation. In accordance with Corporations Canada and the bylaws of this corporation, by unanimous consent, the board of directors decided that:

The corporation will adhere to the following policies until such time as they shall be reviewed:

- Anti Harassment policy
- Code of Conduct Policy
- Conflict of Interest Policy
- Expense and Reimbursement Policy
- Venue Selection Policy

### 4.2 Term of Membership

We do hereby consent to the adoption of the following as if it was adopted at a regularly called Annual General Meeting of this corporationIn accordance with Corporations Canada and the bylaws of this corporation, by unanimous consent, the board of directors decided that:

The annual term of membership of a Class P non-voting member shall be set as December 15th subject to renewal in accordance with the policies of the Corporation. The officers of this corporation are authorized to perform the acts to carry out this corporate resolution.

Name	Signature	Date
Anna Bentley		
Nadine Johnson		
Janet Fletcher		
Tracy Mousseau The Vice President of the Cor of the resolution that was duly of directors.	•	. ,
Anna Bentley		Date