

SPECIAL RESOLUTION
OF
BURLINGTON ENTERPRISES CORPORATION
(the "Corporation")

WHEREAS Archie Bennett has resigned as a director of the Corporation;

AND WHEREAS Susan Kilburn has been nominated to serve as a director pursuant to s. 4.04(a) of By-Law 1 of the Corporation;

AND WHEREAS the number of directors comprising the board of directors of the Corporation is fixed at five (5), being a number within the prescribed range;

NOW THEREFORE BE IT RESOLVED AS A SPECIAL RESOLUTION OF THE CORPORATION THAT:

1. The following persons by and they are hereby elected directors of the Corporation, pursuant to s. 4.04(a) of By-Law 1 of the Corporation, to hold office for a term of two (2) years or until their successors are duly elected, subject to the provisions of the by-laws of the Corporation, the shareholder direction applicable to the Corporation and the provisions of the *Business Corporations Act* (Ontario):

JOHN MAHEU, for a second two-year term
SUSAN KILBURN, for a first two-year term

2. The following persons be and they are hereby confirmed as directors of the Corporation by virtue of the offices they hold, to hold the office of director for so long as they hold the offices specified below or until their successors to said offices below are duly elected or appointed, as the case may be, subject to the provisions of the by-laws of the Corporation and the provisions of the *Business Corporations Act* (Ontario):

GERRY SMALLEGANGE, by virtue of holding the office of President of the Corporation,
MARIANNE MEED WARD, by virtue of holding the office of Mayor of the City of Burlington,
TIM COMMISSO, by virtue of holding the office of City Manager of the City of Burlington.

THE FOREGOING SPECIAL RESOLUTION is hereby consented to and passed by the sole shareholder of the Corporation entitled to vote thereon at a meeting of shareholders, as evidenced by the signature of its authorized signing authority in accordance with the provisions of section 104(1) of the *Business Corporations Act* (Ontario), this 22nd day of June, 2021.

**THE CORPORATION OF THE CITY OF
BURLINGTON**

Per: _____
Name: Kevin Arjoon
Title: City Clerk